2nd Annual Report

2017-18

M/s Indore Smart City
Development Limited



INDORE SMART CITY DEVELOPMENT LTD.

Smart City Office, Nehru Park Campus, Indore, M.P., 452003
Ph. No.: 0731-2535572; E-mail: smartcityindore16@gmail.com
CIN: U75100MP2016SGC035528; Website: www.smartcityindore.org

To,
The Members,
Indore Smart City Development Limited,
Indore

The Directors of your company are pleased to present the 2nd Board's Report together with the Audited Financial Statements of the Company for the year ended on 31st March, 2018;

1. STATE OF AFFAIR, FINANCIAL PERFORMANCE AND FUTURE OUTLOOK

i) FINANCIAL RESULTS

The Financial Results for the year ended 31st March 2018 have been summarized as under:

(Amt. in Rs.)

Particulars	Current Year	Previous Year
Revenue from Operation	73,18,681	9,10,000
Total expenditure incurred towards the project charged to P&L	1,41,03,183	0
Other Income(Grant Transferred to P&L)	10,85,59,052	7,75,33,153
Total expense incurred towards the administrative expense met out		
from the grant received	10,29,01,389	8,46,05,342
Profit/loss before providing Depreciation and Interest	(11,26,839)	(61,62,189)
Less: Depreciation	1,04,34,602	7,20,424
Interest	57,426	0
Profit/loss after depreciation	(1,16,18,867)	(68,82,613)
Less: Exceptional Item	0	0
Less: Extraordinary Item	0	0
Less: Current Tax	0	0
Less: Deferred Tax	1,52,11,821	(52,11,858)
Profit /Loss after taxation	(2,68,30,688)	(16,70,755)

It may be please noted that this year the company has to prepare its accounts under Ind AS as required by u/s 133 of the Companies Act 2013, hence certain adjustments have been made considering the requirements under Indian Accounting Standards. The figures for the previous year have also been rearranged as required by Indian Accounting Standards.

ii) OPERATIONS AND PERFORMANCE REVIEW

The Company was formed as SPV under the Smart City Mission of Government of India to develop the City of Indore as Smart City by overall development of city in terms of heritage, spiritual, infrastructure,



transportation, Solid waste management education and technological smart solution in day to day activities of resident.

The overall performance of the company towards the development of the project seems to be Improving and towards its main object of the company.

The Company, on its part has taken various initiatives to improve its operating efficiency and revenue earning potential to bring profitability of Company. Your Directors are committed to take stringent measures to ensure Company's success in this challenging and competitive capital markets industry.

iii) TRANSFER TO RESERVES

The Company has not transferred any amount to General Reserve during the year under review.

iv) DIVIDEND

Due to requirement of funds and to strengthen the capital base of the Company, your Directors do not recommend any dividend for the Financial Year ended on March 31, 2018.

v) CHANGE IN NATURE OF BUSINESS

During the year under review there was no change in business activity of the Company,

vi) MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

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

2. CAPITAL AND DEBT STRUCTURE

i) CHANGES IN SHARE CAPITAL

During the Financial Year under review, the company had received Grants from Government of India and Government of Madhya Pradesh and this amount was required to be utilized to raise the Share Capital of the Company upto Rs. 200.00 Crore.

In this connection, in the Board Meeting held on 23rd December 2017, the Company has offered total 9,64,40,000 (Nine Crore Sixty Four Lakh Forty Thousand) Equity Shares for exiting 10,35,60,000 equity shares to shareholders of the Company in proportion to their holding as beneficial owner as on 23.12.2017 for cash at par. The Letter of Offer was issued on 23.12.2017 for such Right Issue of Shares and the offer was opened from 10:00 AM Thursday, 28th December, 2017 to 06:00 PM, Thursday, 11th January, 2018 (both days inclusive). The Share Applications had been received by the Company from MPUDCL and IMC (the 'beneficial owners') against such Letter of Offer.



Consequently, total 9,64,40,000 Equity Shares at Rs. 10/- amounting to Rs. 96,44,00,000 were allotted to the applicants ('Indore Municipal Corporation' and 'Madhya Pradesh Urban Development Co. Limited') on 31.03.2018. After such allotment the Company's total paid-up capital had been increased from Rs. 103.56 Crore to Rs. 200.00 Crore which was also required in terms of Mission Statement and Guidelines for Smart City.

Except above there was no change in capital structure of the company and there are no outstanding shares issued with differential rights.

ii) DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES

The Company does not have issued Sweat Equity Shares pursuant to provisions of Section 54 read with Rule 8 of Companies (Share Capital and Debenture Rules, 2014) during the Financial Year.

iii) DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS

The Company does not have issued shares under Employee's Stock Options Scheme pursuant to provisions of Section Rule 12(9) of Companies (Share Capital and Debenture Rules, 2014). So question does not arise about voting rights not exercised by employee.

3. MANAGEMENT

i) DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, Prof. Rishikesha Thiruvenkata Krishnan was appointed as Independent Director of the Company w.e.f. 12.05.2017. Shri Mohit Bundas w.e.f. 23.06.2017, Shri Ashwini Kumar w.e.f. 14.09.2017, Shri Nishant Warwade w.e.f. 18.09.2017, Dr. Manju Sharma w.e.f. 18.12.2017 and Shri Gautam Singh w.e.f. 20.12.2017 has joined the Board of ISCDL as Nominee Directors.

Shri Parikipandla Narahari from 18.09.2017, Shri Kumar Vinay Pratap from 14.09.2017, Shri Rakesh Singh from 18.09.2017 and Shri Mohit Bundas from 18.12.2017 cease to hold Directorship in the Company.

During the running financial year 2018-19, the appointment of Shri Asheesh Singh, Shri Rahul Jain, Shri Kumar Purushottam and Shri Swatantra Kumar Singh was done w.e.f. 18.05.2018, 16.07.2018, 17.07.2018 and 12.11.2018 respectively as Nominee Directors of the Company and Ar. Deepti Vyas have joined the Board as Independent Director w.e.f. 12.11.2018. Further, Shri Manish Singh, Shri Surendra Singh Rajpoot, Dr. Manju Sharma and Shri Gautam Singh ceased to hold Directorship in the Company w.e.f. 18.05.2018, 16.07.2018, 16.07.2018 and 17.07.2018 respectively. Apart from this, the office of Shri Krishna Kumar Songaria was vacated u/s 167 of the Companies Act 2013 w.e.f. 01.04.2018 and he was further re-appointed w.e.f. 15.06.2018.

A re

In case of appointment of Shri Ashwini Kumar and cessation from holding directorship by Shri Kumar Vinay Pratap are done in compliance of order issued by MoHUA, GoI and other changes in Board of ISCDL are done after obtaining prior approval of MPUDCL.

The Company has also placed the Code of Conduct for Independent Directors. This Code is a guide to professional conduct for Independent Directors. Independent Director adhere these standards and fulfilled their responsibilities in a professional and faithful manner.

Smt. Rachana Gaur was appointed as Chief Financial Officer of the Company w.e.f. 29.09.2017.

Except above there was no change in Directors and Key Managerial Personnel of the Company.

Shri Gajra Mehta, Shri Rajesh Nagal and Shri Shankar Yadav are liable to retire by rotation at ensuing Annual General Meeting and being eligible offer themselves for reappointment.

ii) INDEPENDENT DIRECTOR/S

Company is required to appoint minimum number of Independent Directors in the board for compliance with the Companies Act 2013. Presently Company has two Independent Directors. Prof. Rishikesha Thiruvenkata Krishnan was appointed w.e.f. 12.05.2017 and Ar. Deepti Vyas have joined the Board w.e.f. 12.11.2018 as Independent Directors.

Prof. Rishikesha Thiruvenkata Krishnan is alumnus of IIT Kanpur, Stanford Academy and IIT Ahmedabad. He was visiting scholar to University of Pennsylvania. He was listed among the Thikner50 India most influential thinker in management (year 2013). He was member of various committees of Government of India, NASSCOM and CII. His good experience, vision and background shall contribute for the smart city project and progress of the Company.

Mrs. Vyas is a practicing Architect Registered with Council of Architecture, India, M.Tech. in Town Planning from Sardar Patel University, Gujrat, an ECBC Architect empanelled with Bureau of Energy Efficiency (BEE), Govt. India and a Government Registered Valuer under Wealth Tax Act. She is having experience of 25 years in the fields of planning and Architect. She has Certificate of Entrepreneur programme from Indian School of Business (ISB), Hyderabad and also having Membership of many institutes and societies. She had worked Joint Secretary of Institute of Town Planners, M.P. Regional Chapter, Bhopal, Council Member of Institute of Town Planners, M.P. Chapter, Bhopal & Indian Institute of Architects, M.P. Chapter and Hon. Secretary, Indian Institute of Architect M.P. Chapter. Under the Smart City Project, Planning is the one of the core infrastructure element and being an Architect, Mrs. Deepti Vyas is valuable source of inputs in smart city mission.

iii) STATEMENT ON DECLARATION BY INDEPENDENT DIRECTOR

The Company has received declarations from the Independent Directors of the company confirming that he/she meet the criteria of independence under sub-section (6) of Section 149 of the Act.



iv) DISQUALIFICATIONS OF DIRECTORS

During the year declarations received from the Directors of the Company pursuant to Section 164 of the Companies Act, 2013. Board appraised the same and found that none of the director is disqualified for holding office as director.

v) DETAILS OF BOARD MEETINGS

During the year under review Five (5) meetings of the Board of Directors were held on, 29.06,2017, 29.09.2017, 16.11.2017, 23.12.2017 and 31.03.2018 and in respect of which proper notices were given and proceedings were properly recorded in Minutes Book. The details of Board Meetings are as follows:-

Sr. No. Director		No. of Board Meetings		Attendance at the previous Annual General Meeting held on 23.12.2017	
		Held	Attended		
1	Shri Parikipandla Narahari	1	0	NA	
2	Shri Manish Singh	5	4	Yes	
3	Shri Kumar Vinay Pratap	1	0	NA	
4	Shri Rakesh Singh	1	1	NA	
5	Shri Rajesh Nagal	5	2	No	
6	Shri Gajra Mehta	5	4	Yes	
7	Shri Krishna Kumar Songaria	5	0	No	
8	Shri Surendra Singh Rajpoot	5	2	Yes	
9	Shri Shankar Yadav	5	4	Yes	
10	Prof. Rishikesha Thiruvenkata Krishnan	5	2	No	
11	Shri Mohit Bundas	3	0	NA	
12	Shri Ashwini Kumar	4	2	No	
13	Shri Nishant Warwade	4	4	Yes	
14	Dr. Manju Sharma	2	0	No	
15	Shri Gautam Singh	2	1	Yes	
16	*Shri Asheesh Singh	-	-	*	
17	*Shri Krishna Kumar Songaria	(*)	-0	-	
18	*Shri Rahul Jain	-	-		
19	*Shri Kumar Purushottam	141	-		
20	* Shri Swatantra Kumar Singh	3	-	-	
21	*Ar. Smt. Deepti Vyas	-	-	•	

^{*}Note: Appointment of Shri Asheesh Singh, Shri Rahul Jain, Shri Kumar Purushottam, Shri Swatantra Kumar Singh, Ar. Smt. Deepti Vyas and re-appointment of Shri Krishna Kumar Songaria was done during the financial year 2018-19.

BL R.

vi) AUDIT COMMITTEE

The Company is required to constitute Audit Committee under Section 177 (1) of Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. Company has constituted Audit Committee in the Board Meeting held on 16.11.2017 with one Independent Director and two Non-executive Directors. The Audit Committee is re-constituted by Board on 20.12.2018 with the following Board Members:

Sr. No.	Name of Director	Category	DIN	Chairman / Member
1	Prof. Rishikesha Thiruvenkata Krishnan	Independent Director	00064067	Chairman
2	Ar, Smt. Deepti Vyas	Independent Director	08277439	Member
3	Shri Rajesh Nagal	Non-executive Director	07084452	Member

vii) STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company is not required to constitute Stakeholders Relationship Committee as per provisions of Companies Act, 2013, although the Stakeholders Relationship Committee was constituted on 16.11.2017 with the following Board Members:

Sr. No.	Name of Director	Category	DIN	Chairman / Member
1	Shri Gajra Mehta	Non-executive Director	07578666	Chairman
2	Shri Rajesh Nagal	Non-executive Director	07084452	Member
3	Prof. Rishikesha Thiruvenkata Krishnan	Independent Director	00064067	Member

viii) DETAILS OF COMMITTEE MEETINGS

The Members of Audit Committee were duly met one (1) time during the financial year on 18.12.2017. The details of Audit Committee Meeting are as follows:-

Sr. No.	Member	No. of Audit Con	mittee Meetings
		Held	Attended
1	Prof. Rishikesha Thiruvenkata Krishnan	1	1
2	Shri Rajesh Nagal	. I	0
3	Shri Gajra Mehta	1	1

No such meeting of Stakeholders Relationship Committee was held during the financial year under review.



ix) NOMINATION AND REMUNERATION COMMITTEE

The Company is required to constitute Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014.

The Company has constituted Nomination and Remuneration Committee in the 14th Board Meeting held on 20.12.2018 with the following Board Members:

Sr. No.	Name of Director	Category	DIN	Chairperson / Member
1	Ar. Smt. Deepti Vyas	Independent Director	08277439	Chairperson
2	Prof. Rishikesha Thiruvenkata Krishnan	Independent Director	00064067	Member
3	Shri Rajesh Nagal	Non-executive Director	07084452	Member

x) RECOMMENDATION OF AUDIT COMMITTEE

The Board always honored the views of Audit Committee given on any agenda item and there was no subject matter on which Board not accepted Audit Committee recommendation.

xi) ANNUAL EVALUATION OF PERFORMANCE OF BOARD

The being as Government Company, not required to carry formal annual evaluation by the Board of its own performance and that of its committees and individual directors pursuant to Section 134 (3) (p) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014. Although, Directors of the Company are vigilant towards their duties and responsibilities as Director of the Company.

xii) PARTICULARS OF EMPLOYEES

None of the employee of the company is drawing remuneration of Rs. 1,02,00,000/- (Rupees One Crore and Two Lakh) per annum or more if employed throughout the Financial Year or Rs. 8,50,000/- (Rupees Eight Lakh and Fifty Thousand) per month if employed for a part of the Financial Year. Further, also that none of the employee was in receipt of remuneration in excess of that drawn by the Managing Director or Whole-time Director or Manager (wherever they are appointed), and does not hold by himself or along with his spouse and dependent children, 2 (two) percent or more equity shares of the Company. Further, that the mentioned disclosure is for the employees other than Directors of the Company and details regarding Directors have been given in MGT-9 which is annexed as Annexure-I with this report.

xiii) REMUNERATION/COMMISSION RECEIVED BY DIRECTORS FROM HOLDING



During the year under review none of the director of the company in receipt of the commission or remuneration from holding company of the company, if any as provided under section 197 (14) of Companies Act, 2014.

xiv) DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (5) of the Companies Act, 2013, (the Act) your Directors confirm that:

- (a) In the preparation of the annual accounts for the year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The Directors had 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 had prepared the annual accounts on a going concern basis;
- (e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;
- (f) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

Explanation: For the purposes of this clause, the term "Internal Financial Controls" means the policies and procedures adopted by the company 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.

xv) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The internal control system with respect to financial statement and there adequacy has been duly taken care by the Board of Directors of the Company. The internal controls exist in the system and that sufficient measures are taken to update the internal control system, as and when needed. The system also ensures that all transaction are appropriately authorized, recorded and reported as and when required.

A R

xvi) REPORTING OF FRAUD BY AUDITORS

There was no fraud in the Company, which was required to report by auditors (Statutory Auditor or Secretarial Auditor) of the Company to the Audit Committee/Board under sub-section (12) of section 143 of Companies Act, 2013.

4. SUBSIDIARY, ASSOCIATE COMPANIES AND JOINT VENTURE

The Company does not have any Subsidiary Company, Joint venture or Associate Company. Although the Company is a Subsidiary Company of Madhya Pradesh Urban Development Co. Limited.

5. DEPOSITS

The Company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

6. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year under review your Company has not provided loans/guarantees and made investments in terms of section 186 of the Companies Act, 2013, if any.

7. RELATED PARTY TRANSACTIONS

During the year under review no transactions entered by company which falls under section 188 (1) of the Companies Act, 2013. Other transaction with related parties and KMP are given in notes to the account attached with Balance Sheet, you are requested to refer the same.

8. CORPORATE SOCIAL RESPONSIBILITY STATEMENTS

The company is not required to provide statement on Corporate Social Responsibility as per Section 134 (3) of the companies Act, 2013 as the company do not fall under the criteria provided under section 135 (1) of Companies Act, 2013, therefore no such committee was constituted.

9. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING & OUTGO

1) CONSERVATION OF ENERGY:

a. The steps taken or impact on conservation of energy-

The company is putting continues efforts to reduce the consumption of energy and maximum possible saving of energy.

b. The steps taken by the company for utilizing alternate sources of energy-



The Company has used alternate source of energy, whenever and to the extent possible

c. The capital investment on energy conservation equipments-NIL

2) TECHNOLOGY ABSORPTION:

a. the effort made towards technology absorption-

No specific activities have been done by the Company.

 the benefits derived like product improvement, cost reduction, product development or import substitution-

No specific activity has been done by the Company

- c. in case of imported technology imported during the last three years reckoned from the beginning of the financial year:- NA
- d. the expenditure incurred on Research & Development.- NIL

3) FOREIGN EXCHANGE EARNINGS AND OUTGO

There are no Foreign Exchange earnings and outgoings were taken place during the financial year as required by Companies (Accounts) Rules, 2014.

10. STATEMENT INDICATING DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY

The Board of Directors of the Company state that risk associated in the ordinary course of business is duly taken care by the Board while taking business decisions. Further the company need not required to formulate any specified risk management policy.

11. ESTABLISHMENT OF VIGIL MECHANISM

Your company does not meet the requirements of Section 177(9) of Companies Act, 2013 read with rule 7 of the Companies (Meetings of Board and its Powers) Rules for establishing Vigil Mechanism, therefore no such mechanism was established by the Board.

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

There are no significant material orders passed by the Regulators/Courts/Tribunals impacting the going concern status of the Company and its future operations.



13. AUDITORS

M/s Gupta and Ashok, Chartered Accountants of Indore is appointed as Statutory Auditor of the Company for financial year 2016-17 and 2017-18 by virtue of Orders issued by The Comptroller and Auditor-General of India (C&AG) for their appointment and remuneration.

In terms of Section 139 of The Companies Act, 2013, the Statutory Auditors are to be appointed, subject to the approval of the members in the forthcoming Annual General Meeting for auditing the Annual Accounts of the Company for Financial Year 2018-19. The Comptroller and Auditor-General of India (C&AG) vide its order No. CA. V/COY/ MADHYA PRADESH, ISCDL (1)/961 dated 05.09.2018, has appointed M/s Gupta and Ashok, Chartered Accountants of Indore as Statutory Auditor of the Company for financial year 2018-19, in terms of Section 139(5) of the Companies Act, 2013. M/s Gupta and Ashok, Chartered Accountants have also given their consent to act as Statutory Auditor of the Company under Section 139 of the Companies Act, 2013 for the Financial Year 2018-19 and a certificate under Section 141 of the Companies Act, 2013 has also been received from the existing auditor M/s Gupta & Ashok, Chartered Accountant, Indore.

M/s P.S. Tripathi & Associates, Company Secretaries, Indore are appointed Secretarial Auditors of the Company for 3 years w.e.f. 01.09.2016.

During the current financial year 2018-19, M/s M. Mehta and Company, Chartered Accountants, Indore are appointed as Internal Auditor of the Company for 2 years w.e.f. 16.08.2018.

14. SECRETARIAL AUDIT REPORT

Requirements of the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are applicable to the company. A Report from M/s P.S. Tripathi & Associates, Company Secretaries, Indore the Secretarial Auditor of the Company has been received for the FY 2017-18. Secretarial Auditor as given following qualifications which are explained below:-

Point No. 2 of the Report:-

a. Company was having only one independent Director during the FY 2017-18 against the two independent Directors required as per section 149 of the Act, but on 12.11.2018 one more independent Director has been appointed after closure of Financial Year.

Explanation - Prof. Rishikesha T. Krishnan has already been appointed w.e.f. 12.05.2017 as Independent Director in ISCDL Board. Company regularly requested to MPUDCL to nominate a name for one more Independent Director and in this connection a proposal was sent to MPUDCL on 23.10.2018 for seeking consent to appoint Ar. Smt. Deepti Vyas as Independent Director cum Woman Director of ISCDL and she has been appointed as Independent Director w.e.f. 12.11.2018 pursuant to MPUDCL consent letter dated 30.10.2017.



b. Company has not constituted Nomination and Remuneration Committee consisting majority of Independent Directors. This is non compliance of section 149, 177 and 178 of the Companies Act 2013. Audit committee also does not have majority of Independent Director as required under the Act.

Explanation-Nomination and Remuneration Committee is constituted by Board in their Meeting held on 20.12.2018 and Audit Committee is also re-constituted by Board in same meeting with majority of Independent Directors.

c. Company has not constituted various other committees as mentioned in clause no. 12.15 Articles of Association of the Company.

Explanation- The Audit Committee, Stakeholders Relationship Committee (in lieu of 'Share Transfer and Allotment Committee'), Nomination and Remuneration Committee has already been constituted comprising three members. Remaining other committees will be constituted subject to review of applicability of such committees on Company and their requirement to the Company's operation.

15. AUDITORS REPORT

The Auditors, in their report have referred to the Notes forming part of the Final Accounts, considering the principle of the materiality; the notes are self explanatory and do not need any further comments under Section 134 of Companies Act, 2013.

Although, following comments are cited by Auditor in their report that there was no such outstanding as at the last day of the financial year concerned for a period of more than six months from the date they became payable except for –

Sr. No.	Nature of Dues	Financial year	Amount unpaid which is outstanding as at the last day of financial year for a period of more than six months from the date they become payable
1	Labour Cess Payable	2017-2018	Rs. 19,92,323
2	Commercial Tax	2017-2018	Rs. 1,32,386
3	Professional Tax	2017-2018	Rs. 2,500

Explanation: The above taxes lying unpaid as on the Balance Sheet date, has already been deposited.

The Financial Statement, Auditors' Report, Boards' Report alongwith all Annexure related to 1st Financial Year ended on 31.03.2017 already been adopted by Members in their 1st Annual General Meeting held on 23.12.2017 and such documents also submitted to Comptroller and Auditor-General of India for their review and comments thereon. The comments of C&AG are still awaited. Any comments received from Comptroller and Auditor-General of India in future shall be placed before Board for their consideration and necessary action thereon.

The Financial Statement, Auditors' Report, Boards' Report alongwith all Annexure related to 2nd Financial Year ended on 31.03.2018 shall be submitted to Comptroller and Auditor-General of India for their review and comments thereon and these will be also placed before Members in forthcoming 2nd



Annual General Meeting for the purpose of adoption. Any comments received from Comptroller and Auditor-General of India in future shall be placed before Board for their consideration and necessary action thereon.

16. COST RECORD AND/OR COST AUDIT

The Company does not falls within the provisions of Section 148 of Companies Act, 2013 read with the Companies (Cost records & Audit) Rules, 2014, therefore no such records required to be maintained.

17. COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, the Company has complied with the provisions of applicable Secretarial Standards issued by Institute of Company Secretaries of India.

18. CORPORATE INSOLVENCY RESOLUTION

During the year under review there was no situation of corporate insolvency and valuable resources of the Company including capital, manpower, machinery and management are deployed in fair manner and for financial viable business. Hence, no need for Corporate Insolvency Resolution under the Insolvency and Bankruptcy Code, 2016.

19. FAILURE TO IMPLEMENT ANY CORPORATE ACTION

During the year under review there was no failure to implement any corporate action and the Corporate Action related to issuance and allotment of 9,64,40,000 Equity Shares at Rs. 10/- were done successfully.

20. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9, as required under Section 92 of the Companies Act, 2013 is included in this report as "Annexure 1.

21. VISHAKA COMMITTEE

Pursuant to requirement under Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder, the Internal Complaint Committee of the Company was constituted by the Board in their meeting held on 31.03.2018. The constitution of Committee is as under:

Sr. No.	Name of Person	Category	Chairperson / Member
1	Smt, Rachna Gaur	Chief Financial Officer, ISCDL	Presiding Officer
2	Shri Sunil Dubey	Executive Engineer (Electrical), ISCDL	Member
3	Smt. Rashmi Chaudhari	Communication (IEC/BCC) Expert, ISCDL	Member



4	Smt. Reeta Lahiri	Non-Governmental Organizations Member	Member

Two meetings of Internal Complaint Committee were duly held on 01.06.2018 on 01.12.2018.

22. VOTING RIGHTS OF EMPLOYEES

During the year under review the company has not given loan to any employee for purchase of its own shares as per section 67 (3) (c) of Companies Act, 2013. Therefore the company not required to made disclosure as per rule 6 (4) of Companies (Share Capital and Debentures) Rules, 2014.

23. SHIFTING OF REGISTERED OFFICE WITHIN THE CITY

The registered office of the Company had been shifted from "Palika Plaza, Shop No. 107-109, M.T.H. Compound, Smart City Office, Indore" to "Smart City Office, Nehru Park Campus, Indore, 452003, M.P." w.e.f. 30.09.2017.

24. ACKNOWLEDGEMENT

Your Directors are also thankful to the Members of the Company for their faith and confidence in the Management of the Company.

Place: Indore

Date: 20.12. 2018

For & on behalf of Board of Directors of Indore Smart City Development Limited

ASHEESII SINGH

Executive Director

DIN: 07636828

NISHANT WARWADE

Chairman

DIN: 05340409



FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31/03/2018

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:

	112010111111111111111111111111111111111			
1	CIN	U75100MP2016SGC035528		
2.	Registration Date	11/03/2016		
3.	Name of the Company	Indore Smart City Development Limited		
4.	Category/Sub-category of the Company	Company limited by share/ State Government Company		
5,	Address of the Registered office & contact details	Smart City Office, Nehru Park Campus, Indore MP, 452003 IN Email Id: smartcityindore16@gmail.com Contact: 0731-2535572		
6.	Whether listed company	No		
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable		

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
-	-		25

III. PARTICULAR OF HOLDING, SUBSIDARY ANS ASSOCIATE COMPANIES- Company not having any holding/ Subsidiary/ Joint Venture/ Associate

S. NO.	Name And Address Of The Company	CIN/GLN	Holding /Subsidiary/ Associate	% OF SHARE HELD	APPLICABLE SECTION
1,::	Nil	Nil	Nil	Nil	Nil

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)-

i) CATEGORY-WISE SHARE HOLDING

	No. of	Shares held at the beginning of the year [As on 01-April-2017]			No. of Shares held at the end of the year [As on 31- March-2018]				% Chang
Category of Shareholders	Demat	Physical	Total	% of Total Shares	De ma t	Physical	Total	% of Total Shares	during the year
A. Promoter(s)						14			
(1) Indian									
a) Individual/ HUF	(20)	50	50	0.00		50	50	0.00	Nil
b) Central Govt	(m)(i)		100	-				
c) State Govt (s)	(=)	51779990	51779990	50.00	-	9,99,99,990	9,99,99,990	50.00	Nit

A

P

d) Bodies Corp.	:=:		-	La .	=			1 .	
e) Banks / FI	120		9			(e.	200		
f) Any other (Local body)	•	51779960	51779960	50.00	-	9,99,99,960	9,99,99,960	50.00	Nil
Sub-total (A) (1):-	Nil	103560000	103560000	100.00	-	20,00,00,000	20,00,00,000	100.00	Nil
(2) Foreign		3)	-	0.55		3.93		-	
a) NRIs- Individuals	=	*	5	NE.		(8)	1.01		
b) Other- Individuals	(#)		826	•					•
c) Bodies Corp.	-	•	200	E 2)		•	(a)	- 4	
d) Banks/FI			- 1	120	71	:=	(9)	-	+
e) Any other		ia.	8#8	(*)	*			:2:	-
Sub total (A) (2):-	*	-	3.45	540	-	12	3	(-)	-
Total Shareholding of Promoters (A) = (A) (1) + (A) (2)	Nil	103560000	103560000	100.00		20,00,00,000	20,00,00,000	00.001	Nil
B. Public Shareholding	×	-	380	-	12	-	-	÷.,	0.52
1. Institutions	ш	4	= 1	1	•	77	7.		1941
a) Mutual Funds	*	-	GC I	=	(4)	2	-		
b) Banks / FI	7.	-	æ			*	¥	:=	100
c) Central Govt	¥	72	3		-	-			*
d) State Govt(s)	=	100	*	÷	=1	27		-	
e) Venture Capital Funds	15	8.5	in .	*	(+):	-	-		227
f) Insurance Companies	(3)	125	8	*	(e):	1,60	596		227
g) Flis	74E		-	ě	-	_ (E)	(*)	*	
h) Foreign Venture Capital Funds	S = 3	;≛;	•	*	-	941	1-2	-	i i
i) Others (specify)	-	(a)	*			*		-	-
Sub-total (B)(1):-	3.82	(4)	*		*	*		12	- 2
2. Non-Institutions	:21	.=0		(()	*	965			_
a) Bodies Corp.	•	•	-	82.	-	(*)	:=::	(#)	
N. I. C.			()		-		- 1	740	E
i) Indian ii) Overseas	-	3	.c	•		•	*	.*	+
b) Individuals	-		((#)	(2)	-	-	•	•	
i) Individual shareholders		3		.8\	*	-	-		•
holding nominal share capital upto Rs. I lakh	: =	-	(4)	(4)	-	2	Ψ.	30	æ
ii) Individual shareholders holding nominal share capital in excess of Rs I lakh	-	*	-	-	: *	2 5	=	·	
c) Others (specify)	<u> </u>	•		77		Fi .	Ħ	-	
Sub-total (B)(2):-					2 .		-		20





Grand Total (A+B+C)	Nil	103560000	103560000	100.00) E (20,00,00,000	20,00,00,000	100.00	Nil
C. Shares held by Custodian for GDRs & ADRs	(18)	720	-	-	- 90	/ +	y -	*	:•:
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3.50	::::::::::::::::::::::::::::::::::::::	-	-	158	•	75	-	(#o

^{*}Note: 50 shares held by Individuals are held in the capacity of State Government and Local body.

ii) SHAREHOLDING OF PROMOTER -

	Shareholder's Name	Shareholding	g at the begi year	nni ng of the	Shareholding	of the year	% change	
SN		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	in share- holding during the year
l	*Shri Parikipandla Narahari	10	0.00	(*)	3.00	-	K-	
2	*Shri Nishant Warwade	1	2	-	10	0.00	(#)	91
3	Indore Municipal Corporation	5,17,79,960	50.00	3€0	9,99,99,960	50.00	(a)	(#)
4	*Shri Rohan Saxena	10	0.00	(#V)	10	0.00		-
5	*Shri Rakesh Singh	10	0.00	140	•	-		27
6	*Shri Gautam Singh	-	-		10	0.00		-
7	*Shri Rajesh Nagal	10	0.00		10	0.00	-	-
4	Madhya Pradesh Urban Development Co. Limited	5,17,79,990	50.00		9,99,99,990	50.00	-	14
5	**Dr. Manju Sharma	10	0.00		10	0.00		=

iii) CHANGE IN PROMOTERS' SHAREHOLDING (please specify, if there is no change)

		Shareholding at th	e beginning of the	Cumulative Shareholding during the year		
SN	Particulars	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1.	*Shri Parikipandla Narahari					
	At the beginning of the year	10	0.00	10	0.00	
	Transferred on 16.11.2017	(10)	(0.00)	0	0.00	
	At the end of the year	0	0.00	0	0.00	
2	*Shri Nishant Warwade		r.			
	At the beginning of the year	0	0.00	0	0.00	
	Acquired through Transfer on 16.11.2017	10	0.00	10	0.00	





^{*}Shares are held in the capacity of Nominee of Indore Municipal Corporation
** Shares are held in the capacity of Nominee of Madhya Pradesh Urban Development Co. Limited

	At the end of the year	10	0.00	10	0.00
3.	Indore Municipal Corporation			-	
	At the beginning of the year	5,17,79,960	50.00	5,17,79,960	50.00
	Allotment dated 31.03.2018	4,82,20,000	0.00	9,99,99,960	0.00
	At the end of the year	9,99,99,960	50.00	9,99,99,960	50.00
4.	*Shri Rohan Saxena				
	At the beginning of the year	10	0.00	10	0.00
	Transactions During the Year	940	-	10	0.00
	At the end of the year	10	0.00	10	0.00
5.	*Shri Rakesh Singh			2	
	At the beginning of the year	10	0.00	10	0.00
	Transferred on 16.11.2017	(10)	(0.00)	0	0
	At the end of the year	0	0.00	0	0.00
6.	*Shri Gautam Singh				
	At the beginning of the year	0	0.00	0	0.00
	Acquired through Transfer on 16.11.2017	10	0.00	10	0.00
	At the end of the year	10	0.00	10	0.00
7,	*Shri Rajesh Nagal				
	At the beginning of the year	10	0.00	10	0.00
	Transactions During the Year	•	-	10	0.00
	At the end of the year	10	0.00	10	0.00
8.	Madhya Pradesh Urban Development Co. Limited				
	At the beginning of the year	5,17,79,990	50.00	5,17,79,990	50.00
	Allotment dated 31.03.2018	4,82,20,000	0.00	9,99,99,990	0.00
	At the end of the year	9,99,99,990	50.00	9,99,99,990	50.00
9.	**Dr, Manju Sharma				
	At the beginning of the year	10	0.00	10	0.00
	Transactions During the Year	-	7.0	10	0.00
	At the end of the year	10	0,00	10	0.00

^{*}Shares are held in the Capacity of Nominee of Indore Municipal Corporation



** Shares are held in the Capacity of Nominee of Madhya Pradesh Urban Development Co Limited. iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS: NA (Other than Directors, Promoters and Holders of GDRs and ADRs):-

SN	For each of the Top 10	_	et the beginning e year	Cumulative Shareholding during the year		
	Shareholders	No. of shares	% of total shares of the company	No. of shares	. % of total shares of the company	
	At the beginning of the year	•	: = :			
	Transactions During the Year	-	•	Ē	-	
	At the end of the year	(**)	-	¥	<i>)</i>	

v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

	Shareholding of each Directors and each Key		at the beginning e year	Cumulative Shareholding during the year		
SN	Managerial Personnel	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1.	Shri Parikipandla Narahari (1)					
	At the beginning of the year	10	0.00	10	0.00	
	Transferred on 16.11.2017	(10)	(0.00)	0	0.00	
	At the end of the year	0	0.00	0	0.00	
2.	Shri Nishant Warwade (2)					
	At the beginning of the year	0	0.00	0	0.00	
	Acquired through Transfer on 16.11.2017	10	0.00	10	0.00	
	At the end of the year	10	0.00	10	0.00	
3.	Shri Manish Singh					
	At the beginning of the year	2	-	•	.	
	Transactions During the Year	2:	32		•	
	At the end of the year	:=:	##			
4.	Shrì Kumar Vinay Pratap (3)					
	At the beginning of the year	•	-	-	æ	
	Transactions During the Year		•	#	*	
	At the end of the year	1=	2 14	-	i i	
5.	Shri Ashwini Kumar (4)					
	At the beginning of the year		(4)		*	



	Transactions During the Year	Œ.	U.E.	•	
	At the end of the year	Y=	(B)	-	
6.	Shri Surendra Singh Rajpoot				
	At the beginning of the year	9#3	-	-	-
	Transactions During the Year	1.5	-		.50
	At the end of the year	9	•	-	
7.	Shri Mohit Bundas (5)				-
	At the beginning of the year	3 = 3	-	4	X.
	Transactions During the Year		-	-	-
	At the end of the year	-	:=	-	-
8.	Dr. Manju Sharma (6)				
	At the beginning of the year	10	0.00	10	0.00
	Transactions During the Year	-	544	10	0.00
	At the end of the year	10	0.00	10	0.00
9.	Shri Rakesh Singh (7)				
	At the beginning of the year	10	0.00	10	0.00
	Transferred on 16.11.2017	(10)	(0.00)	0	0.00
	At the end of the year	0	0.00	0	0.00
10.	Shri Gautam Singh (8)				
	At the beginning of the year	0	0.00	0	0.00
	Acquired through Transfer on 16.11.2017	10	0,00	10	0.00
	At the end of the year	10	0.00	10	0.00
11.	Shri Rajesh Nagal (9)				
	At the beginning of the year	10	0.00	10	0.00
	Transactions During the Year		-	10	0.00
	At the end of the year	10	0.00	10	0.00
12.	Shri Gajra Mehta		3+31		
	At the beginning of the year		<u> </u>	•	•
	Transactions During the Year		#.	•) ± (



	At the end of the year	坦	-	S#:	[#]
13.	Shri Krishna Kumar Songaria				
	At the beginning of the year	<u> </u>	-	•	
	Transactions During the Year	_	<u></u>	:•:	-
	At the end of the year	-		•	
14.	Shri Shankar Yadav				
	At the beginning of the year			-	*
	Transactions During the Year		19.0		1/2
	At the end of the year	*	-		0.41
15.	Prof. Rishikesha Thiruvenkata Krishnan (10)				
	At the beginning of the year		9	÷	e
	Transactions During the Year	i t	-	-	Y20
	At the end of the year	8	7		(#)!
16.	Shri Rohan Saxena (11)				
	At the beginning of the year	10	0.00	10	0.00
	Transactions During the Year	140	-	10	0.00
	At the end of the year	10	0.00	10	0.00
17.	Shri Anurag Kumar Saxena (12)				
	At the beginning of the year	20		-	
	Transactions During the Year	143	-		5
	At the end of the year	(*):	-	ш	
18.	Smt. Rachna Gaur (13)				
	At the beginning of the year	a	:=	-	(E)
	Transactions During the Year	₩		8.00	(*)
	At the end of the year	<u>u</u>	_		•

Note:

- (1) Ceases to hold Directorship w.e.f. 18.09.2017 and Shares were held in the capacity of Nominee of IMC
- (2) Joined the Board as Nominee Director w.e.f. 18.09,2017 and Shares are held in the capacity of Nominee of IMC
- (3) Ceases to hold Directorship w.e.f. 14.09.2017
- (4) Joined the Board as Nominee Director w.e.f. 14.09.2017
- (5) Joined the Board as Nominee Director w.e.f. 23.06.2017 and ceases to hold Directorship w.e.f. 18.12.2017
- (6) Joined the Board as Nominee Director w.e.f. 18.12.2017 and Shares are held in the capacity of Nominee of MPUDCL
- (7) Ceases to hold Directorship w.e.f. 18.09.2017 and Shares were held in the capacity of Nominee of IMC
- (8) Joined the Board as Nominee Director w.e.f. 20.12.2017 and Shares are held in the capacity of Nominee of IMC
- (9) Shares are held in the capacity of Nominee of IMC
- (10) Joined the Board as Independent Director w.e.f. 12.05.2017



- (11) Chief Executive Officer
- (12) Company Secretary
 (13) Chief Financial Officer
- Vi) INDEBTEDNESS Indebtedness of the Company including interest outstanding/accrued but not due for payment.-

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				> - V
i) Principal Amount	(+	•	3 .	
ii) Interest due but not paid			5.	
iii) Interest accrued but not due	£		-	.K.E
Total (i+ii+iii)		æ	(±),	2
Change in Indebtedness during the financial year				
 Addition 		*	#/	a
• Reduction	٠,		:=0	
Net Change		<u>\$</u>	*1	<u>u</u>
Indebtedness at the end of the financial year				
i) Principal Amount	-		*:	-
ii) Interest due but not paid				
iii) Interest accrued but not due			20	
Total (i+ii+iii)	•	É	3	2

IV. REMUNERATION OF DIRECTORS AND KEY MANAGERAL PERSONNEL-

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:-NIL

021	D. d. A OD	Directo	ors	Total	
SN	Particulars of Remuneration			Amount	
	Gross salary	-	•	-	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	
18	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		¥1	-	
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	7	9		
2.	Stock Option	2.9)	220	•	
3	Sweat Equity	-	240	-	
4.	Commission - as % of profit - others, specify	-	: * ;	•	
5.	Others, please specify	-	W.C	•	



6.	Total (A)			- 1
7.	Ceiling as per the Act	14	-	-

B. REMUNERATION TO OTHER DIRECTORS - NIL

SN	Particulars of Remuneration	Name of	Total Amount	
7.1	v an organiza of Premindel Sticki	i i	-	
I	Independent Directors	Nil	Nil	Nil
F	Fee for attending board committee meetings	Nil	Nil	Nil
1.	Commission	Nil	Nil	Nil
C	Others, please specify	Nil	Nil	Nil
1	Fotal (1)	Nil	Nil	Nil
C	Other Non-Executive Directors	Nit	Nil	Nil
2. F	Pee for attending board committee meetings	Nil	Nil	- Nil
	Commission	Nil	Nil	Nil
C	Others, please specify	Nil	Nil	Nil
3. T	Cotal (2)	Nil	Nil	Nil
4, T	otal (B)=(1+2)	Nit	Nil	Nil
5. T	otal Managerial Remuneration	Nil	Nil	Nil
6. O	overall Ceiling as per the Act	Nil	Nil	Nil

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

SN	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CS	CFO	Total	
		Rohan Saxena	Anurag Kumar Saxena	Rachna Gaur		
	Gross salary	Nil	703950	424667	1128617	
1 _ĝ	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	703950	424667	1128617	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil	
2.	Stock Option	Nil	Nil	Nil	Nil	
3.	Sweat Equity	Nil	Nil	Nil	Nil	
4.	Commission	Nil	Nil	Nil	Nil	
	- as % of profit	Nil	Nil	Nil	Nil	
	others, specify	Nil	Nil	Nil	Nil	
5.	Others, please specify	Nil	Nil	Nil	Nil	
	Total	Nil	703950	424997	1128617	



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:- NIL

Туре	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. COMP	PANY		90
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
		B. DIREC	TORS	11	
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
	C. 01	HER OFFICE	RS IN DEFAULT		
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Place: Indore

Date: 20.12, 2018

For & on behalf of Board of Directors of Indore Smart City Development Limited

ASHEESH SINGH

Executive Director DIN: 07636828

ctor Chairman
DIN: 05340409

D114: 05540405

NISHANT WARWADE

A

he_

Company Secretaries

Swati Tripathi B.Com., F.C.S. Pratik Tripathi B.Sc., A.C.A., F.C.S.

306, Manas Bhawan Extn, 11, RNT Marg, Indore, (M.P.), India Tel: +91 731 4043080, 4043089 Cell: +91 98272 34275

E-mail: tripathi.pratik@gmail.com Web: www.pstripathi.com

Form No. MR-3

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,
Indore Smart City Development Limited,
Indore

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Indore Smart City Development Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of **Indore Smart City Development Limited**'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 ended on 31st March, 2018, has 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:

- 1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Indore Smart City Development Limited for the period ended on 31st March, 2018 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 (Not applicable to the Company during the Audit Period);
 - (iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings, (no such transactions reported);

.S. Tripathi & Associates

ompany Secretaries

Indore Smart City Development Limited Secretarial Audit Report for FY 2017-18

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- (Not applicable to the Company during the Audit Period)
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period);
- (vi) Other Laws specifically applicable to the Company, as informed by management:- NIL

2. We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review, the Company has materially complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to followings:-

- a. Company was having only one independent Director during the FY 2017-18 against the two independent Directors required as per section 149 of the Act, but on 12.11.2018 one more independent Director has been appointed after closure of Financial Year.
- b. Company has not constituted Nomination and Remuneration Committee consisting majority of Independent Directors. This is non compliance of section 149, 177 and 178 of the Companies Act 2013. Audit committee also does not have majority of Independent Director as required under the Act.

c. Company has not constituted various other committees as mentioned in clause no. 12.15 Articles of Association of the Company.

INDORE

S. Tripathi & Associates ompany Secretaries

Indore Smart City Development Limited Secretarial Audit Report for FY 2017-18

3. We further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or with shorter period, wherever required, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever exist.

- 4. 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.
- 5. We further report that during the audit period the company has issued and allotted equity Shares on right issue basis.

For P.S. Tripathi & Associates Company Secretaries AND 18 ASS

> ratik Tripati Partner

C.P. No. 5358

Place: Indore Date: 20/12/2018

Note: This report is to be read with Annexure to Secretarial Audit Report of even date which is annexed with this report and forms an integral part of this report.



ompany Secretaries

Indore Smart City Development Limited Secretarial Audit Report for FY 2017-18

Annexure to Secretarial Audit Report

To,
The Members,
Indore Smart City Development Limited
Indore

Our report for FY 2017-18 of even date is to be read along with this letter.

- 1. Maintenances of secretarial records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion. Our report is based on said secretarial records.
- 3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4. The compliance of the provisions of corporate and other specifically applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis. We have not gone through the laws which are general in nature and applicable to the Company.
- 5. 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.
- 6. Where ever required, we have obtained the management representation and declaration about the compliance of laws, rules and regulation and happening of events etc.

ratik Trip

For P.S. Tripathi & Associates Company Secretaries ASSOC

C.P. No. 5358

Place: Indore Date: 20/12/2018



INDORE SMART CITY DEVELOPMENT LTD.

CIN: U75100MP2016SGC035528

FINANCIAL STATEMENTS
AS ON 31.03.2018





125-126, Sunrise Tower 579, M.G. Road, INDORE-452 001 Phone: 0731-2539821, 4049821 agrawals_indore@yahoo.com

INDEPENDENT AUDITOR'S REPORT

To the Members of Indore Smart City Development Limited, Indore

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **Indore Smart City Development Limited** ("the Company"), which comprise the balance sheet as at 31stMarch, 2018, the statement of profit and loss (including other comprehensive income), the statement of cash flows 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 Ind AS Financial Statements

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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

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 judgements 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

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.

We conducted our audit of the Ind AS financial statements 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 the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Company's preparation of the Ind AS 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 appropriate responsible 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 Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 the Ind AS, of the state of affairs of the Company as at 31st March, 2018, its losses (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A" a statement on the matters specified in the paragraphs 3 and 4 of the said 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, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.
 - (e) According to the information provided to us the provisions of section 164(2) regarding non appointment of disqualified directors are not applicable to the Company because of exemption granted to it by way of notification dated 5th June 2015 bearing no. as F. No. 1/2/2014-CL-V issued by Ministry of Corporate Affairs.
 - (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" 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact, if any, of pending litigations on its financial position in its Ind AS financial statements Refer Note-2.3 to the Ind AS financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long term long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place: Indore

Dated: 20/12/2018

For Gupta & Ashok Chartered Accountants

Firm Regn. No. 0022545(A&AS

CA Ashok Agrawal

(Partner)

M.No. 071274

ANNEXURE -A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2018, we report that:

- (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All these fixed assets have been physically verified by the management at reasonable intervals during the year. No material discrepancies were noticed on such verification.
 - (c) The Company holds no immovable properties.
- (ii) (a) As the Company has no inventory at any time during the year, the requirement for physical verification of inventory is not applicable to the Company. Therefore subclause (b) of clause (ii) of Paragraph 3 of the Order is not applicable.
- (iii) (a) The company did not give any loan, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act. Therefore, sub-clause (a), (b) and (c) of clause (iii) of paragraph 3 of the Order are not applicable.
- (iv) In our opinion and according to explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) According to the information and explanations given to us and on the basis of our checking during the course of audit, the company has not accepted any deposits.
- (vi) the Central Government has not specified maintenance of the cost records under sub-section (1) of section 148 of the Companies Act.
- (vii) (a) According to the information and explanation given to us, the company is regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues to the appropriate authorities. There was no such outstanding as at the last day of the financial year concerned for a period of more than six months from the date they became payable except for —

Sr. No.	Nature of Dues	Financial year	Amount unpaid which is outstanding as at the last day of financial year for a period of more than six months from the date they become payable		
1	Labour Cess Payable	2017-2018	Rs. 19,92,323		
2	Commercial Tax	2017-2018	Rs. 1,32,386		
3	Professional Tax	2017-2018	Rs. 2,500		



- (b) According to information and explanations given to us, there are no dues of income tax, wealth tax, service tax, custom duty, excise duty and cess which have not been deposited on account of any dispute.
- (viii) In our opinion and according to information and explanations given to us, the company has not obtained any loan from financial institutions, banks, government or any other person. Therefore, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company has not raised any money by way of initial public offer, further public offer or term loan. Therefore, paragraph 3(ix) of the Order is not applicable.
- (x) Based upon audit procedures performed and according to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with requisite approvals mandated by provisions of section 197 read with Schedule V to the Companies Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any transactions with the related parties. Accordingly, the clause (xiii) of the order are not applicable.
- (xiv) According to information and explanations given to us and based on our examination of the records of the Company, the company has not made preferential allotment / private placement of shares or fully or partly convertible debentures during the year. The requirement of section 42 of the Companies Act have been complied with and the amounts raised have been used for the purpose for which the funds were raised.
- (xv) According to information and explanations given to us and based on our examination of the records of the Company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: Indore

Dated: 20/12/2018

For Gupta & Ashok
Chartered Accounts

FRNo. 022540

MOORE

(CA Ashok Agrawat)

Partner

M.No. 071274

Annexure "B" to the Independent Auditors' Report

(Referred to in Paragraph 1(f) under 'Report on Other Legal and Regulatory requirements' of our report on even date)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls over financial reporting of the Company as of March 31, 2018 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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.

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 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Place: Indore

Dated: 20/12/2018

For Gupta & Ashok Chartered Accountants

FRNo. 02254C

(CA Ashok Ag

Partner

M.No. 071274





125-126, Sunrise Tower 579, M.G. Road, INDORE-452 001 Phone: 0731-2539821, 4049821 agrawals_indore@yahoo.com

REPORT UNDER SECTION 143(5) OF THE COMPANIES ACT 2013 OF **Indore Smart** City Development Limited, INDORE

Reference: CAG Letter No./CA. V/COY/MADHYA PRADESH, ISCDL (1) /1052 DATED: 18/08/2016

We have examined the books of accounts of INDORE SMART CITY DEVELOPMENT LIMITED, Indore for the year ended 31st March 2018 and as per the information and explanation given to us, we submit our report under section 143(5) of the Companies Act , 2013 as under : -

- 1. Whether the company has clear title/lease deeds for freehold and leasehold land respectively? If not please state the area of freehold and leasehold land for which title/lease deeds are not available.
- 2. Whether there are any cases of waiver/ write off of debts/loans/interest etc., if yes, the reasons there for and the amount involved.
- 3. Whether proper records are maintained for inventories lying with third parties & assets received as gift/grant(s) from Government or other authorities.

The Company does not hold any freehold or leasehold land.

There are no cases of waiver / write off of debts / loans/ interest etc.

Some assets of the Company are lying with / in possession of Indore Municipal Corporation. Proper records are maintained for inventories / assets lying with third parties.

Date: 20/12/2018 Place: Indore

For Gupta & Ashok **Chartered Accountants** FRN: 02254C

CA Ashok Agrawa (Partner)

M. No.: 071274

INDORE SMART CITY DEVELOPMENT LTD.

CIN: - U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

Website: www.smartcityindore.org, ph No. 0731-2535572; E mail: smartcityindore16@gmail.com BALANCE SHEET AS AT 31 MARCH, 2018

			31 MARCH, 2018	₹ (In Rupees)
Particula	A.E.O.	Note	As at	As at
rai (icuia	113	Noce	March 31, 2018	March 31, 2017
ASSETS		1 1		
1 NON C	CURRENT ASSETS	1 1		470 44 800
(a)	Property Plant and Equipment	4	2765,30,529	470,44,903
(b)	Capital Work in Progress	5	9060,64,052	1851,63,810
(c)	Financial Assets	1 1		
	(i) Others Financial Assets	6	15703,82,576	21347,77,140
(d)	Deferred Tax Assets	7		52,11,858
			27529,77,157	23721,97,711
2 CURR	ENT ASSETS			
(a)	Financial Assets	1		
	(i) Cash and Cash Equivalents	8	14512,19,638	8078,96,995
(b)	Other Current Assets	9	2162,03,100	741,12,680
			16674,22,738	8820,09,675
	TOTAL ASSETS		44203,99,895	32542,07,386
EQUITY	AND LIABILITIES			
Equity			_	
(a)	Equity Share Capital	10	20000,00,000	10356,00,000
(p)	Other Equity	11	(99,99,964)	52,11,858
			19900,00,036	10408,11,858
LIABILI'				
1 NON	CURRENT LIABILITIES			
(a)	Government Grants for Project	1 1		161
	Expenditure	12	21180,30,348	19563,12,551
(b)	Other Non Current Liabilities	13	132,40,160	5,84,334
(c)	Deferred Tax Liability	7	99,99,964	
			21412,70,472	19568,96,885
2 CHRR	ENT LIABILITIES			
(a)	Other Current Liabilities	14	2521,05,753	2340,31,796
(b)	Government Grants for A & OE	1 1	2021,00,700	20.0,02,00
(0)	Expenditure	15	370,23,634	224,66,847
	Experiment	13	2891,29,387	2564,98,643
	TOTAL EQUITY AND LIABILITIES		44203,99,895	32542,07,386
_	ant Accounting Policies and Notes on all Statements	1 to 33		

As per our report of Even Date

For Gupta & Ashok Chartered Accountants Firm Reg. No 002254C

CA. Ashok Agrawal

Partner M.No. 071274

PLACE: Indore 20.12.2018



For and behalf of the Board of Directors

[Nishant Warwade] Chairman DIN. 05340409

[CA. Rachna Gaur] Chief Financial Officer M No.410808 [Asheesh Singh]
Executive Director
DIN.07636828



ICS Apurag Kuma

[CS.Anurag Kumar Saxena] Company Secretary F.8115

INDORE SMART CITY DEVELOPMENT LTD. CIN: U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

Website: www.smartcityindore.org, ph No. 0731-2535572; E mail: smartcityindore16@gmail.com PROFIT & LOSS STATEMENT FOR YEAR ENDING AS ON 31 MARCH, 2018

₹ (In Rupees)

			(In Rupees)
Particulars	Note	For the year ended	For the year ended 31.03.2017
Income			0.10.000
Revenue From Operations	16	73,18,681	9,10,000
Other Income	17	1085,59,052	775,33,153
Total income (A)		1158,77,733	784,43,153
Expenses			
Employee benefit expense	18	104,22,183	18,45,137
Finance Costs	19	57,484	175
Other Expenses	20	924,79,148	827,60,030
Total expenses before Depreciation & Project Exp			
(B)		1029,58,815	846,05,342
Add:			
a) Project Expenditure (Revenue nature)	21	141,03,183	3
b) Depreciation and amortization expense			
i. Towards Administrative Assets	4	14,21,946	1,61,108
ii. Towards Projects Assets	4	90,12,656	5,59,316
II. Towards Projects Associs		245,37,785	7,20,424
Profit/(loss) before tax (C=A-)B		(116,18,867)	(68,82,613)
Tax expense		(110,10,001)	
(1) Current tax		2	i = :
(2) Deferred tax	7	152,11,821	(52,11,858)
Total Tax (F)		152,11,821	(52,11,858)
Profit/(Loss) for the year from continuing			
operations(E-F)		(268,30,688)	(16,70,755)
Profit/(Loss) from discontinued operations			
Profit/(loss) for the period		(268,30,688)	(16,70,755)
Other comprehensive income	22		
A (i) Items that will not be reclassified to profit			
or loss		St	
B (i) Items that will be reclassified to profit			· ·
or loss		116,18,867	68,82,613
Total Other Comprehensive Income		116,18,867	68,82,613
Total Comprehensive Income for the period			
(Comprising Profit (Loss) and Other			
Comprehensive Income for the period)		(152,11,821)	52,11,858
•			
Earnings per equity share (for continuing operation):	25		
Basic		(0.08)	0.05
Diluted		(0.08)	0.05
Earnings per equity share (for discontinued			
operation):	25	12°	
Significant Accounting Policies and Notes on	1 to		
Financial Statements	33		

As per our report of Even Date

For Gupta & Ashok Chartered Accountants Firm Reg. No. 002254C

CA. Ashok Agrawal

Partner M .No. 071274

PLACE: Indore DATE: 20.12.2018



For and behalf of the Board of Directors

[Nishant Warwade] Chairman

DIN. 05340409

[CA.Rachna Gaur] Chief Financial Officer M No.410808 [Asheesh Singh] Executive Director

DIN.07636828

[CS.Anurag Ku Saxena] Company Secretary F.8115

INDOR

INDORE SMART CITY DEVELOPMENT LTD.

CIN:- U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Perk Compus, Indore, M.P. CASH FLOW STATEMENT

For the year ended 31st March, 2018

urticulars	Year ended March	31st 2018	Year ended 2017	31st March
Cash Flow from Operating Activities		2010	2011	
Profit / (Loas) before tax		(1,16,18,867)		(68,82,613
Adjustments for:	I.	(-,,,,		(00,02,010
Remeasurement of Defined Benefit Plans				
Depreciation & Amortisation	1,04,34,602		7,20,424	
Provision for Gratuity			848	
Provision for Leave Encashment	546		327	
Miscelleneous Balances Written off	~		7 = 0	
Interest Expense	953		(30)	
Other Income	(10,85,59,052)		(7,75,33,153)	
Other Comprehensive income	1,16,18,867		68,82,613	
		(8,65,05,583)		(6,99,30,11)
Operating Profit before Working Capital				
Changes		(9,81,24,450)		(7,68,12,72
Adjustments for:				
Trade Receivables	₩		1993	
Other financial assets				
Other Bank Balances	56,96,00,000		(2,12,90,00,000)	
Inventories	30,100,000		(2,12,50,00,000)	
Other Current Assets	(14,20,90,420)		(7,41,12,680)	
Trade Payables	(a)		(1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1	
Other Current Liabilities	1,80,73,957		23,40,31,796	
Other Non Current Liability	1,26,55,826		5,84,334	
Movement in deposits	350	45,82,39,364	(#X	(1,96,84,96,55
Net Cash generated from / (used) in Operating Activities(before tax)		25 21 14 214		
Taxes (Paid) / Refund (net)		36,01,14,914		(2,04,53,09,27
Net Cash generated from / (used) in Operating Activities		36,01,14,914		(2,04,53,09,279
Cash Flow from Investing Activities Interest Received				
(Purchase)/ Sale of Tangible Assets (Net) Movement in Loans and Advances	(96,08,20,471) (52,05,436)		(23,29,29,137) (57,77,140)	
Net Cash generated from / (used in)	1		-	
Investing Activities		(96,60,25,907)		(23,87,06,27
Cash Flow from Financing Activities				
Grant Received	1,00,00,00,000		2,96,00,00,000	
Interest received on Grant	24,92,33,636	X	13,19,12,551	
Repayment of Long Term Loans	61 (80)		,,	
Repayment of Unpaid Matured Debentures	90		-	
Movement in Long Term Provisions	(40)		12	
Proceeds from Short Term Loans	(a)		2	
Net Cash generated from / (used in)				
Financing Activities		1,24,92,33,636		3,09,19,12,55
Net increase / (decrease) in Cash and Cash Equivalents (A+B+C)		64,33,22,642		80,78,96,99
			-	
Opening Balance of Cash and Cash				
Equivalents		80,78,96,995	1	5
Closing Balance of Cash and Cash			34	
Equivalents Net increase / (decrease) in Cash and Cash		1,45,12,19,638		80,78,96,99

As per our report of Even Date

For Gupta & Ashok Chartered Accountants Firm Reg. No. 002254C

CA. Ashok Agrawal Partner M.No. 071274

PLACE: Indore DATE; 20.12,2018 For and behalf of the Board of Directors

Mishant Warwade Chairman DIN. 05340409

[Rachna Gaur] Chief Financial Officer M No.410808

[Asheesh Singh] Executive Director DIN.07636828

[Anurag Kumar Saxena] Company Secretary F.8115



STATEMENT OF CHANGES IN EQUITY Statement of Changes in Equity for the period ended 31st March 2018

A. Equity Share Capital	₹ (In Rupees)
Particulars	Amount
Balance at April 1, 2016	¥
Changes in equity share capital during the year	1,03,56,00,000
Balance at March 31, 2017	1,03,56,00,000
Changes in equity share capital during the year	96,44,00,000
Balance at March 31, 2018	2,00,00,00,000

B. Other Equity		
R.	Reserve & Surplus	₹ (In Rupees)
Particulars	Retained Earnings	Total
Balance at the beginning of reporting period 1st April,		
2016	<u> </u>	<u> </u>
Total comprehensive Income for the FY 2016-2017	(16,70,755)	(16,70,755)
Other Comprehensive Income for the FY 2016-2017	68,82,613	68,82,613
Balance at the end of reporting period 31st March		
2017	52,11,858	52,11,858
Valuation adjustment-Deemed capital contribution		-
Total comprehensive Income for the FY 2017-2018	(2,68,30,688)	(2,68,30,688)
Other Comprehensive Income for the FY 2017-2018	1,16,18,867	1,16,18,867
Balance at the end of reporting period 31st March 2017	(99,99,964)	(99,99,964)

As per our report of Even Date

For Gupta & Ashok Chartered Accountants Firm Reg. No. 002254C

CA. Ashok Agrawal Partner M.No. 071274

PLACE: Indore DATE: 20.12.2018 CHARACTON AS ACCOUNTS

For and behalf of the Board of Directors

[Nishant Warwade] Chairman DIN, 05340409

[Rachna Gaur] Chief Financial Officer M No.410808 [Asheesh Singh] Executive Director DIN.07636828

[Anurag Kumar Saxena] Company Secretary F.8115

INDORE SMART CITY DEVELOPMENT LTD. CIN: - U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

Significant Accounting Policies

CORPORATE INFORMATION

Indore Smart City Development Limited (the "Company") was incorporated in India on 11th March, 2016. It is a Special Purpose Vehicle (SPV) created for the implementation of the "Smarty City Mission" at the Indore city. The SPV will plan, appraise, approve, release funds, implement, manage, operate, monitor and evaluate the smart city development project as per the Mission Statement & Guideline issued by Ministry of Urban Development Government of India.

2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION AND PRESENTATION

The standalone financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities

The financial statements of the Company have been prepared to comply with the Indian Accounting standards (Ind AS), including the rules notified under the relevant provisions of the Companies Act, 2013. Upto the year ended March 31, 2017, the Company has prepared its financial statements in accordance with the requirement of Indian Generally Accepted Accounting Principles (GAAP), which include Standards notified under the Companies (Accounting Standards) Rules, 2006 and considered as "Previous GAAP". These financial statements are the Company's first Ind AS standalone financial statements. Company's financial statements are presented in Indian Rupees (INR), which is also its functional currency.

2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Property, Plant and Equipment (PPE)

- i) Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.
- ii) 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 entity and the cost can be measured reliably. In the carrying amount of an item of PPE, the cost of replacing the part of such an item is recognized when that cost is incurred if the recognition criteria are met. The carrying amount of those parts that are replaced is derecognized in accordance with the derecognition principles.
- iii) Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre operative expenses and disclosed under Capital Work in Progress.
- iv) Depreciation on property, plant and equipment is provided using straight line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.
 Each part of an item of Property, Plant & Equipment with a cost that is significant in relation to total cost of the Machine is depreciated separately, if its useful life is different than the life of the Machine.
- v) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.
- vi) Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.
- vii) Spare parts procured along with the Plant & Machinery or subsequently which meet the recognition criteria are capitalized and added in the carrying amount of such item. The carrying amount of those spare parts that are replaced is derecognized when no future economic benefits are expected from their use or upon disposal. Other machinery spares are treated as "stores & spares" forming part of the inventory.

b) Leases

i) Leases are classified as finance leases whenever the terms of the lease, transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.





- ii) Leased assets: Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.
- iii) Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rentals are recognised as expenses in the periods in which they are incurred.
- iv) A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.
- v) Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

c) Intangible assets

- i) Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization /depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.
- ii) 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 entity and the cost can be measured reliably.
- iii) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised

d) Capital Work in Progress

- Expenditure incurred on assets under construction (including a project) is carried at cost under Capital Work in Progress. Such costs comprises purchase price of asset including import duties and non-refundable taxes after deducting trade discounts and rebates and costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- ii) Cost directly attributable to projects under construction include costs of employee benefits, expenditure in relation to survey and investigation activities of the projects, cost of site preparation, initial delivery and handling charges, installation and assembly costs, professional fees, expenditure on maintenance and up-gradation etc. of common public facilities, depreciation on assets used in construction of project, interest during construction and other costs if attributable to construction of projects. Such costs are accumulated under "Capital works in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects.
- iii) Capital Expenditure incurred for creation of facilities, over which the Company does not have control but the creation of which is essential principally for construction of the project is capitalized and carried under "Capital work in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects, keeping in view the "attributability" and the "Unit of Measure" concepts in Ind AS 16- "Property, Plant & Equipment". Expenditure of such nature incurred after completion of the project, is charged to Statement of Profit and Loss.

e) Finance Cost

- Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.
- ii) Interest income earned on the temporary investment of specific grants pending their expenditure on project assets is added to the grant itself.
- iii) All other borrowing costs are expensed in the period in which they occur.





f) Impairment of non-financial assets - property, plant and equipment and intangible assets

- i) The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.
- ii) An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time
- iii) The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

g) Provisions, Contingent Liabilities and Contingent Assets and Commitments

- i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Such provisions are determined based on management estimate of the amount required to settle the obligation at the balance sheet date. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a standalone asset only when the reimbursement is virtually certain.
- ii) If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.
- iii) Contingent liabilities are disclosed on the basis of judgment of management. These are reviewed at each balance sheet date are adjusted to reflect the current management estimate.
- iv) Contingent assets are not recognized but are disclosed in the financial statements when inflow of economic benefits is probable.

h) Income Taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the other comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

i) Employee Benefits Expense Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services,

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.





j) Revenue recognition

Revenue from operation is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Interest income

Interest income from a financial asset is recognised using effective interest rate (EIR) method.

k) Financial Intruments

Financial Assets

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

B. Subsequent measurement

Financial assets carried at amortised cost

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL.

C. Impairment of financial assets

In accordance with Ind AS 109, the Company uses Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);
 or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is

ii) Financial Liabilities

A. Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

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





l) Operating Cycle

The Company presents assets and liabilities in the balance sheet based on current / non-current classification based on operating cycle.

An asset is treated as current when it is:

- a. Expected to be realized or intended to be sold or consumed in normal operating cycle;
- b. Held primarily for the purpose of trading;
- c. Expected to be realized within twelve months after the reporting period, or
- d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- a. It is expected to be settled in normal operating cycle;
- b. It is held primarily for the purpose of trading;
- c. It is due to be settled within twelve months after the reporting period, or
- d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The company has identified twelve months as its operating cycle.

m) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a right issue to existing shareholders.

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

n) Statement of Cash Flows

- i) Cash and Cash equivalents
 - For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.
- ii) Statement of Cash Flows is prepared in accordance with the Indirect Method prescribed in the relevant Accounting Standard.

2.3 CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements in conformity with the Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

a) Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.





b) Provisions

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

c) Impairment of non-financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

d) Impairment of financial assets

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

el Recognition of Assistance from Holding Company

The Facilities given by the Holding Company have been recognised and estimations have been made in relation to the period of the assistance given, disocunting factor for such assistance and valuation of the assistance given.

f) Accounting of Long Term Security Deposits

Discounting factors while accounting for the Security Deposits have been made to bring them to their present value.

g) Estimation of Economic Benefits flowing from the Proeporty Plant and Equipments

Estimates for the future economic benefits have been made on the basis of various factors preveailing as on the date of Financial Statements.

2.4 First Time adoption of Ind AS

The Company has adopted Ind AS with effect from 1st April 2017 with comparatives being restated. As the First Financial Statements of the Company had been pepared for 2016-2017 FY only, accordingly their is no impact of transition. The figures for the previous period have been restated, regrouped and reclassified wherever required to comply with the requirement of Ind AS and Schedule III.





INDORE SMART CITY DEVELOPMENT LTD. CIN: U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.
First Time Ind AS Adoption Reconciliations

3.1 Reconciliation - Effect of Ind AS adoption on the Standalone Balance Sheet as at March 31, 2017

₹ (In Rupees)

### Balances Adjustments Transition to Ind AS ### Balance at ###				As at 31.0	03.2017	(in Rupces)
1 NON CURRENT ASSETS (a) Property Plant and Equipment 4,70,44,903 18,51,63,810 - 18,51,63,610 - 18,51,63,810 - 18,51,63,810 - 18,51,63,810 - 18,51,63,810 - 18,51,63,810 - 18,51,63,810 - 18,51,63,810 -	Particular	78		Reclassification Adjustments	Transition to Ind	As per Ind AS balance sheet
(a) Property Plant and Equipment (b) Capital Work in Progress (c) Financial Assets (i) Others Financial Assets (i) Others Financial Assets (i) Others Financial Assets (ii) Others Financial Assets (ii) Others Financial Assets (ii) Cash and Cash Equivalents (i) Cash and Cash Equivalents (i) Cash and Cash Equivalents (ii) Other Current Assets (ii) Other Current Assets (iii) Other Equity (iii) Other Expenditure (iii) Other Current Liabilities (iii) Other Current Liabilities (iii) Other Expenditure (ii	ASSETS					
(b) Capital Work in Progress (Financial Assets (i) Others Financial Assets (i) Cash and Cash Equivalents (ii) Cash and Cash Equivalents (ii) Cash and Cash Equivalents (iii) Cash and Cash	1 NON	CURRENT ASSETS				
(c) Financial Assets (i) Others Financial Assets (i) Others Financial Assets (i) Others Financial Assets (ii) Others Financial Assets 2,12,90,00,000 57,77,140 2,13,47,77,34,10,423 23,56,19,136 2,12,90,00,000 57,77,140 2,37,03,96,2 2 CURRENT ASSETS (a) Financial Assets (b) Other Current Assets 2,93,68,96,995 7,41,12,680 7,41,12,6	(a)	Property Plant and Equipment	4,70,44,903	•		4,70,44,903
(i) Others Financial Assets (d) Deferred Tax Assets 34,10,423 23,56,19,136 23,56,19,136 23,12,90,00,000 57,77,140 2,13,47,77,134,10,434,	(p)	Capital Work in Progress	18,51,63,810		→ 1	18,51,63,810
34,10,423 34,10,423 34,10,423 34,10,423 34,10,423 23,56,19,136 2,12,90,00,000 57,77,140 2,37,03,96,23 2 CURRENT ASSETS (a) Financial Assets (i) Cash and Cash Equivalents 2,93,68,96,995 -2,12,90,00,000 80,78,96,5 7,41,12,680 7,41,12,68	(c)	Financial Assets				
2 CURRENT ASSETS (a) Financial Assets (i) Cash and Cash Equivalents (i) Other Current Assets (i) Cash and Cash Equivalents (i) Other Current Assets (ii) Other Current Assets (iii) Other Current Assets (iii) Other Current Assets (iiii) Other Current Assets (iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii		(i) Others Financial Assets	·	2,12,90,00,000	57,77,140	2,13,47,77,140
2 CURRENT ASSETS (a) Financial Assets (i) Cash and Cash Equivalents (ii) Cash and Cash Equivalents (iii) A, 11, 2,68 (iii) Cash and Cash Equivalents (iii) A, 11, 2,68 (iii) Cash and Cash Equivalents (iii) A, 11, 2,68 (iii) Cash and Cas	(d)	Deferred Tax Assets		- E.		34,10,423
(a) Financial Assets (i) Cash and Cash Equivalents (i) Cash and Cash Equivalents (ii) Cash and Cash Equivalents (ii) Cash and Cash Equivalents (iii) Cash and Cash Equivalents (iiii) Cash and Cash Equivalents (iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii			23,56,19,136	2,12,90,00,000	57,77,140	2,37,03,96,276
(i) Cash and Cash Equivalents (b) Other Current Assets 2,93,68,96,995 7,41,12,680 3,01,10,09,675 -2,12,90,00,000 - 88,20,09,6 3,24,66,28,811 - 57,77,140 3,25,24,05,9 EQUITY AND LIABILITIES Equity (a) Equity Share Capital (b) Other Equity 1,97,62,99,935 1,97,28,89,512 1 NON CURRENT LIABILITIES (a) Government Grants for Project Expenditure (a) Government Grants for Project Expenditure 23,47,28,876 (b) Government Grants for A & OE Expenditure 2,93,68,96,995 7,41,12,680 3,01,10,09,675 -2,12,90,00,000 1,03,25,24,05,9 1,03,56,00,000 1,97,28,89,512 -1,97,28,89,512 -1,97,28,89,512 -1,95,63,12,551 -1,95	2 CURI	RENT ASSETS				
(a) Equity Share Capital (b) Other Equity (c) Covernment Grants for Project Expenditure (c) Government Grants for A & OE (c) Government Grants for A &	(a)	Financial Assets				
(a) Equity Share Capital (b) Other Equity (c) Covernment Grants for Project Expenditure (c) Government Grants for A & OE (c) Government Gr	, ,	(i) Cash and Cash Equivalents	2,93,68,96,995	-2,12,90,00,000		80,78,96,995
3,01,10,09,675 -2,12,90,00,000 - 88,20,09,6 3,24,66,28,811 - 57,77,140 3,25,24,05,9 EQUITY AND LIABILITIES Equity (a) Equity Share Capital 1,03,56,00,000 1,97,62,99,935 (1,97,28,89,512) 34,10,4 LIABILITIES 1 NON CURRENT LIABILITIES (a) Government Grants for Project Expenditure - 1,95,63,12,551 - 1,95,63,12,55 2 CURRENT LIABILITIES (a) Other Current Liabilities 23,47,28,876 -1,65,76,961 58,89,886 2,24,66,8 Expenditure - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9	(b)		7,41,12,680			7,41,12,680
EQUITY AND LIABILITIES Equity (a) Equity Share Capital (b) Other Equity 1,03,56,00,000 1,97,62,99,935 3,01,18,99,935 1,97,28,89,512 1,03,90,10,4 LIABILITIES 1 NON CURRENT LIABILITIES (a) Government Grants for Project Expenditure 2 CURRENT LIABILITIES (a) Other Current Liabilities (b) Government Grants for A & OE Expenditure 2 23,47,28,876 2 1,65,76,961 2 58,89,886 2 24,466,8 2 23,47,28,876 2 24,66,8	` '		3,01,10,09,675	-2,12,90,00,000		88,20,09,675
Equity (a) Equity Share Capital (b) Other Equity (a) Equity Share Capital (b) Other Equity (c) I Samurate Sequence Se		TOTAL ASSETS	3,24,66,28,811	: : 2	57,77,140	3,25,24,05,951
(a) Government Grants for Project Expenditure 2 CURRENT LIABILITIES (a) Other Current Liabilities (b) Government Grants for A & OE Expenditure 2 2 CURRENT LIABILITIES (a) Other Current Liabilities (b) Government Grants for A & OE Expenditure 2 3,47,28,876 2 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 3 1,97,28,89,512 5 1,97,28,89,512 5 1,95,63,12,551 5	Equity		1 03 56 00 000			1 03 56 00 000
3,01,18,99,935 -1,97,28,89,512 - 1,03,90,10,4 I NON CURRENT LIABILITIES (a) Government Grants for Project Expenditure - 1,95,63,12,551 - 1,95,63,12,5 2 CURRENT LIABILITIES (a) Other Current Liabilities (b) Government Grants for A & OE Expenditure - 23,47,28,876 - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9	. ,	• • •	, , , ,	(1.07.09.90.510)		
I NON CURRENT LIABILITIES (a) Government Grants for Project Expenditure - 1,95,63,12,551	(0)	Office Equity				
I NON CURRENT LIABILITIES (a) Government Grants for Project Expenditure - 1,95,63,12,551 - 1,95,63	ITARILITI	Tre .	3,01,10,33,300	-1,51,20,05,012		1,00,50,10,420
Government Grants for Project Expenditure - 1,95,63,12,551						127
- 1,95,63,12,551 - 1,95,63,12,5 2 CURRENT LIABILITIES (a) Other Current Liabilities 23,47,28,876 -1,12,746 23,46,16,1 (b) Government Grants for A & OE Expenditure - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9	(a)	Government Grants for Project Evnenditure	4	1 95 63 10 551		1 05 63 12 551
(a) Other Current Liabilities 23,47,28,876 -1,12,746 23,46,16,19 Government Grants for A & OE Expenditure - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9		dovernment drants for 1 roject Expenditure				1,95,63,12,551
(a) Other Current Liabilities 23,47,28,876 -1,12,746 23,46,16,19 Government Grants for A & OE Expenditure - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9	A 07	DERVICE LEAVING				
(b) Government Grants for A & OE Expenditure - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9		-	02 47 00 076		1 10 746	02 46 16 120
Expenditure - 1,65,76,961 58,89,886 2,24,66,8 23,47,28,876 1,65,76,961 57,77,140 25,70,82,9	. ,		23,41,20,870		-1,12,740	23,40,10,130
23,47,28,876 1,65,76,961 57,77,140 25,70,82,9	(D)		_	1.65.76.961	58,89,886	2,24,66,847
			23,47,28,876			25,70,82,977
TOTAL BOULTY AND LIABILITIES 3.24.66.28.811 - 57.77.140 3.25.24.05.9		TOTAL EQUITY AND LIABILITIES	3,24,66,28,811	3050	57.77,140	3,25,24,05,951

Reconciliation Notes explaining Reclassification Adjustments

- 1 Fixed Deposits with Banks having maturity above 12 months have been reclassified as Other Nono Current Assets under IND AS.
- Uner IND AS Givernment Grants can only be classified as Unearned Income and has to be shown as Laibility. Project related Grant has been classified as Non Current Laibility and E&OE Grant has been classified as Current Laibility.

Reconciliation Notes explaining Ind AS Adjustments

- Facilities provided free of cost by IMC (Holding Company) have been recognised at their fair value and accordingly adjusted in the year of starting of these facilities
- 4 Security Deposits deducted / taken from Various contractors have been recognised at their present fair value based on the repayment period of the deposit.





INDORE SMART CITY DEVELOPMENT LTD. CIN: - U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P. Website : www.smartcityindore.org, ph No. 0731-2535572; E mail : smartcityindore16@gmail.com PROFIT & LOSS STATEMENT FOR PERIOD ENDING AS AT 31 MARCH, 2018

Particulars	Previous GAAP Balances	Reclassification Adjustments	Effect of Transition to Ind AS	As per Ind AS P&L
Income				
Revenue From Operations	910000			9,10,000
Other Income	83423039		-5889886	7,75,33,153
Total income (A)	8,43,33,039		(58,89,886)	7,84,43,153
Expenses				
Employee benefit expense	0	0	992727	9,92,727
Finance Costs	175	0	0	175
Other Expenses	83612440	0	0	8,36,12,440
Total expenses before Depreciation & Project Exp				
(B)	8,36,12,615	-	9,92,727	8,46,05,342
Add:				
a) Project Expenditure (Revenue nature)				370
b) Depreciation and amortization expense				
i, Towards Administrative Assets	525848	이	0	5,25,848
ii, Towards Projects Assets	194576	0	0	1,94,576
	7,20,424	(9)	4	7,20,424
Profit/(loss) before tax (C=A-)B	-	•	(68,82,613)	(68,82,613
Tax expense				
(1) Current tax				
(2) Deferred tax	-3410423			(34,10,423
Total Tax (F)	(34,10,423)		•	[34,10,423]
Profit/(Loss) for the year from continuing operations(E-F)	34,10,423		(68,82,613)	(34,72,190
Profit/(Loss) from discontinued operations	•	(8)		•
Profit/(loss) for the period	34,10,423	9.63	(68,82,613)	(34,72,190
Other comprehensive income				
A (i) Items that will not be reclassified to profit				
or loss	=======================================	180		
B (i) Items that will be reclassified to profit				
or loss			68,82,613	68,82,613
Total Other Comprehensive Income			68,82,613	68,82,613
Total Comprehensive Income for the period				
(Comprising Profit (Loss) and Other				
Comprehensive Income for the period)	34.10.423			34,10,423

Reconciliation Notes explaining Ind AS Adjustments

Facilities provided free of cost by IMC (Holding Company) have been recognised at their fair value and accordingly adjusted in the year of starting of these facilities

Security Depsoits deducted / taken from Various contractors have been recognised at their present fair value based on the repayment period of the deposit.





INDORE SMART CITY DEVELOPMENT LTD.

CIN: - U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

First Time Ind AS Adoption Reconciliations

3.3 Reconciliation of total comprehensive income for the year ended March 31, 2017

₹ (In Rupees)

Particulars	As at 31.03.2017
Revised profit as per previous GAAP	34,10,423
Adjustments:	
Facilities provided free of cost by IMC (Holding Company) recognised at	
their fair value	69,67,867
Security Depsoits recognised at their present fair value based	1,12,746
Salaries of IMC Deputed Staff Accounted for	(9,92,727)
Additional Grant transferred to Profit & Loss Account	(60,87,886)
Total effect of transition to Ind AS	•
Profit for the year as per Ind AS	34,10,423
Other comprehensive income for the year (net of tax)	
Total comprehensive income under Ind AS	34,10,423

3.4 Reconciliation of Other Equity as at March 31, 2017

₹ (In Rupees)

	(Lan Tempoon)
Particulars	As at 31.03.2017
Other Equity as per previous GAAP	1976299935
Net Adjustments as on 01.04.2016	0
Effect of Transition to Ind AS:	
Transfer of Grant to Current and Non Current Laibilities	(1,97,28,89,512)
Total adjustment to equity	(1,97,28,89,512)
Other Equity under Ind AS	34,10,423

3.5 Reconciliation of Cash Flows as at March 31, 2017

₹ (In Rupees)

		(in Rupees)
As per IGAAP	Ind AS	As per Ind AS
	Adjustments	
16,13,36,620	(2,20,66,45,899)	(2,04,53,09,279)
(10,10,16,586)	(13,76,89,691)	(23,87,06,277)
2,87,65,76,961	21,53,35,590	3,09,19,12,551
2,93,68,96,995	(2,12,90,00,000)	80,78,96,995
		<u>.</u>
2,93,68,96,995	(2,12,90,00,000)	80,78,96,995
	16,13,36,620 (10,10,16,586) 2,87,65,76,961 2,93,68,96,995	Adjustments 16,13,36,620 (2,20,66,45,899) (10,10,16,586) (13,76,89,691) 2,87,65,76,961 21,53,35,590 2,93,68,96,995 (2,12,90,00,000)

Under the Ind AS, cash balances lying in seized account and in deposit accounts with more than 3 months maturity are not included in Cash and Cash Equivalents. As a result, there is a difference between Cash and Cash Equivalents as per IGAAP and as per Ind AS to the extent of such amount.





INDORE SMART CITY DEVELOPMENT LTD.
CIN: U75100MP2016SGC035528
Regd. Off: Smart City office, Nebru Park Campus, Indore, M.P.
FIXED ASSESTS CHART

₹ (In Rupees)

4 Property, Plant and Equipment

			GROS	GRUSS BLUCK							
Particulars	Useful Life (Years)	As at 01.04.2017	Addition during the year	Deduction during the year	As at 31.03.2018	As at 01.04.2017	For the year	Deduction duting the year	Up to 31.03.2018	As on 31.03.2018	As on 31.03.2017
(1) I. OWNED ASSETS		(2)	(8)	(4)	<u>(5)</u>	(9)	(2)	(8)	(6)		(10)
A Tonoible Accete . Administrative Asset							4 373				
1. Computers	3 Y	182070	1790000		1972070	4981	244038		249019	1723051	177089
		00000	CONTRACT		39990	4778			21876	68114	85212
2. LED TV	 D	DESCR	80000		06668	(0)		78	4778	85212	0
		616042			515943	103401	98029		201429	314514	412542
3. Scanner	10	(0)	515943		515943	(0)	103401	(%)	103401	412542	0
	2.5	DATE	234547	(4	439297	41034	89658		100693	338604	163716
4. Photocopy Machine	10	107	204750		204750	(0)		-	41034	163716	0
	400	00009	13436870		13695879	6914	758571	,	765486	12930393	62086
5. Furniture	TOT	10)	00069		00069	(0)			6914	62086	0
	2	-	17480		17480	0	391		391	17089	0
b. Printer	10	101	(0)	10/	(0)	(0)	(0)	(0)	(0)	(0)	(0)
	AG		110900		110900	0	7990	,	7990	102910	0
7. Laptop	5	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)
o mo	NS.	0	228275	0	228275	0	15271	٠	15271	213004	0
230 6		(0)	(0)	(0)	(0)	(0)	0	(0)	(0)	(0)	(0)
	26	0	8120		5120	0	280		280	4840	
To the case		(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	0
10. D. G Set	107	0	7119710		7119710	0	2120	•	212067	6907643	9 00
		(0)	(0)	2	0	(0)	141330	(5)	1574503	22620161	9006
TOTAL (A)	7:	1061753	23132911	9 0	1061753	O				900645	
Fremuos rear - rotat (A)											
B.Tungible Assets - Project Assets							08008	•	73370	1987000	C
1 Garbage Drum Compost Plant	101	0	2999260	0	0925662	10/		"		101)
		(0)	(0)		5		4				
2. Mobile/Static Transfer Stations Inc.	Ē	42401848	188005011	11.	230496856	364740	5445872		5810612	či	4212710
Hook Louder		(0)	42491845	3	42491845	(0)	364740		364740	42127105	0
2 Solar Barre Dient at various Location	25Y	0	2818045	0	2818045		27578		275	27904	
O. SOME LOWER PARTY IN THE SECOND		(0)		(0)	(0)	(0)	(O)	00	100	ļ	
IN TOTAL (B)	18	42491845	193822316	0	236314161	364740	5546829	0 6	S	230402592	4212710
Previous Year - Total (B)	36	0		0	42491845	0	364740		364740	42127105	0



* GUP



A T A A Administration Square										00000	0
C. Intangible Assets - Administrative con-	A	0	73500		73500	0	4591		4591	68909	107
1. Micro Soft Ptoject Panel	10	100	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)
					00702	c	3960		3960	59440	0
2. Nitro PDF Professional License	SY	0	63400		Octob	100	10)	(0)	10)	(0)	(0)
		(0)	(0)	(0)	(0)	6	(0)	761	20		
										0	
		-	40000	9	136900	0	8552	0	8552	128348	٥
TOTAL [C]		9 0	OCCOPT TO	0 0	0	0	0	0	0	0	٥
Previous Year - Total (C)											
T. T. A Assorbe Designed Assorbe										Caccond	0212101
D. Intangible Assets - Froject Assets		40111700	8101730		12313459	194576	2529071		2723647	2186866	401/100
1. ESRI GIS Software (i)	441	1011100	4011790		4211729	(0)	194576	Ŋ	194576	4017153	0
		(6)	1411147								
		•	14726372		14726372	0	936756	01	936756	13789616	0
2. System Integrator	TOX	10/	10/	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)
		(2)	61								
								0	0000000	002070400	4017153
TOTAL (D)		4211729	22828102 4211729	0	27039831 4211729	0	3465827	0	194576	4017153	0
Liennos Igar - John (17)											00077007
GRAND TOTAL (A+B+C+D)		47765327	239920229	0	287685556	720424	10434602	0	11155027	276530529	47044903
		C	47765327	0	47765327	0	720424	0	720424	47044903	0

Bata to d

i. The Company has procured various items and incurred certain expenditure, which are tabulated above in this Note, by way of utilization of money available with it. The above items and expenditure has been classified as Property, plant and equipment accordingly.

ii. An item is recognized as an asset when the expenditure incurred on that item results in a resource controlled by the entity as a result of past events and from which future economic benefits are expected to flow to the entity. Furthermore, income is increases in economic benefits during the accounting period in the form of inflows or enhancements of assets or decreases of liabilities that result in increases in equity.

ii. The management believes that while recognizing the items as asset the essential criterion of 'control' and future economic benefits; are met.

is. As regards the items felling under B. Tangible Assets - Project Assets' the future economic benefits' from such assets would flow to the Company through Indore Municipal Corporation' by way of executing Memorandum of Understanding' which is in process.





5 Capital Work in Progress

							175	4	4	1010000
1. Furniture & Fixture	8599191	5027688	1,36,26,879.00	0	0	0	0	0	D	8299191
2. Work in Progress of Projects Undergoing										
Under Smart City Mission a. Construction of Garbage Transfer	c	161809420		161809420	0	0	0	0	161809420	0
Station k Blomathonotion Plant	0	85319956		85319956	0	0	0	0	85319956	0
C Diogramadiation / Biomining of LOD		13264048		13264048	0	0	0	0	13264048	0
d Construction & Demolition Center		39824858		39824858	0	0	0	0	39824858	0
a Carbor Drim Compat Plant		9364456	2999260	6365196	0	0	0	0	6365196	0
f Mobile Static Transfer Stations Inc. Hook Loader		14654300		14654300	0	0	0	0	14654300	0
g. D. G Set		4627000		4627000	0	0	0	0	4627000	0
3. Installation of Solar Power Plant on Roof of Various Govt School	0	1402886	0	1402886	0	0	0	0	1402886	0
AL TARGET	10100101	998094610	16626139	327267664	0	0	0	0	327267664	1616658
to work	-									
B.Intangible Assets		-								
1. PSRI GIS Software (ii)	8101730	Ф	81,01,730.00	0	0	0	0	0	0	8101730
2. Work in Progress of Projects Undergoing				C					0	0
Under				00					0	0
Smart City Mission	157063721	300798970		457862691	0	0	0	0	457862691	157063721
th. Chatteriouse Thoma Benoustion world	0	9776230		9776230	0	0	0	0	9776230	0
o Dadenslormant Of line: Heat Bosser	4993668	26052670		31046338	0	0	0	0	31046338	4993668
d theritage Dedouglonment Work	762450	11035343		11797793	0	0	0	0	11797793	762450
e. River Front Development Work	5643050	48455748		54098798	0	0	0	0	54098798	5643050
f. Infratreture & Buiding Development		14214538		14214538	0	0	0	0	14214538	0
TOTAL (B)	176564619	410333499.2	8101730	578796388.2	0	0	0	0	578796388.2	176564619
GRAND TOTAL (A+B)	185163810	745628111	24727869	906064052.2	0	0	0	0	906064052.2	185163810
GRAND TOTAL (A+B+C)	186225563	768897922	24727869	930395616	161108	1421946	0	1583055	928812562	186064455

With the Paris

i. The Company has procured various items and incurred certain expenditure, which are tabulated above in this Note 4B, by way of utilization of money available with it. The above items and expenditure has been classified as Capital Work in progress.

ii. An item is recognized as an asset when the expenditure incurred on that item results in a resource controlled by the entity as a result of past events and from which future economic benefits are expected to flow to the entity. Furthermore, income is increases in economic benefits during the accounting period in the form of inflows or enhancements of assets or decreases of liabilities that result in increases in equity.

iii. The management believes that while recognizing the items as asset the essential criterion of 'control' and 'future economic benefits' are met.

iv. The 'control' over expenditure incurred on items classified as assets and, future economic benefits' from such assets would flow to the Company through Indore Municipal Corporation' by way of executing "Memorandum of Understanding" which is in process.





INDORE SMART CITY DEVELOPMENT LTD. CIN:- U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P. Notes annexed to and forming part of Financial Statements

Other Financial Assets ₹ (In Rupees) Particulars As at As at 31st March-2018 31st March-2017 Unsecured Considered Good Advances recograble under Ind AS (IMC) 1,09,82,576 57,77,140 Other Bank Balances FDR With Banks (Maturity within 1 year) 1,55,94,00,000 2,12,90,00,000 Total 1,57,03,82,576 2,13,47,77,140

7 Deferred Tax Assets/(Liabilities) The Movement on the deferred tax account is as follows

₹ (In Rupees) Particulars As at As at 31st March-2018 31st March-2017 Deferred tax liability Timing difference on account of Depreciation WDV as per Companies Act 27,65,30,529 21,80,34,309 WDV as per Income Tax Act 58496220 1,80,75,332 9.94,471 Deferred tax Asset Timing Difference on account of Sec 35D 1,06,91,490.00 10691490 33,03,670 44,04,894 Timing Difference on account of IND AS 1,54,42,388.15 adjustments 1,54,42,388 47,71,698 18,01,435 Net Deferred tax Asset/(Liability) -99,99,964 52,11,858 At the end of the year 99,99,964 -52,11,858

Component of Deferred Tax Liabilities/(Assets) ₹ (In Rupees) Charge/(Credit) to As at As at Statement of 31st March-2017 31st March-2018 **Particulars** Profit & Loss Deferred Tax Assets/(Liabilities) in relation to : Depreciation Effect (9,94,471)(1,70,80,861)(1,80,75,332)Section 35 D 44,04,894 (11,01,223)33,03,670 Carryforward of losses Property Plant and Equipment Long term provisions Short term provisions Ind AS adjustments 18,01,435 29,70,263 47,71,698 Total 52,11,858 (1,52,11,821) (99,99,964)

В	Cash and Bank Balances		₹ (In Rupees)
	Particulars	As at 31st March-2018	As at 31st March-2017
	Cash & Cash Equivalents		
	Balances with Banks	21	
	(i) Saving Accounts	1,45,12,05,549	80,78,96,995
	Cash on hand	14,089	
		1,45,12,19,638	80,78,96,995





INDORE SMART CITY DEVELOPMENT LTD. CIN: U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

Other current assets		₹ (In Rupees)
Particulars	As at 31st March-2018	As at 31st March-2017
Secured, Considered Good		
Advances to Contractors	6,05,11,099	-
Security Deposit	7,97,552	×
Balance with Statutory Authorities	1,95,35,181	1,27,98,723
Accrued Interest on FDR	13,37,11,230	6,13,13,957
Accrued Interest on advance to vendor	4,49,863	-
GST on reverse Charge	1,43,194	-
GST on advance	77,878	
Sundry Recievable	9,37,698	
Advance to Employees	39,404	·
Total	21,62,03,099	7,41,12,680

Share capital Particulars	As at 31st M	larch-2018	As at 31st Ma	rch-2017
T WILLSON MINE	Number	Amount	Number	Amount
Authorised 20,00,00,000 Equity Shares (Prev. Year 20,00,00,000) of Rs. 10/- each	20,00,00,000	2,00,00,00,000	20,00,00,000	2,00,00,00,000
Issued, Subscribed & fully paid up 20,00,00,000 Equity Shares (Prev. Year 10,35,60,000) of Rs. 10/- each	20,00,00,000	2,00,00,00,000	10,35,60,000	1,03,56,00,000
	20,00,00,000	2,00,00,00,000	10,35,60,000	1,03,56,00,000

As at Marc	h 31, 2018	As at March	31, 2017
Number	Amount	Number	Amount
10,35,60,000	1,03,56,00,000	#	:•/
9.64,40,000	96,44,00,000	10,35,60,000	1,03,56,00,000
20,00,00,000	2,00,00,00,000	10,35,60,000	1,03,56,00,000
	As at Mare Number 10,35,60,000 9,64,40,000	Number Amount	Number Amount Number 10,35,60,000 1,03,56,00,000 - 9,64,40,000 96,44,00,000 10,35,60,000

e)	Name of the Shareholder	As at March	31, 2018	As at March 3:	1, 2017
o)		No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Equity Shares				
	Madhya Pradesh Urban Dev. Corp.	10,00,00,000	50.00%	5,17,80,000	50.00%
	Indore Municipal Corporation	10,00,00,000	50.00%	5,17,80,000	50.00%

Terms / Rights to Shareholders

Equity Shares

Voting

The Company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held.

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.





INDORE SMART CITY DEVELOPMENT LTD. CIN:- U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

Other Equity	(In Rupees)	
Particulars	As at 31st March-2018	As at 31st March-2017
(a) Surplus/(Deficit) as per the Statement of Profit and Loss		
Balance as per Last Financial statement	52,11,858	<u>.</u>
Add: Impact of Ind AS adjustments(Net)		
Profit/(Loss) for the Year	(1,52,11,821)	52,11,858
Total	(99,99,964)	52,11,858

Government Grants for Project Expenditure		₹ (In Rupees)
Particulars	As at 31st March-2018	As at 31st March-2017
Grant Recd for Project Expenditure		
Opening Balance	1,95,63,12,551	
Grant Recived from		
(i) MP Government	1,00,00,00,000	48,22,00,000
(ii) Central Government	N=	1,34,22,00,000
Add: Interest Received on idle grant kept as fixed deposit	24,92,33,636	13,19,12,551
Less: Share Capital Issued during the year	(96,44,00,000)	*
Less: Grant Related to A& OE Expenditure	(10,00,00,000)	
Less: Grant utilised for Project Expensditures (Revenue Nature)	(2,31,15,839)	
	2,11,80,30,348	1,95,63,12,551

13 Other Non Current Liabilities		₹ (In Rupees)	
Particulars	As at March 31, 2018	As at March 31, 2017	
Security deposit withheld-Project	1,28,72,291	1,10,813	
Security deposit withheld- Others	3,67,869	4,73,521	
Total	1,32,40,160	5,84,334	

Other Current Liabilities		₹ (In Rupees)
Particulars	As at March 31, 2018	As at March 31, 2017
Creditors for project expenditure	19,81,61,351	4,48,85,084
Creditors for Other Expenditure	3,34,84,511	18,86,85,257
Security deposit withheld-Project	1,26,25,710	<u>.</u>
Security deposit withheld- Others	7,14,702	5
Commercial Tax	1,32,386	3,07,636
GST Payable	4,32,396	
TDS Payable	6,60,985	Ξ.
EPF Employee cont	1,45,722	=
ESIC Employee Cont	9,499	5
EPF Employer Cont	1,40,343	
ESIC Employer Cont	25,793	-
Labour Cess	55,69,855	1,53,819
Professional tax	2,500	72.0
Total	25,21,05,753	23,40,31,796





INDORE SMART CITY DEVELOPMENT LTD. CIN:- U75100MP2016SGC035528 Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.

Government Grants for A & OE Expenditu			As at March 31, 2018	As at March 31, 2017
Opening Balance		2,24,66,847		
Grant Received for A&OE Expenditure		10,00,00,000		
Less: Recognised in P&L Statement to the e	9,70,62,080			
Add: Adjusted agianst Other		¥1		
Comprehensive income recognised towards	1,16,18,867		3,70,23,634	2,24,66,847
O & AE Expenditure in Profit & Loss	1,10,10,007		5,,0,25,00	_,_ ,,,,,,,,,,,
Account		8,54,43,213		
Total			3,70,23,634	2,24,66,847





INDORE SMART CITY DEVELOPMENT LTD. CIN: U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P. Notes annexed to and forming part of Financial Statements

16 Revenue from operations

kevenue from operations		₹ (In Rupees)
Particulars	Year ended	Year ended
	March 31, 2018	March 31, 2017
E-Procurement Fees	38,27,610.00	9,10,000.00
Advertisement Income	20,44,125	V#5
Dismantle Electric Material	3,41,197	
Forfieture of EMD	40,496	
Interest from Vendors	10,08,992	(E
Labour Cess Collection Charges recovered	56,261	N=1
Total	73,18,681	9,10,000

17 Other Income ₹ (In Rupees)

Particulars Year ended March 31, 2018 March 31, 2017

Government Grants
a) Amount transferred from Administrative Grants 8,54,43,213 7,75,33,153

b) Amount transferred from Project Grants 2,31,15,839

Total 10,85,59,052 7,75,33,153

18 Employee Benefits Expense

Employee Benefits Expense		₹ (In Rupees)
Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Salaries & Wages	1,02,56,047	18,45,137
Contribution to Provident & Other Funds	1,66,136	<u> </u>
Total	1,04,22,183	18,45,137





INDORE SMART CITY DEVELOPMENT LTD. CIN:- U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.
Notes annexed to and forming part of Financial Statements

20 Other expenses ₹ (In Rupees)

Other expenses ₹ (In Rup		
Particulars	Year ended	Year ended
Professional Charges	March 31, 2018 19,17,514	March 31, 2017
_	19,17,514	10,99,401
Green Bulding Certification		80,500
Office Expenses	25,786	3,600
Preliminary Expenses	-	1,78,19,150
Audit fee	51,500	57,500
ROC Charges for increase in paid-up capital	9,64,400	10,34,600
Photocopy and Binding Charges	22,779	38,142
Printing & Stationary Charges	3	45,980
Smart City Launching Expences		2,10,88,332
Advertising Expenses	83,12,291	93,00,600
Professional Charges Planning	23,28,452	4,89,532
Professional Fees For Project Development	1,07,48,584	43,12,500
Project Management Consultanat	6,11,18,290	2,73,90,193
Rent of Premises	7,07,054	S#3
Electricity Expenses	3,39,405	SE
Antivirus	7,280	
Business promotion Charges	19,000	1.5
Electric Expenses(Shri Sai Baba)	3,337	
First Aid Box, Fire Extinguisher, antiskid tap	29,390	-
GST fee	1,400	
GST Interest	251	-
GST on reverse charge	ter.	(=)
Head for plotter Scanner	28,811	98
Housekeeping	28,82,314	-
Inaugration Expenses	95,533	- 4
Installation Charges	4,000	-
Interset on TDS	75,352	-
Landline Expenses	2,540	-
Office Expenses	6,94,825	-
Participation Fees for Exhibition & Conference	3,76,994	4
Printing of Brocher Booklet and Flex	25,960	-
Printing & Stationery Charges	4,800	-
Radium Stiker for geela & Sukha Kachra	38,114	_
Stationery	2,99,610	_
Telephone	1,18,762	-
Travelling Charges	1,87,540	**
Vehicle Hiring Charges	6,18,112	<u>.</u>
ROC Expenses	21,000	₩
Professional Tax	2,500	(2)
Services for topographical survey work of kukkt	2,13,879	3 2
Sludge Hygenitaion Expenses	1,91,789	(=)
Total	9,24,79,148.00	8,27,60,030.00





INDORE SMART CITY DEVELOPMENT LTD.

CIN: - U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P.
Notes annexed to and forming part of Financial Statements

21 Project Expenditure (Revenue nature)

₹ (In Rupees)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Conservation & Restoration of Chhatribagh	1,41,03,183	187
Total	1,41,03,183	

22 Other Comprehensive Income

₹ (In Rupees)

Other Comprehensive modific	(III Rupees)		
Particulars	Year ended March 31, 2018	Year ended March 31, 2017	
(A) Items that will not be reclassified into profit or loss	, and		
Total (A)		- Bar	
(B) Items that will be reclassified to profit or loss (i) Free of Cost Assistance from IMC Recognised at Fair	-		
Value	71,54,374.00	67,69,867.00	
(ii) Security Deposits stated at Fair Value	44,64,493.00	1,12,746.00	
Total (B)	1,16,18,867.00	68,82,613.00	





INDORE SMART CITY DEVELOPMENT LTD.

CIN:- U75100MP2016SGC035528

Regd. Off: Smart City Office, Nehru Park Campus, Indore, M.P. Notes annexed to and forming part of the Financial statements

As per IND AS 19 "Employee benefits", the disclosures as defined are given below:

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

	₹	(In Rupees)
Particulars	2017-18	2016-17
Employer's Contribution to Provident Fund	1,40,343	

Defined Benefit Plan

. 24

25

26

(ii)

None of the employees have completed 5 years of Services hence the Company has not recognised any Defined Benefit Plan Obligation and Expneses.

	Payment to Auditors As:	₹	₹ (In Rupees)	
	Particulars	2017-18	2016-17	
(a)	Auditors			
	Statutory Auditors Fees	50,000	50,000	
(b)	Certification and Consultation Fees	1722	141	
20	Service Tax			
	Total	50,000	50,000	

		₹ (In Rupees)
EARNING PER SHARES (EPS)	2017-18	2016-17
Net Profit after Tax as per		
statement of Profit and Loss	(152,11,821)	52,11,858
attributable to Equity	(102,11,021,	02,11,000
Shareholders		
Weighted Average number of		
Equity Shares used as	2000,00,000	1035,60,000
denominator for calculating Basic		
EP\$		
Weighted Average Potential	540	€
Equity Shares		
Total Weighted Average number		
of Equity Shares used as	2000,00,000	1035,60,000
denominator for calculating	_554,551,555	
Diluted EPS		
Basic Earnings Per Share (Rs.)	(0.08)	0.0
Diluted Earning Per Share (Rs.)	(0.08)	0.0
Face Value per Equity Share (Rs.)	10.00	10.00

RELATED PARTIES DISCLOSURES

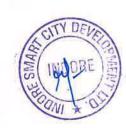
(i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Sr. No.	Name of Related Party	Relationship
1	Shri Rohan Saxena	Chief Executive Office
2	CA Santosh Kag	Chief Finance Officer till (31.03.2017)
3	CS Anurag Kumar Saxena	Company Secretary
4	CA Rachna Gaur	Chief Finance Officer from (29.09.2017

Transaction during the year with related parties:		₹ (In Rupees)	3	
Sr. No.		Related Party	Remuneration 2017-2018	Remuneration 2016-2017
	1	CA Santosh Kag		4,62,727
	2	CS Anurag Kumar Saxena	7,03,950	3,89,683
	3	CA Rachna Gaur	4.24.667	





		2017-18	2016-17
i	Short-term benefits	(*)	
-	Total		
m	CONTINGENT LIABILITIES AND COMMITMENTS Contingent Liabilities		
(I) (A)	Claims against the Company/disputed liabilities not acknowledged as dues	NIL	NIL
(B)	Guarantees		
	Outstanding Guarantees furnished to Banks and Financial Institutions including in respect of Letters of Credits	NIL	NIL
(C)	Other Money for which the Company is contingently liable		
	(i) Liability in respect of bills discounted with Banks (including third party bills discounting)	NIL	NIL
(II)	Commitments		
	(A) Estimated amount of contracts remaining to be executed on capital account and not provided for:	331.21 Crores	50.25 Crores

28 CAPITAL MANAGEMENT

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- a) Maintain financial strength to attain AAA ratings domestically and investment grade ratings internationally.
- b) Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- c) Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions

The gearing ratio at end of the reporting period was as follows.		₹ (In Rupees)
Particulars	As at 31st March,2018	As at 31st March,2017
Non-Current Liabilities (Other than DTL)	2,14,12,70,472	1,95,68,96,885
Current maturities of Long Term debts		7.007
Gross Debt	2,14,12,70,472	1,95,68,96,885
Cash and Cash Equivalents	1,45,12,19,638	80,78,96,995
Net Debt (A)	69,00,50,834	1,14,89,99,890
Total Equity (As per Balance Sheet) (B)	1,99,00,00,036	1,03,03,88,142
Net Gearing (A/B)	0.35	1.12





29 FINANCIAL INSTRUMENTS

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

(a) Fair Value measurement hierarchy:

	₹ (In Rupee	
Particulars	As at 31st March,2018	As at 31st March,2017
Financial Assets At Cost Other Financial Assets	1,55,94,00,000	2,12,90,00,000
At Amortised Cost Other Financial Assets	1,09,82,576	57,77,140

Financial Liabilities

Explanation to the fair value hierarchy

Level 1

Level 2

Level 3

The Company measures financial instruments, at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.
The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all aignificant inputs required to fair value an instrument are observable, the instrument is included in level 2.
If one or more of the significant inputs is not based on observable market data, the

instrument is included in level 3. This is the case for unlisted equity securities,

Foreign Currency Risk:

The Company does not have any dealing in any foreign currency. Hence the Company does not have any exposure and is free of any Risk associates with Foreign Currency.

contingent consideration included in level 3.

There is no impact on the profit / Loss of the Company on fluctuation of any foreign currency.

Interest Rate Risk

The exposure of the company's financial Assets in Fixed Deposits would be impacted to interest rate changes at the end of the reporting period. The details are as follows





Interest Pate Eveneure 7 (In Russes)

As at 31st March,2018	As at 31st March,2017
1,55,94,00,000	2.12.90,00.000
1.55.94.00.000	2.12.90.00.000
	March,2018

Impact on Interest Expenses for the year on 1% change in Interest rate

Interest rate Sensitivity				₹ (In Rupees		
Particulars		As at 31st March,2018		As at 31st March,2017		
Particulais	Up Move		Down Move	Up Move	Down Move	
Impact on Equity						
Impact on P & L		1,84,42,000.00	1,84,42,000	2,12,90,000.00	2,12,90,000	
Total Impact		1,84,42,000	1,84,42,000	2,12,90,000	2,12,90,000	

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risk arises mainly from the advances given to Contractors for execution of

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. The credit ratings/market standing of the customers are evaluated on a regular basis.

Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient stock of cash. The Company maintains adequate cash and cash equivalents alongwith the need based credit limits to meet the liquidity needs.

Maturity Analysis for financial liabilities

The following are the remaining contractual maturities of financial liabilities

As at 31 March 2018				₹ (In Rupees)	
Particulars	Less than One year	1 to 5 years	More than 5	Total	
Non-derivative					
Security Deposits Refundable	3,72,612	30935775	164610	3,14,72,997	
Derivative (N.A)				.,.,.,	

As at 31 March 2017

Particulars	Less than One year	1 years to 5	More than 5	Total
Non-derivative				
Security Deposits Refundable	(4)	697080	543	6,97,080
Derivative (N.A)				

Operating Leases

The Company has not taken any assets on operating Lease. However Indore Municipal corporation has provided its Building to the Company for its operations. Notional Rent Expenses for the same have been provided for in the Profint & Loss as expenditure for the year.

- 30 The Company is primarily engaged in implementation of the "Smarty City Mission" at the Indore city. Hence there are no separate reportable Segments.
- 31 DETAILS OF LOANS GIVEN, INVESTMENTS MADE AND GUARANTEE GIVEN COVERED U/S 186(4) OF THE COMPANIES ACT, 2013.

The Company has not given any Loans, not made any Investments and has not given any guaranteee which is covered

EVENTS AFTER THE REPORTING PERIOD 32

The Board of Directors have recommended dividend of Rs Nil Per fully paid up equity share of Rs.10/- each, aggregating Rs. Nil Including Rs. Nil dividend distribution tax for the financial year 2017-18.

APPROVAL OF FINANCIAL STATEMENTS 33

The financial statements were approved for issue by the board of directors on 20th Apr., 2018

As per our report of Even Date

For and behalf of the Board of Directors

For Gupta & Ashok Chartered Accountants

Firm Reg. No. 002254C

CA. Ashok Agrawal

Partner M.No. 071274

PLACE: Indore DATE: 20.12.2018

[Nishant Warwade] Chairman DIN. 05340409

Rachna G ur Chief Financial Officer M No.410808

[Asheesh Singh] Executive Director DIN. 07636828

[Anurag Kumar Saxena] Company Secretary

F.8115







No. OAD-Com/2017-18/Accounts/ISCDL/D-213

भारतीय लेखापरीक्षा और लेखा विभाग

कार्यालय महालेखाकार (सामान्य एवं सामाजिक क्षेत्र लेखापरीक्षा) मध्य प्रदेश, ग्वालियर - 474 002 INDIAN AUDIT & ACCOUNTS DEPARTMENT OFFICE OF THE ACCOUNTANT GENERAL (G & SSA) MADHYA PRADESH, GWALIOR - 474 002

दिनांक / DATE : 09.08. 2019

प्रति. मुख्य कार्यपालन अधिकारी इंदौर स्मार्ट सिटी डेवलपर्मेट लिमिटेड स्मार्ट सिटी ऑफिस, नेहरू पार्क कैंपस इंदौर, मध्यप्रदेश - 452003

विषय : इंदौर स्मार्ट सिटी डेवलपर्मेंट लिमिटेड, इंदौर के 31 मार्च 2018 को समाप्त वर्ष के लेखाओ पर कंपनी अधिनियम 2013 की धारा 143(6)(ख) के अधीन भारत के नियंत्रक महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं इंदौर स्मार्ट सिटी डेवलपमेंट लिमिटेड, इंदौर के 31 मार्च 2018 को समाप्त वर्ष के लेखाओ पर कंपनी अधिनियम 2013 की धारा 143(6)(ख) के अधीन भारत के नियंत्रक महालेखापरीक्षक की टिप्पणीयाँ सहित प्रमाण पत्र भेज रही हैं। जिसे आप संचालको के प्रतिवेदन के साथ अनुलग्नक के रूप में वार्षिक लेखों में प्रकाशित करें।

वार्षिक लेखे विधान सभा में प्रस्तुत करनें के बाद उसकी 5 प्रति इस कार्यालय को प्रेषित करने का कष्ट करे तथा पत्र कि पावती भिजवाएं।

संलग्न : उपरोक्तानुसार

भवदीय

उपमहालेखाकर (सामाजिक क्षेत्र ॥)

ऑडिट भवन, झांसी रोड, ग्वालियर - 474 002,

दूरभाषः 0751-2323504, 2323505, 2436827, फैक्स : 0751-2631290

AUDIT BHAWAN, JHANSI ROAD, GWALIOR-474002 Telephone: 0751-2323504, 2323505, 2436827, Fax: 0751-2631290

E-mail: agaumadhyapradesh1@cag.gov.in

प्रतिलिपि:-

प्रधान निदेशक (मध्य क्षेत्र), भारत के नियंत्रक महालेखा परीक्षक का कार्यालय 9, दीनदयाल उपाध्याय मार्ग नई दिल्ली कि ओर, इंदौर स्मार्ट सिटी डेवलपमेंट लिमिटेड, इंदौर के 31 मार्च 2018 को समाप्त वितीय वर्ष के लेखाओं के संबंध में भारत नियंत्रक एवं महालेखापरीक्षक की टिप्पणीयाँ जैसी कि संबंधित कम्पनी को भेजी गई है, अग्रेषित है।

— ह र्रेट्रा — उपमहालेखाकर सामाजिक क्षेत्र॥। COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143 (6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF INDORE SMART CITY DEVELOPMENT LIMITED FOR THE YEAR ENDED 31 MARCH 2018.

The preparation of financial statements of Indore Smart City Development Limited for the year ended 31 March 2018 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 20 December 2018.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section 143(6)(a) of the Act of the financial statements of Indore Smart City Development Limited for the year ended 31 March 2018. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records. Based on my supplementary audit, I would like to highlight the following significant matters under section 143(6)(b) of the Act which have come to my attention and which in my view are necessary for enabling a better understanding of the Financial Statements and the related audit report.

A. Comments on Financial Position

Balance Sheet

Non-Current Liabilities

Deferred Tax Liabilities Note No-07-₹ 99.99 Lakh.

 The Company has filed Income Tax return for the assessment year 2018-19 under which the claim in respect of depreciation on the basis of Income Tax Act and Expenses under section 35 (d) has not been claimed. Therefore, it has no future deferred tax liability of timing difference amounting to ₹ 1.81 crore & deferred tax assets amounting to ₹ 80.75 lakh but no such adjustment was made in accounts.

This has resulted in overstatement of Deferred Tax Liability of ₹ 1.81 crore and understatement of Deferred Tax Assets by ₹ 80.75 lakh.

Non-Current Assets

Other financial Assets (Note No. 6) ₹ 157.03 Crore

2. The above includes Fixed Deposits amounting to ₹ 155.94 crore with a maturity period of less than one year, hence should have been classified as Cash and Cash Equivalents.

The error of classification resulted in overstatement of Non- Current Assets (Other Financial Assets) and understatement of Current Assets (Cash and Cash Equivalent) by ₹ 155.94 crore.

Current Assets

Cash and Cash Equivalents (Note No.-08) ₹ 145.12 Crore

3. The company makes all payment through Public Financial Management System (PFMS). However, bank reconciliation statement shows that PFMS voucher of ₹ 1.02 Crore outstanding which was cleared by the bank on 03 April 2018.

This has resulted in understatement of Current Liabilities and Cash and Cash equivalents by ₹ 1.02 crore.

B. Comments on Financial Position

Profit & Loss

Other comprehensive Income (schedule 22) ₹ 1.16 crore

4. This includes sum of ₹ 44.64 lakh on account of interest on security deposit booked as notional income in the accounts. The interest on security deposit was calculated at the rate of 10 per cent based on interest charged from contractor on mobilization advance. However, the average yield rate of interest earned on fixed deposit, saving bank account and mobilization advance during 2017-18 was 6.5 per cent. Therefore, interest on security deposit should have been calculated at the rate of 6.5 per cent on conservative basis.

This has resulted in overstatement of Other Comprehensive and Grant for project expenses by ₹ 15.63¹ lakh.

C. Auditor's Report

Comments on Auditors Report

5. As per Section 143 of the Companies Act, 2013, financial statements together with the report of the Auditor and comments given by the Comptroller and Auditor-General of India shall be placed before Annual General Meeting (AGM) of the Company. However, no AGM was held for adoption of audited annual accounts for the year 2016-17. This important fact has not been commented by the Auditor in their report for the year 2017-18.

For and on behalf of the Comptroller & Auditor General of India

Place: Gwalior Date: 09 · 08 · 2019

(Rajiv Kumar Pandey)
Accountant General
(General & Social Sector Audit)
Madhya Pradesh, Gwalior

¹₹4464493 -₹2901920 =₹1562573



INDORE SMART CITY DEVELOPMENT LTD.

Smart City Office, Nehru Park Campus, Indore, M.P., 4520₀₃ Ph. No.: 0731-2535572; E-mail: smartcityindore16@gmail.com CIN: U75100MP2016SGC035528; Website: www.smartcityindore.org

Ann exure-II

BOARD EXPLANATION ON COMMENTS OF COMPTROLLER AND AUDITOR-GENERAL OF INDIA ON FINANCIAL ACCOUNTS OF F.Y. 2017-18

Sr.	Comments	Explanation
1	A. Comments on Financial Position	That in regard to deferred tax
	Balance Sheet	liability of Rs.99.99 Lakhs
		accounted for as on 31.03.2019,
	Non-Current Liabilities	we would like to submit that as per
		Ind AS 12 Income Taxes Deferred
	Deferred Tax Liabilities Note No. 07	
	Rs. 99.99 Lakh.	recognized on temporary timing
		differences arising as on the
	1. The Company has filed Income Tax	Balance sheet date and is
	return for the assessment year 2018-	recalculated every year as per the
	19 under which the claim in respect of	recent information and conditions.
	depreciation on the basis of Income	
	Tax Act and Expenses under section	In the present case, as on the
	35 (d) has not been claimed.	Balance sheet the, deferred tax
	Therefore, it has no future deferred	was calculated taking into account
	tax liability of timing difference	the Income Tax return filed for the
	amounting to Rs. 1.81 Crore &	financial-Year 2017-18, and the
	deferred tax assets amounting to Rs.	same was approved by the audit
	80.75 lakh but no such adjustment	committee as well.
	was made in accounts.	41
		That later on after finalization of
	This has resulted in overstatement of	
	Deferred Tax Liability of Rs. 1.81	decided to revise the Income tax
	Crore and understatement of Deferred	return with different policy which
	Tax Assets by Rs. 80.75 Lakh.	resulted in no difference on
	•	account of temporary timing
		difference
		As the Financial Statements were
		finalized as per the situation
		existed as on the Balance Sheet
		oracid as on the paramet sheet

St.	Comments	Explanation
		date and hence the Income Tax return of previous period was also filled accordingly, but later on the return was revised and Income Tax return for FY 2017-18 was also filled on same line of action. The Deferred tax will be reevaluated as on 31.03.2019 and according treatment will be done in the books of accounts.
2	Other financial Assets (Note No. 6) Rs. 157.03 Crore 2. The above includes Fixed Deposits amounting to Rs. 155.94 Crore with a maturity period of less than one year, hence should have been classified as Cash and Cash Equivalents. The error of classification resulted in overstatement of Non-Current Assets (Other Financial Assets) and understatement of Current Assets (Cash and Cash Equivalent) by Rs. 155.94 Crore.	Asset' with disclosure of 'Maturity within one year'. While recognizing it under Non -current assets we have made proper
3	Cash and Cash Equivalents (Note No08) Rs. 145.12 Crore 3. The company makes all payment through Public Financial Management System (PFMS). However, bank reconciliation statement shows that PFMS voucher of Rs. 1.02 Crore outstanding which was cleared by the bank on 03 April 2018. This has resulted in understatement of Current Liabilities and Cash and	That Rs. 1.02 Crores lying in Bank Reconciliation as on 31.03.2018 is amount which was sanction and approved and PFMS were prepared and signed before 31.03.2018, but cleared by bank after 31.03.2018. That the validity period of PFMS is 10 Days as per SOP. We also want to submit that as per IND AS 10 "Events after the reporting period", the events though not accrued before Balance Sheet Date but before signing date of the Balance Sheet needs to be adjusted, hence the Bank account was credited.

St.		
No.	Comments	Explanation
	Cash equivalents by Rs. 1.02 Crore.	No. of the second
4	B. Comments on Financial Position	That in regard to discounting of
	Profit & Loss	assets @ 10% instead of 6.5%
		being average yield rate of deposits
	Other comprehensive Income	with bank, we would like to submit
	(schedule 22) Rs. 1.16 Crore	that as per Ind AS 113 Fair Value
	4. This includes sum of Rs. 44.64 lakh	Measurement, Fair Value is a
	on account of interest on security	market based measurement, not an entity -specific measurement,
	deposit booked as notional income in	for some assets and liabilities,
	the accounts. The interest on security	observable market transactions or
	deposit was calculated at the rate of	
	10 per cent based on interest charged	available. However, the objective of
	from contractor on mobilization	a fair value measurement in both
	advance. However, the average yield	case is same -to estimate the price
	rate of interest earned on fixed	at which an orderly transaction to
	deposit, saving bank account and	sell the asset or to transfer the
	mobilization advance during 2017-18	liability would take place between
	was 6.5 <i>per cent.</i> Therefore, interest on security deposit should have been	market participants at the measurement date under current
	calculated at the rate of 6.5 per cent.	market conditions.
	On conservative basis.	
		That as per above para entity
	This has resulted in overstatement of	specific rate is not required but
	Other Comprehensive and Grant for	rate more likely as per current
	project expenses by Rs. 15.63 lakh.	market shall be used. That 10%
		rate is more likely to be matched
		with market rate and hence the
		same has been taken as
		discounting factor.
		That by discounting at the yield
		rate, the same is at a very lower
		side as compared to market rate.
5	C. Auditor's Report	Annual General Meeting for F.Y.
		2016-17 was held on 23.12.2017
	Comments on Auditors Report	and agenda for adoption of audited
		annual accounts for the year 2016-
	As per Section 143 of the Companies Act,	17 were also transacted in the
	2013, financial statements together with	meeting.

St.	Comments	Explanation			
	the report of the Auditor and comments				
	given by the comptroller and Auditor-				
	General of India shall be placed before				
	Annual General Meeting (AGM) of the				
	Company. However, no AGM was held for				
	adoption of audited annual accounts for				
	the year 2016-17. This important fact has	9			
	not been commented by the Auditor in				
	their report for the year 2017-18.				

For & on behalf of Board of Directors

Asheesh Singh, IAS (Executive Director)

DIN: 07636828

Indore Smart City Development Limited

Place: INDORE

Dated: 26/09/2019



INDORE SMART CITY DEVELOPMENT LTD.

Smart City Office, Nehru Park Campus, Indore, M.P., 452003 Ph. No.: 0731-2535572; E-mail: smartcityindore16@gmail.com CIN: U75100MP2016SGC035528; Website: www.smartcityindore.org

NOTICE is hereby given that the 2nd Annual General Meeting of the Members of the Company shall be held on Saturday, the 22nd day of December 2018 at 4.00 PM at the Registered Office of the Company at Smart City Office, Nehru Park Campus, Indore, MP, 452003 to transact the following business.

I. ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet and Statement of Profit & Loss of the Company for the year ended 31st March, 2018 together with the Board's Report & Independent Auditor's Report thereon.
- To appoint a Director in place of Mr. Shankar Yadav (DIN: 07683903), who retires by rotation and, being eligible, offer himself for re-appointment.
- To appoint a Director in place of Mr. Rajesh Nagal (DIN:07084452), who retires by rotation and, being eligible, offer himself for re-appointment.
- 4. To appoint a Director in place of Mr. Gajra Mehta (DIN:07578666), who retires by rotation and, being eligible, offer himself for re-appointment.
- 5. To take on record the appointment of Statutory Auditors of the Company.

Place: Indore

Date: 20.12.2018

For & on behalf of Board of Directors of Indore Smart City Development Limited

> Anurag Kumar Saxena Company Secretary

> > FCS No.:8115

NOTE:

- A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend
 and vote instead of himself and the proxy need not be a Member. Proxy in order to be
 effective must be received by the Company not less than 48 hours before the Meeting
- All documents referred to in the accompanying Notice and Statutory Register(s) are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11.00 A.M.to 1.00 P.M.
- 3. Members desire of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 1 day before the date of the Meeting.

Form No. MGT-11

Proxy Form

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

CIN: U75100MP2016SGC035528

Name of the Company: Indore Smart City Development Limited

Registered office: Smart City Office, Nehru Park Campus, Indore, MP, 452003

	1 I
	being the members of shares of the above named company, hereby appoint Name:
	Address:
	Email ID:
	Signature:,or failing him
2.	Name:
	Address:
	Email ID:
	Signature:,or failing him
3.	Name:
	Address:
	Email ID:
	Signature:
Annua Decem	our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2 nd General Meeting of the Company, to be held on Saturday, the 22 nd day of ber 2018 at Smart City Office, Nehru Park Campus, Indore, MP, 452003 and at ournment thereof in respect of such resolutions as are indicated below:
Resolu	ntion No.
1.	
2.	***************************************
3.	
4.	
5.	•

6.		
7.		
8.		
9.		
10.		
11.		
12.		
13.		
Signed	I thisday of2018.	Affix Revenue
Signat	ure of shareholder(s)	Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Notes:

- 1. Proxy to be deposited at the Registered Office of the Company, not later than FORTY-EIGHT hours before the meeting.
- 2. All alterations made in the Form of Proxy should be initialed.
- 3. Please affix appropriate Revenue Stamp before putting signature.
- 4. In case of multiple proxies, proxy later in time shall be accepted.
- 5. A proxy need not be a shareholder of the Company

ATTENDANCE SLIP 2nd ANNUAL GENERAL MEETING

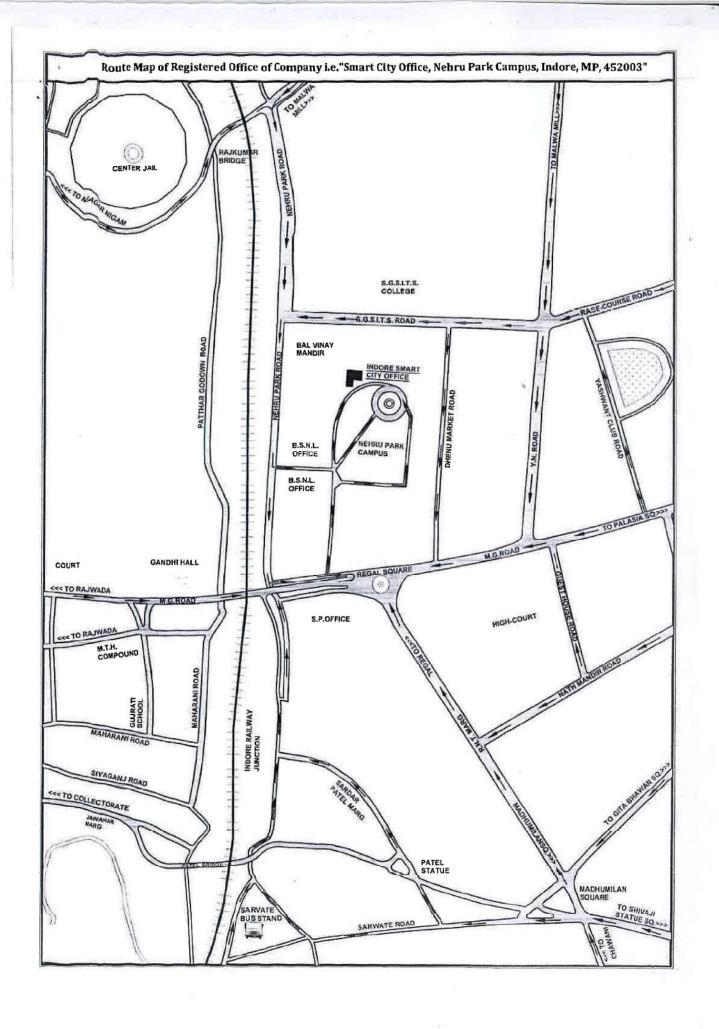
Folio No.	
No. of shares(s) held	
Name & Address of Registered shareholder	

I certify that I/we am/are a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the 2nd Annual General Meeting of the Company convened on Saturday, the 22nd day of December 2018 at Smart City Office, Nehru Park Campus, Indore, MP, 452003

Member's / Proxy's Signature

Note: Please complete this and hand it over at the entrance of the hall.





INDORE SMART CITY DEVELOPMENT LID.

Smart City Office, Nehru Park Campus, Indore, M.P., 4520_{©3} Ph. No.: 0731-2535572; E-mail: smartcityindore16@gmail.com CIN: U75100MP2016SGC035528; Website: www.smartcityindore.org

NOTICE is hereby given that the adjourned 2nd Annual General Meeting of the Members of the Company shall be held on Thursday, the 26th day of September 2019 at 2.15 PM at the Registered Office of the Company at Smart City Office, Nehru Park Campus, Indore, MP, 452003 to transact the following business.

I. ORDINARY BUSINESS:

- To receive, consider and adopt the comments from Comptroller and Auditor-General of India on Financial Statement, Auditors' Report etc. for the year ended 31st March, 2017 as Annexure to Board's Report.
- 2. To receive, consider and adopt the Audited Balance Sheet and Statement of Profit & Loss of the Company for the year ended 31st March, 2018 together with the Board's Report & Independent Auditor's Report with comments from Comptroller and Auditor-General of India thereon.

Place: Indore Date: 26.09.2019

By order of Board of Directors of Indore Smart City Development Limited

INDORE SHE

Anurag Kumar Saxena Company Secretary FCS No.:8115

NOTE:

- A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote
 instead of himself and the proxy need not be a Member. Proxy in order to be effective must be
 received by the Company not less than 48 hours before the Meeting.
- 2. All documents referred to in the accompanying Notice and Statutory Register(s) are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11.00 A.M.to 1.00 P.M.
- Member's desire of obtaining any information concerning Accounts and Operations of the Company
 are requested to address their questions in writing to the Company at least 1 day before the date of
 the Meeting.

$\frac{ATTENDANCE\ SLIP}{2^{ND}\ ADJOURNED\ ANNUAL\ GENERAL\ MEETING}$

Folio No.					_
No. of shares(s) held					
Name & Address of Registered shareholder					
I certify that I/we am/are a regishareholder of the Company.	stered shareh	older / p	roxy for the	register	ed
I hereby record my presence at the 2	2 nd Adjourned	l Annual (General Mee	ting of th	ie
Company convened on Thursda Smart City Office, Nehru Park Ca	•	-	•	2019 ε	at

Member's / Proxy's Signature

Note: Please complete this and hand it over at the entrance of the hall.

Form No. MGT-11

Proxy Form

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

CIN: U75100MP2016SGC035528

Name of the Company: Indore Smart City Development Limited

Registered office: Smart City Office, Nehru Park Campus, Indore, MP, 452003

	being the members of shares of the above named company, hereby appoint Name:
	Address:
	Email ID:
	Signature:,or failing him
2.	Name:
	Address:
	Email ID:
	Signature:,or failing him
3.	Name:
	Address:
	Email ID:
	Signature:
Adjour	our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2 ⁿ med Annual General Meeting of the Company, to be held on Thursday, the 26 th September 2019 at Smart City Office, Nehru Park Campus, Indore, MP, 45200 my adjournment thereof in respect of such resolutions as are indicated below:
	ation No.
1.	
2.	
3.	
5	***************************************

6	••••••	• • • • • • • • • • • • • • • • • • • •			• • • • • • • • • • • • •			• • • • • • • • •	••••
7	· · · · · · · · · · · · · · · · · · ·		••••••			•••••	• • • • • • • • • • • • • • • • • • • •	• • • • • • • • • •	
8		· · · · · · · · · · · · · · · · · · ·	•••••					• • • • • • • • • • • • • • • • • • • •	
9	••••••				•••••		• · · · · • • • • • • • • • • • • • • •	•••••	.
10	***********	••••••		· · · · · · · · · · · · · · · · · · ·	•••••	•••••	• • • • • • • • • • • • • • • • • • • •	•••••	···· ·
11	• • • • • • • • • • • • • • • • • • • •	• • • • • • • • • • • • • • • • • • • •	•••••			• • • • • • • • • • • • • • • • • • • •	• • • • • • • • • • • •	• • • • • • • • • • • • • • • • • • • •	.
12				• • • • • • • • • • • • • • • • • • • •	•••••	***********	•••••••		
13				, .	, , , , , , , , , , , , , , , , , , ,				
Signed thi			2019	·.		,	Affix Reve	nue	
Signature	of shareh	older(s)					Stam	ի	

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Notes:

- 1. Proxy to be deposited at the Registered Office of the Company, not later than FORTY-EIGHT hours before the meeting.
- 2. All alterations made in the Form of Proxy should be initialed.
- 3. Please affix appropriate Revenue Stamp before putting signature.
- 4. In case of multiple proxies, proxy later in time shall be accepted.
- 5. A proxy need not be a shareholder of the Company

