

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

2nd Floor, Building No. 2, Solitaire Corporate Park 167, Guru Hargovind Marg, Chakala, Andheri (East) Mumbai 400093.

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DIRECTORS' REPORT

Your Directors have pleasure in presenting their sixteenth annual report and the audited financial statement for the financial year ended March 31, 2020.

HIGHLIGHTS OF FINANCIAL RESULTS

The Company's financial performance, for the year ended March 31, 2020 is summarised below:

Particulars	2019-20	2018-19
	(Rs. Lacs)	(Rs. Lacs)
Net Revenue from Operations	-	-
Other Expenses	(3.65)	(10.03)
Depreciation & amortization	(47.33)	(49.78)
Profit after Depreciation	(48.59)	(49.87)
Finance Costs	-	-
Profit/(Loss) before tax	(48.59)	(49.87)
Provision for taxation - Income Tax	-	-
- Deferred Tax	(12.32)	(57.21)
Profit/(Loss) after tax	(36.33)	7.34
Balance brought forward to previous year	(2160.98)	(2168.32)
Balance carried to Balance Sheet	(2197.31)	(2160.98)

STATE OF COMPANY'S AFFAIRS

The Company achieved a turnover of Rs. NIL lacs as compared to Rs. NIL lacs in the previous year. Loss before tax was 48.59 lacs as against Rs. 49.87 lacs of the previous year. The profit / (Loss) after tax stood at Rs. (36.33) lacs as compared to the profit of Rs. 7.34 lacs in the previous year.

REGISTERED OFFICE

The details of the present address of the Registered Office are given below:

2nd Floor, Building No. 2, Solitaire Corporate Park 167, Guru Hargovind Marg, Chakala, Andheri (East) Mumbai 400093.

DIVIDEND

Your Directors have not recommended any dividend on the Equity Shares. (Previous Year Nil)

TRANSFER TO RESERVES

The Company has not transferred any amount to the Reserves for the year ended March 31, 2020 (Previous year Nil)

SHARE CAPITAL

During the year under review, the Company has issued 99,137 Equity Shares of Rs.10/- each at a Premium of Rs. 395.50 per Equity Share on a Rights basis to the existing shareholders of the Company. The paid-up Equity Share Capital of the Company as on March 31, 2020 was Rs. 22156660 consists of 2215666 Equity Shares of the face value of Rs. 10/- each.

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Equity shares of Company has been admitted with National Securities Depository Limited (NSDL) and International Security Identification Number (ISIN) of the equity shares of the Company is INE01RH01016.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

DEPOSITS

The Company has not accepted any deposits within the meaning of Chapter V of The Companies Act, 2013 during the year under review. No deposit remained unpaid or unclaimed as at the end of the year and accordingly there has been no default in repayment of deposits or payment of interest thereon during the year.

HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

As on March 31, 2020, the Company did not have any subsidiary/associate/joint venture. During the year under review, no company became/ceased to be a subsidiary/associate/joint venture of the Company. The Company continues to be Wholly-Owned Subsidiary (Material Subsidiary) of Bajaj Consumer Care Limited.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The criteria specified under Section 135 of the Companies Act, 2013 and Rules made thereunder, pertaining to applicability of the CSR, are not applicable to the Company.

RISK MANAGEMENT

The Company, like any other enterprise, is exposed to business risk which can be internal risks as well as external risks.

Any unexpected changes in regulatory framework pertaining to fiscal benefits and other related issues can affect our operations and profitability.

However, the Company is well aware of the above risks and as part of business strategy has put in a mechanism to ensure that they are mitigated with timely action. The Company has a robust Business Risk Management (BRM) framework Policy to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

In the opinion of the Board of Directors, none of the aforementioned risks affect and/or threaten the existence of the Company.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The criteria specified under Section 177 of the Companies Act, 2013 and Rules made thereunder, pertaining to applicability of the Vigil Mechanism/Whistle Blower Policy, are not applicable to the Company.

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BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Retirement by Rotation

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Rajiv Gandhi (DIN:00041707), Director, who retires by rotation and being eligible, offers himself for reappointment.

The Company is not required to appoint any Key Managerial Personnel for the year under review.

Number of Meetings of the Board

The Board met 10 times during the Financial Year 2019-20 namely, April 8, 2019, July 12, 2019, August 13, 2019, August 19, 2019, October 7, 2019, October 10, 2019, November 5, 2019, December 6, 2019, January 14, 2020 and March 6, 2020

The Board of Directors affirms that the Company has complied with applicable Secretarial Standards (SS) issued by The Institute of Company Secretaries of India (SSI and SS2) respectively relating to meetings.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 with respect to the directors' responsibility statement, it is hereby confirmed that:

- (a) in the preparation of the annual accounts for the year ended March 31, 2020 the applicable Accounting standards had been followed along with proper explanation relating to the material departures;
- (b) the directors of the Company 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, as at March 31, 2020 and profit of the Company for the year ended on that date.
- (c) the directors of the Company had taken proper and sufficient care for the maintenance of proper accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors of the Company had prepared the accounts of the Company for the financial year ended March 31, 2020 on a going concern basis;
- (e) the directors of the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and
- (f) the directors of the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and were operating effectively.

SECRETARIAL AUDIT

RELATED PARTIES TRANSACTIONS

All contracts or arrangements with related parties, entered into or modified during the Financial Year were at arm's length basis and in ordinary course of the Company's business. All such contracts or arrangements were entered into with requisite approval. No material contract or arrangements with related parties were entered during the year

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under review. Therefore, there is no requirement to report any transaction in Form AOC-2 in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

Transactions with Related Parties are disclosed in the notes to accounts annexed to the financial statements.

INTERNAL FINANCIAL CONTROL

The Company has an internal financial control system commensurate with the size and scale of its operations and the same has been operating effectively. The Statutory Auditor evaluates the efficacy and adequacy of internal control system, accounting procedures and policies adopted by the Company for efficient conduct of its business, adherence to Company's policies, safeguarding of Company's assets, prevention and detection of frauds and errors and timely preparation of reliable financial information etc. Significant audit observations and corrective actions thereon are presented to the Board.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of this report.

STATUTORY AUDITORS' REPORT

Members of the Company at the 13th Annual General Meeting held on July 14, 2017 approved the appointment of M/s. R. S. Dani & Company, Chartered Accountants (Firm Registration No. 000243C) as a Statutory Auditor of the Company for a term of 5 years to hold office from the conclusion of 13th Annual General Meeting till the conclusion of 18th Annual General Meeting of the Company.

Ministry of Corporate Affairs by way of a Notification dated May 07, 2018, notified the provisions of Section 40 of the Companies (Amendment) Act, 2017 along with Companies (Audit and Auditors) Amendment Rules, 2018, whereby provisions of Section 139 of the Companies Act, 2013 were amended. As per the amendment, Statutory Auditors appointed by the shareholders at the AGM of the Company for a term, need not be ratified at every subsequent AGM held thereafter.

The Statutory Auditors have confirmed their eligibility pursuant to Section 139 of the Companies Act, 2013.

The observations and comments given in the report of the Auditors read together with notes to accounts are self-explanatory and hence do not call for any further explanation or comments under Section 134(f)(i) of the Companies Act, 2013.

REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Board under Section 143(12) of the Companies Act, 2013 and Rules made thereunder.

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CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as prescribed under sub-section (m) of Section 134 of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 to the extent applicable with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo is attached vide Annexure-II and forms part of this report.

EXTRACT OF THE ANNUAL RETURN

An extract of the Annual Return for the year ended March 31, 2020 as provided under sub-section (3) of Section 92 and prescribed under Rule 12 of Companies (Management & Administration) Rules, 2014 is attached as Annexure-I and forms part of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS

There are no significant or material orders passed by any regulators or courts that can threaten existence of the Company.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration related to remuneration and other details as required under Section 197(12) of The Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed off during the current financial year.

1. Number of Complaints received: Nil
2. Number of Complaints disposed off: Nil

ACKNOWLEDGEMENTS

Your directors express their appreciation for the sincere co-operation and assistance of Central and State Government authorities, bankers, suppliers, customers and business associates. Your directors also wish to place on record their deep sense of appreciation for the committed services by your company's employees. Your directors acknowledge with gratitude the encouragement and support extended by our valued Members.

For and on behalf of the Board of Directors


Balkishan Muchhal
Director
(DIN: 00040896)


Avinash Gharat
Director
(DIN: 06754414)

Date: 10th June 2020
Place: Mumbai

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ANNEXURE-I

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

(as on the Financial Year ended 31.03.2020)

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U70101MH2004PTC146231
ii)	Registration Date	12/05/2004
iii)	Name of the Company	Uptown Properties And Leasing Private Limited
iv)	Category / Sub-Category of the Company	Private
v)	Address of the Registered office and contact details	2nd Floor, Building No. 2, Solitaire Corporate Park, 167, Guru Hargovind Marg, Chakala, Andheri (East), Mumbai 400 093 Tel.:+91-22-28225145/46
vi)	Whether listed company	Yes / No
vii)	Name, Address and Contact details of Registrar and 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:

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Construction of buildings	41001	*

* Presently the Company has no business operations and hence the main product/service contributes NIL% to total turnover.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1	Bajaj Consumer Care Limited (Formerly Bajaj Corp Limited) Old Station Road, Sevashram Chouraha, Udaipur- 313001	L01110RJ2006PLC047173	Holding	100	2(46)

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

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.*	0	2116529	2116529	100.00	0			100.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	0	2116529	2116529	100.00		2215666	2215666	100.00	4.68
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	2116529	2116529	100.00	0	2215666	2215666	100.00	4.68
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt. (s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2. Non-Institutions									
a) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals	0	0	0	0.00	0	0	0	0.00	0.00
i) Individual	0	0	0	0.00	0	0	0	0.00	0.00

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shareholders holding nominal share capital upto Rs.1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	0	2116529	2116529	100.00	0	2215666	2215666	100.00	4.68

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	% change in share holding during the year
1.	Bajaj Consumer Care Limited	2116529	100.00	0	2215666	100.00	0	0.00
	Total	2116529	100.00	0	2215666	100.00	0	0.00

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

Sl. No.		Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Bajaj Consumer Care Limited						
	At the beginning of the year			2116529	100.00		100.00
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the	19.08.2019	Rights Issue	59186		2175715	100.00

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reasons for increase/ decrease (e.g. allotment / transfer/ bonus/ sweat equity etc.):						
	07.10.2019	Rights Issue	2960		2178675	
	06.12.2019	Rights Issue	24661		2203336	
	06.03.2020	Rights Issue	12,330		2215666	
At the End of the year					2215666	100.00

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the End of the year (or on the date of separation, if separated during the year)	0	0.00	0	0.00

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors and KMP				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the End of the year	0	0.00	0	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(In Rs. crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	0.00	0.00	0.00

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	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Change in Indebtedness during the financial year				
• Addition	0.00	0.00	0.00	0.00
• Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	0.00	0.00	0.00
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	0.00	0.00	0.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount †
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s. 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	0	0	0	0	0
2.	Stock Option	NA	NA	NA	NA	NA
3.	Sweat Equity	NA	NA	NA	NA	NA
4.	Commission - as % of profit - others, specify	0	0	0	0	0
5.	Others, please specify	0	0	0	0	0
	Total (A)	0	0	0	0	0
	Ceiling as per the Act	NA	NA	NA	NA	NA

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
1.	Independent Directors	NA	NA	NA	NA
	• Fee for attending board/ committee meetings	Nil	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil
2.	Other Non-Executive Directors	Mr. Balkishan Muchhal (DIN 00040896)	Mr. Rajiv Gandhi (DIN 00041707)	Mr. Avinash Gharat (DIN 06754414)	
	• Fee for attending board/ committee meetings	Nil	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil

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	Total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	NA	NA	NA	NA

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

(In Rs. lacs)

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors



Balkishan Muchhal
Director
(DIN: 00040896)



Avinash Gharat
Director
(DIN: 06754414)

Date: 10th June 2020
Place: Mumbai

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ANNEXURE-II

Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

(A) Conservation of energy

i) Steps taken for conservation of energy: Presently the Company has no business Activity during the year under review. Hence, the disclosure regarding Conservation of energy is not

applicable to the Company.

ii) Capital investments on energy consumption equipments : N.A.

iii) Steps taken by the Company for utilizing alternate source of energy: None

(B) Technology absorption - N.A.

i.	Efforts in brief, made towards technology absorption	-	
ii.	Benefit derived as a result of the efforts	-	
iii.	Information regarding technology imported during the last 5 years	-	
	a) Technology imported	-	
	b) Year of import	-	
	c) Has technology been fully absorbed	-	
iv.	Expenditure on R&D - N.A.	Year ended March 31, 2020 (Rs. in Lacs)	Year ended March 31, 2019 (Rs. in Lacs)
	a) Capital	-	-
	b) Recurring	-	-
	c) Total	-	-

(C) Foreign exchange earnings and outgo - Nil

Particulars	F.Y. 2019-20 (Rs. in Lacs)	F.Y. 2018-19 (Rs. in Lacs)
Foreign Exchange Outflows (outgo)	-	-
Foreign Exchange Inflows (earnings)	-	-

For and on behalf of the Board of Directors


Balkishan Muchhal -
Director
(DIN: 00040896)


Avinash Gharat
Director
(DIN: 06754414)

Date: 10th June 2020
Place: Mumbai

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CIN : U70101MH2004PTC146231

Balance Sheet as at March 31, 2020

Particulars	Note No	Rs in lacs	
		As at March 31, 2020	As at March 31, 2019
Assets			
Non-current assets			
(a) Property, plant & equipment	3	6,328.56	6,375.89
(b) Capital work in progress	3	1,738.46	1,471.16
(c) Financial assets			
(i) Loans	4	4.96	4.96
(ii) Other financial assets	5	11.19	10.51
(d) Other non-current assets	7.1	21.00	-
		<u>8,104.17</u>	<u>7,862.52</u>
Current assets			
(a) Financial assets			
(i) Current Investment	6	1.10	0.43
(ii) Cash and cash equivalents	8	5.51	4.38
(iii) Bank balance other than (ii) above	9	10.79	18.17
(b) Current tax assets	10	0.19	0.84
(c) Other current assets	7.2	0.08	0.41
		<u>17.67</u>	<u>24.23</u>
Total Assets		<u>8,121.84</u>	<u>7,886.75</u>
Equity and Liabilities			
(a) Share Capital	11	221.57	211.65
(b) Other equity	12	7,837.67	7,581.91
		<u>8,059.24</u>	<u>7,793.56</u>
Liabilities			
Non-current liabilities			
(a) Deferred tax liabilities (Net)	13	4.14	16.46
Current liabilities			
(a) Financial liabilities			
(i) Trade payables			
(a) total outstanding dues of micro and small enterprises	14	-	-
(b) total outstanding dues of creditors other than micro and small enterprises	14	1.81	3.40
(ii) Other financial liabilities	15	56.35	72.53
(b) Other current liabilities	16	0.30	0.80
		<u>58.46</u>	<u>76.73</u>
Total		<u>8,121.84</u>	<u>7,886.75</u>

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

As per our report of even date.

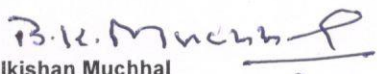
For R S Dani & Co.
Chartered Accountants
Firm Registration No. : 000243C

C.P. Kothari
Partner
Membership No. : 072229


Place : Mumbai
Date: June 10, 2020

For and on behalf of Board of Directors of

Uptown Properties and Leasing Private Limited


Balkishan Muchhal
Director, DIN: 00040896


Avinash Gharat
Director, DIN: 06754414


Rajiv Gandhi
Director, DIN: 00041707

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

CIN : U70101MH2004PTC146231

Statement of Profit and Loss for the year ended March 31, 2020

Rs in lacs

Particulars	Note No	Year ended March 31, 2020	Year ended March 31, 2019
I. Revenue from operations		-	-
II. Other Income	17	2.39	9.94
III. Total Income (I +II)		2.39	9.94
IV. Expenses:			
(a) Depreciation and amortization expense	18	47.33	49.78
(b) Other expenses	19	3.65	10.03
IV. Total Expenses		50.98	59.81
V. Profit / (loss) before tax (III - IV)		(48.59)	(49.87)
VI. Tax expense:			
(a) Current tax	20	-	-
(b) Tax adjustment of earlier years	20	0.06	-
(c) Deferred tax	20	(12.32)	(57.21)
VI. Total Tax Expenses		(12.26)	(57.21)
VII. Profit / (loss) for the period (V-VI)		(36.33)	7.34
VIII. Other comprehensive income			
(a) Items that will be reclassified to profit or loss		-	-
(b) Items that will not be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
IX. Total comprehensive income for the year, net of tax		(36.33)	7.34
X. Earnings per equity share:	21		
(a) Basic		(1.67)	0.35
(b) Diluted		(1.67)	0.35

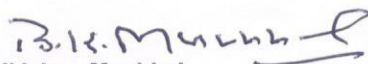

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As per our report of even date.

For R S Dani & Co.
Chartered Accountants
Firm Registration No. : 000243CC.P. Kothari
Partner
Membership No. : 072229Place : Mumbai
Date: June 10, 2020

For and on behalf of Board of Directors of

Uptown Properties and Leasing Private Limited


Balkishan Muchhal
Director, DIN: 00040896
Avinash Gharat
Director, DIN: 06754414
Rajiv Gandhi
Director, DIN: 00041707

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

CIN : U70101MH2004PTC146231

Statement of Cash Flow for the year ended March 31, 2020

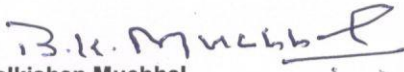
Particulars	Rs in lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
A Cash Flow From Operating Activities		
Net profit before Tax	(48.59)	(49.87)
Adjustments for:		
Depreciation	47.33	49.78
Interest income	(1.97)	(1.34)
Gain on sale of current investments	(0.41)	(9.15)
Fair value gain / (loss) on FVTPL investments	(0.01)	0.55
Operating profit before working capital changes	<u>(3.65)</u>	<u>(10.03)</u>
Adjustments for:		
Increase / (decrease) in trade payables and other liabilities	(2.08)	1.04
Increase / (decrease) in trade and other receivables	0.34	(2.82)
Cash generated from operations	<u>(5.39)</u>	<u>(11.81)</u>
Less : Direct Taxes paid / refund received	0.64	0.44
Net Cash from/(Used in) Operating Activities (A)	<u>(4.75)</u>	<u>(11.37)</u>
B Cash Flow from Investing Activities		
(Purchase) / sale of property, plant and equipments	(304.48)	(549.08)
Proceed from / (Purchase) of current investments (net)	(0.25)	30.00
Interest received	1.92	1.30
Fixed deposits with maturity of more than three months	6.69	(18.68)
Net Cash from / (Used in) Investing Activities (B)	<u>(296.12)</u>	<u>(536.46)</u>
C Cash Flow from Financing Activities		
Issue of equity share and premium thereon	402.00	450.91
Share application money received	(100.00)	100.00
Net Cash from/(Used in) Financing Activities (C)	<u>302.00</u>	<u>550.91</u>
Net Increase /(Decrease) in Cash & Cash Equivalents (A+B+C)	<u>1.13</u>	<u>3.08</u>
Cash & Cash Equivalents - Opening Balance	4.38	1.30
Cash & Cash Equivalents - Closing Balance (note 8)	<u>5.51</u>	<u>4.38</u>

Note: The above statement of cash flows has been prepared under the "Indirect Method" as set out in Ind AS 7 on "Statement of Cash Flows"

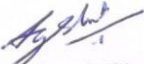
The accompanying notes are an integral part of the financial statements.

As per our report of even date.
For R S Dani & Co.
 Chartered Accountants
 Firm Registration No. : 000243C

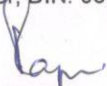
For and on behalf of Board of Directors of
Uptown Properties and Leasing Private Limited


Balkishan Muchhal
 Director, DIN: 00040896

C.P. Kothari
 Partner
 Membership: : 072229


Avinash Gharat
 Director, DIN: 06754414

Place : Mumbai
 Date: June 10, 2020


Rajiv Gandhi
 Director, DIN: 00041707

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

CIN : U70101MH2004PTC146231

Statement of Cash Flow for the year ended March 31, 2020

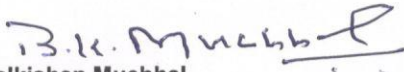
Particulars	Rs in lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
A Cash Flow From Operating Activities		
Net profit before Tax	(48.59)	(49.87)
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Proceed from / (Purchase) of current investments (net)	(0.25)	30.00
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Net Cash from / (Used in) Investing Activities (B)	<u>(296.12)</u>	<u>(536.46)</u>
C Cash Flow from Financing Activities		
Issue of equity share and premium thereon	402.00	450.91
Share application money received	(100.00)	100.00
Net Cash from/(Used in) Financing Activities (C)	<u>302.00</u>	<u>550.91</u>
Net Increase /(Decrease) in Cash & Cash Equivalents (A+B+C)	<u>1.13</u>	<u>3.08</u>
Cash & Cash Equivalents - Opening Balance	4.38	1.30
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Note: The above statement of cash flows has been prepared under the "Indirect Method" as set out in Ind AS 7 on "Statement of Cash Flows"


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

As per our report of even date.
For R S Dani & Co.
 Chartered Accountants
 Firm Registration No. : 000243C

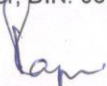
For and on behalf of Board of Directors of
Uptown Properties and Leasing Private Limited


Balkishan Muchhal
 Director, DIN: 00040896

C.P. Kothari
 Partner
 Membership: : 072229


Avinash Gharat
 Director, DIN: 06754414

Place : Mumbai
 Date: June 10, 2020


Rajiv Gandhi
 Director, DIN: 00041707

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

CIN : U70101MH2004PTC146231

Statement of Change in Equity for the year ended March 31, 2020

	In Nos.	Rs in lacs
A. Equity share capital		
Equity share of Rs 10 each issued, subscribed and fully paid		
As at April 1, 2018	20,01,081	200.11
Issue of share capital (Note 11.1)	1,15,448	11.54
As at March 31, 2019	21,16,529	211.65
Issue of share capital (Note 11.1)	99,137	9.91
As at March 31, 2020	22,15,666	221.57

B. Other equity
For the year ended March 31, 2020

	Share application money pending allotment	Reserves and surplus		Total other equity
		Securities premium	Retained earnings	
As at April 1, 2019	100.00	9,642.89	(2,160.98)	7,581.91
Profit for the year	-	-	(36.33)	(36.33)
Other comprehensive income	-	-	-	-
Total comprehensive income	100.00	9,642.89	(2,197.31)	7,545.58
Share application money received	302.00	-	-	302.00
Issue of share capital	(402.00)	392.09	-	(9.91)
As at March 31, 2020	-	10,034.98	(2,197.31)	7,837.67

For the year ended March 31, 2019

	Share application money pending allotment	Reserves and surplus		Total other equity
		Securities premium	Retained earnings	
As at April 1, 2018	-	9,203.52	(2,168.32)	7,035.20
Profit for the year	-	-	7.34	7.34
Other comprehensive income	-	-	-	-
Total comprehensive income	-	9,203.52	(2,160.98)	7,042.54
Share application money received	550.91	-	-	550.91
Issue of share capital	(450.91)	439.37	-	(11.54)
As at March 31, 2019	100.00	9,642.89	(2,160.98)	7,581.91

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

As per our report of even date.

For and on behalf of Board of Directors of

For R S Dani & Co.
Chartered Accountants
Firm Registration No. : 000243C

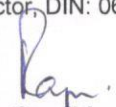
Uptown Properties and Leasing Private Limited


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Partner
Membership No. : 072229


Avinash Gharat
Director, DIN: 06754414

Place : Mumbai
Date: June 10, 2020


Rajiv Gandhi
Director, DIN: 00041707

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the Financial Statements for the year ended March 31, 2020

1 Corporate Information:

Uptown Properties and Leasing Private Limited '(the Company)' is a private limited company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The registered office of the company is located at 2nd Floor, Building No. 2, Solitaire Corporate Park, 167, Guru Hargovind Marg, Chakala, Andheri (East), Mumbai 400093 (Maharashtra).

The Company is a wholly own subsidiary company of Bajaj Consumer Care Limited (Formerly known as Bajaj Corp Limited) The Company is developing a commercial building for renting purpose. Information on related party relationships of the Company is provided in Note 24.

2 SIGNIFICANT ACCOUNTING POLICIES:

2.1 Statement of Compliance

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

2.2 Basis of Preparation of Financial Statements

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies explained below.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

2.3 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

2.4 Property, plant and equipment

All the property, plant and equipment are stated in the financial statements at cost less accumulated depreciation and accumulated impairment losses, if any. Freehold land is not depreciated. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Depreciation is provided on written down value method at the rate arrived at based on the useful lives as estimated by the management which is in accordance with Schedule II of the Companies Act 2013.

2.5 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable.

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the Financial Statements for the year ended March 31, 2020

i) **Interest Income :**

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

ii) **Rental Income**

Income earned by way of renting / leasing of commercial premises is recognized as income in accordance with Ind AS 17 'Leases' on straight line basis over the lease term. Initial direct costs such as legal expenses, brokerage etc. are recognized as expense on accrual basis in the Statement of profit or Loss.

2.6 Financial instruments

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

a) **Financial assets**

(i) **Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(ii) **Subsequent measurement**

For purposes of subsequent measurement, financial assets held by the Company is classified as debt instruments at amortised cost and equity and debt instruments at fair value through profit or loss.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to bank and other deposits.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Debt / equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit or loss.

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the Financial Statements for the year ended March 31, 2020

(iii) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- (i) The rights to receive cash flows from the asset have expired, or
- (ii) The Company has transferred its rights to receive cash flows from the asset.

(iv) Impairment of financial assets

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

ECL impairment loss allowance (or reversal) is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. In balance sheet, ECL is presented as an allowance, i.e., as an integral part of the measurement of financial assets.

b) **Financial liabilities**

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables.

(ii) Subsequent measurement

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

(iii) Derecognition

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

c) **Offsetting of financial instruments**

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

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the Financial Statements for the year ended March 31, 2020

2.7 Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability.

2.8 Taxation

a) Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income-tax Act, 1961 enacted in India. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

b) Deferred tax

Deferred income taxes reflects the impact of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by the same governing taxation laws.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.9 Impairments of Non Financial Assets

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. An impairment loss is recognised in profit or loss section of the statement of profit and loss for the year in which an asset is identified as impaired.

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the Financial Statements for the year ended March 31, 2020

2.10 Borrowing costs

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. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.11 Earnings Per Share

Basic earnings per share are calculated by dividing the total comprehensive income for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, total comprehensive income for the period and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.12 Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and Bank deposits with original maturity of three months or less.

2.13 Provisions

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.

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

3 Property, plant and equipment

	Rs in lacs			
	Land	Buildings	Capital work in progress	Total
Cost				
As at April 1, 2018	5,402.62	1,188.65	898.20	7,489.47
Additions	-	-	572.96	572.96
Disposals	-	-	-	-
As at March 31, 2019	5,402.62	1,188.65	1,471.16	8,062.43
Additions	-	-	267.30	267.30
Disposals	-	-	-	-
As at March 31, 2020	5,402.62	1,188.65	1,738.46	8,329.73
Depreciation and impairment				
As at April 1, 2018	-	165.60	-	165.60
Depreciation for the year	-	49.78	-	49.78
Disposals	-	-	-	-
As at March 31, 2019	-	215.38	-	215.38
Depreciation for the year	-	47.33	-	47.33
Disposals	-	-	-	-
As at March 31, 2020	-	262.71	-	262.71
Net book value				
As at March 31, 2019	5,402.62	973.27	1,471.16	7,847.05
As at March 31, 2020	5,402.62	925.94	1,738.46	8,067.02

	Rs in lacs	
	As at March 31, 2020	As at March 31, 2019
Net book value		
Property, plant and equipment	6,328.56	6,375.89
Capital work in progress	1,738.46	1,471.16

Capital work in progress

	Rs in lacs				
Particulars	As at April 1, 2018	Addition / (Deletion) during the Year	As at March 31, 2019	Addition / (Deletion) during the Year	As at March 31, 2020
Civil work	235.76	128.10	363.86	256.75	620.61
Technical professional fees	47.23	39.89	87.12	0.28	87.40
Municipal corporation Chg.	614.01	388.89	1,002.90	5.01	1,007.91
Other expenses	1.20	16.08	17.28	5.26	22.54
Total	898.20	572.96	1,471.16	267.30	1,738.46

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

	As at March 31, 2020	Rs in lacs As at March 31, 2019
4 Loans		
Non current (at amortised cost)		
Security Deposits (Unsecured)		
Considered good	4.96	4.96
Balance having significant increase in credit risk	-	-
Credit impaired	-	-
	4.96	4.96
Less:- Allowance for credit impaired	-	-
Total	4.96	4.96
5 Other financial assets		
Non current (at amortised cost)		
Non current bank balance (fixed deposits maturing after 12 months from reporting date)	11.19	10.51
Total	11.19	10.51
6 Current investments		
<u>Investments at fair value through profit or loss</u>		
In mutual fund (quoted) 33.836 (March 31, 2019 : 13.919) units of UTI Liquid Cash Plan- Direct Growth Plan	1.10	0.43
Total	1.10	0.43
7 Other assets		
7.1 Non Current		
Capital Advances	21.00	-
	21.00	-
7.2 Current		
Prepaid expenses	0.08	0.41
	0.08	0.41
Total	21.08	0.41
8 Cash and cash equivalents		
Balances with banks	5.46	4.35
Cash in hand	0.05	0.03
Total	5.51	4.38
9 Other bank balances		
Fixed deposits maturing within 12 months from reporting date	10.79	18.17
Total	10.79	18.17
10 Current tax assets		
Advance Income tax (Net)	0.19	0.84
Total	0.19	0.84

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

	As at March 31, 2020	Rs in lacs As at March 31, 2019
11 Share capital		
a) Authorised 30,00,000 (March 31, 2019: 30,00,000) equity shares of Rs 10 each	300.00	300.00
b) Issued 22,15,666 (March 31, 2019: 21,16,529) equity shares of Rs 10 each	221.57	211.65
c) Subscribed and paid up 22,15,666 (March 31, 2019: 21,16,529) equity shares of Rs 10 each	221.57	211.65

11.1 Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	In Nos	Rs in lacs
As at April 1, 2018	20,01,081	200.11
Add: shares allotted during the year 2018-19	1,15,448	11.54
As at March 31, 2019	21,16,529	211.65
Add: shares allotted during the year 2019-20	99,137	9.91
As at March 31, 2020	22,15,666	221.57

11.2 The details of shareholders holding more than 5% shares and shares held by parent company

Name of Shareholders	As at March 31, 2020		As at March 31, 2019	
	No. of shares held	% of holding	No. of shares held	% of holding
Bajaj Consumer Care Limited (Formerly known as Bajaj Corp Limited) (Holding Company)	22,15,666	100%	21,16,529	100%

11.3 Term / right attached to equity shares

- i) The Company has one class of equity shares having par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.
- ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

12 Other equity

Share application money pending allotment	-	100.00
Security premium	10,034.98	9,642.89
Retained earnings	(2,197.31)	(2,160.98)
Total	7,837.67	7,581.91

For movement in other equity refer statement of change in equity.

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

	As at March 31, 2020	Rs in lacs As at March 31, 2019
13 Deferred tax balances		
Deferred tax liabilities	4.14	16.46
<u>Breakup of deferred tax</u>		
Opening balance	16.46	73.67
Recognised in profit and loss - related to PPE	(12.32)	(57.21)
Closing balance	4.14	16.46
14 Trade payables		
a) Total outstanding dues of micro enterprises and small enterprises (Refer note below)	-	-
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	1.81	3.40
Total	1.81	3.40
Based on information available with the Company, there are no suppliers registered as micro, small and medium enterprise under the "The Micro Small and Medium Enterprises Development Act, 2006" as at March 31, 2020 and March 31, 2019 and hence disclosure, if any, relating to amount unpaid at year end together with interest paid / payable as required under the said act has not been given.		
15 Other financial liabilities		
Payable for capital goods	56.35	72.53
Total	56.35	72.53
16 Other current liabilities		
Statutory liabilities	0.30	0.80
Total	0.30	0.80

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

		Year ended March 31, 2020	Rs in lacs Year ended March 31, 2019
17	Other income		
	Interest on bank deposits	1.92	1.30
	Interest on Income tax refund	0.05	0.04
	Gain on sale of current investments	0.41	9.15
	Fair value gain / (loss) on financial instrument at FVTPL	0.01	(0.55)
	Total	2.39	9.94
18	Depreciation and amortisation expense		
	Depreciation on property, plant and equipment (Refer note 3)	47.33	49.78
	Total	47.33	49.78
19	Other expenses		
	a) Payment to auditor (Refer note 19.1)	0.35	0.35
	b) Legal and professional expenses	2.90	1.83
	c) Rates and taxes	0.03	0.17
	d) Miscellaneous expenses	0.37	7.68
	Total	3.65	10.03
19.1	Payment to auditor		
	Audit fees (For statutory audit)	0.35	0.35
	Total	0.35	0.35
20	Income tax recognised in profit and loss		
	<u>Current tax</u>		
	In respect of current year	-	-
	Tax adjustment of earlier years	0.06	-
		0.06	-
	<u>Deferred tax</u>		
	In respect of current year	(12.32)	(12.94)
	Reversal of deferred tax liabilities	-	(43.55)
	Adjustment to deferred tax attributable to change in tax rates	-	(0.72)
		(12.32)	(57.21)
	Total tax expenses	(12.26)	(57.21)
21	Earnings per share		
	Profit for the year	(36.33)	7.34
	Adjusted weighted average nos. of shares outstanding		
	For Basic	21,69,193	20,82,867
	For Diluted	21,69,193	20,83,716
	Earning per share (Face Value Rs 10/- per share)		
	Basic	(1.67)	0.35
	Diluted	(1.67)	0.35

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

22 Segment Reporting

The Company operates only in one segment and there are no reportable segments in accordance with IND-AS 108 on "Operating Segments".

23 Financial instruments

23.1 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company does not have any long term debts hence there is no capital gearing ratio.

23.2 Categorization of financial instruments

	<u>As at</u> <u>March 31,2020</u>	<u>Rs in lacs</u> <u>As at</u> <u>March 31,2019</u>
(i) Financial assets		
<u>Measured at fair value through profit or loss</u>		
Current investments (Note 6)	1.10	0.43
<u>Measured at amortised cost</u>		
a) Cash and cash equivalents (Note 8)	5.51	4.38
b) Other bank balances (Note 9)	10.79	18.17
c) Other financial assets (Note 5)	11.19	10.51
d) Loans (Note 4)	4.96	4.96
	<u>33.55</u>	<u>38.45</u>
(ii) Financial liabilities		
<u>Measured at amortised cost</u>		
Trade payables (Note 14)	1.81	3.40
	<u>1.81</u>	<u>3.40</u>

23.3 Financial risk management objectives

The management conducts and operates the business in a prudent manner, taking into account the significant risks to which the business is or could be exposed. The primary risk to which the business is exposed, which are unchanged from the previous year, comprise credit risks, liquidity risks and market risks.

Credit risk is managed by assessing the credit worthiness of potential customers and the potential for exposure to the market in which they operate, combined with regular monitoring and follow-up.

Management continuously monitors its cash flows to determine its cash requirements and makes arrangements with its parent company in order to manage exposure to liquidity risk.

Exposure to aforementioned risks are detailed below:

Credit risk

Financial assets that potentially expose the Company to concentration of credit risk comprises bank account and deposits. The Company's bank accounts are with high credit schedule and private banks.

Currency risk

There are no currency risk as all financial assets and financial liabilities are denominated in Indian Rupees.

Interest rate risk

The Company is not subject to any significant interest risk.

UPTOWN PROPERTIES AND LEASING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2020

23.4 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of the Company's financial assets and financial liabilities which are required to be stated at cost or at amortised cost approximately to their carrying values. The fair values of the quoted instruments are based on price quotations at the reporting date.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3 as described below:

Assets measured at fair value	Rs in lacs			
	Total	Level 1	Level 2	Level 3
Current investments (Note 6)				
As at March 31, 2020	1.10	1.10	-	-
As at March 31, 2019	0.43	0.43	-	-

24 Related party disclosure

24.1 List of related parties and relationship

Name of the Related Party	Relationship
The entity and the reporting entity are members of the same group	
i) Bajaj Consumer Care Limited (Formerly known as Bajaj Corp Limited)	Holding Company

24.2 Transactions during the period with related parties

Nature of Transactions	Rs in lacs	
	FY 2019-2020	FY 2018-2019
Issue of equity shares and share premium	402.01	450.91
Share application money received	-	100.00

25 Figures have been regrouped/rearranged wherever necessary.

26 This Financial Statements for the year ended March 31, 2020 were approved by the Board of Directors on 10 June, 2020.

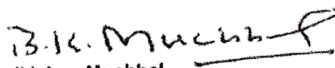
The accompanying notes are an integral part of the financial statements.

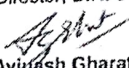
As per our report of even date.
For R S Dani & Co.
Chartered Accountants
Firm Registration No. : 000243C


C.P. Kothari
Partner
Membership No. : 072229

Place : Mumbai
Date: June 10, 2020

For and on behalf of Board of Directors of
Uptown Properties and Leasing Private Limited


Balkishan Muchhal
Director, DIN: 00040896


Avijash Gharat
Director, DIN: 06754414


Rajiv Gandhi
Director, DIN: 00041707