

PRIVATE & CONFIDENTIAL
TO BE SUBSCRIBED BY THE PERSON TO WHOM ISSUED. NON TRANSFERABLE.

PAS No: 1/ 2019-20

Date: 29/08/2019

Issued to India Housing Fund

FORM PAS - 4

(As per Rule 14(3) of Companies (Prospectus and Allotment) Rules, 2014)

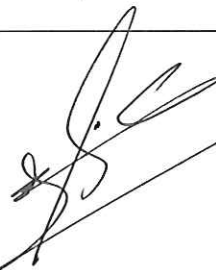
Part -A

PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER

PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER IS ISSUED IN RESPECT OF ISSUE OF TOTAL 10000 (TEN THOUSAND) RATED, LISTED, SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF A FACE VALUE OF RS. 1,00,000/- (RUPEES ONE LAKH ONLY) EACH, OF THE AGGREGATE NOMINAL VALUE OF RS. 100,00,00,000/- (RUPEES ONE HUNDRED CRORES ONLY) BEING ISSUED IN 3 (THREE) SERIES, BEING SERIES A DEBENTURES OF RS.49,00,00,000, SERIES B DEBENTURES OF RS.37,00,00,000 AND SERIES C DEBENTURES OF RS.14,00,00,000 ("DEBENTURES"), IN ONE OR MORE TRANCEHS, FOR CASH AT PAR ON A PRIVATE PLACEMENT BASIS.

THIS PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER IS FOR ISSUE OF 4,900 (FOUR THOUSAND NINE HUNDRED) RATED, LISTED, SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF A FACE VALUE OF RS. 1,00,000/- (RUPEES ONE LAKH ONLY) EACH, OF THE AGGREGATE NOMINAL VALUE OF RS. 49,00,00,000/- (RUPEES FORTY NINE CRORES ONLY) ("DEBENTURES") FOR CASH AT PAR ON A PRIVATE PLACEMENT BASIS AND IN THE FOLLOWING MANNER:

1. 4900 (FOUR THOUSAND NINE HUNDRED) SERIES A DEBENTURES;



I. General Information:

- a) Name, address, website and other contact details of the Issuer, Indicating both registered office and the Corporate office:

Issuer:	Suvilas Realities Private Limited
Registered Office & Corporate Office:	No.52, Donnabas Towers, I floor, Railway Parallel Road, Next to Bethesda School, Kumara Park West, Bengaluru - 560020
Telephone No:	080-23349444
Contact Person:	G.S.S.N Srinivas
Email:	srinivas.ssng@suvilasproperties.com

- b) Date of Incorporation of the Issuer:

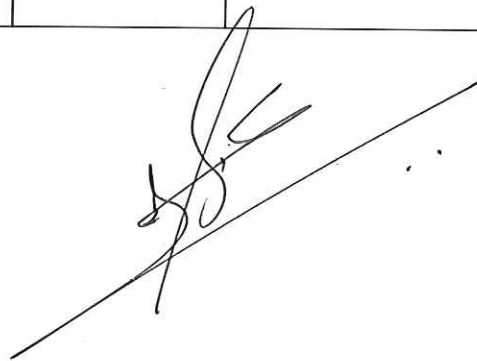
April 5, 2013

- c) Business carried on by the Issuer and Its subsidiaries with the details of branches or units, If any:

The Issuer is principally engaged in the business of promotion, development and sale of flats, apartments, residential layouts, commercial properties etc.

- d) Brief particulars of the management of the company

Name, Designation, DIN	Age	Address	Beginning date	Details of other directorship
Mr. Sunil Chowdary Managing Director DIN: 05126962	47	163B, Sobha Malachite, Jakkur Bangalore North, Yelahanka Bengaluru - 560064	05/04/2013	Suvilas Constructions Private Limited Suvilas Properties Private Limited Pannas Makeup Private Limited
Mr. U N Umesh Director DIN: 05297718	50	#103-C, 1st Floor, No. 60 & 83, Debonair Residency Ramarao Layout, Kathriguppe, Banashankari 3rd Stag Bengaluru - 560085	05/04/2013	Suvilas Properties Private Limited

e) Names, addresses, Director Identification Number (DIN) of the directors

Name, Designation, DIN	Age	Address	Beginning date	Details of other directorship
Mr. Sunil Chowdary Managing Director DIN: 05126962	47	163B, Sobha Malachite, Jakkur Bangalore North, Yelahanka Bengaluru - 560064	05/04/2013	Suvilas Constructions Private Limited Suvilas Properties Private Limited Pannas Makeup Private Limited
Mr. U N Umesh Director DIN: 05297718	50	#103-C, 1st Floor, No. 60 & 83, Debonair Residency Ramarao Layout, Kathriguppe, Banashankari 3rd Stag Bengaluru - 560085	05/04/2013	Suvilas Properties Private Limited

f) Management's perception of risk factors:

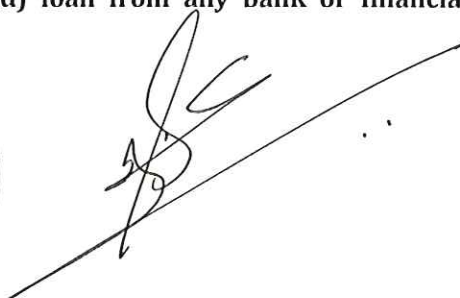
The Company is dependent on the performance of, and the conditions affecting, the real estate market in general and specifically in South India, where the Company has its significant presence.

Any volatility in housing or real estate market prices and real estate financing may have an adverse impact on our business and growth strategies. The success of our business is dependent on our ability to anticipate and respond to customer requirements both in terms of type and location of our properties. If we fail to anticipate and respond to customer requirements, we could lose potential customers to competitors, which in turn could adversely affect the business prospects and results of the Company.

There may be delays and cost overruns in relation to our projects. We face intense competition in our business and may not be able to compete effectively. We are dependent on various sub-contractors or specialist agencies to construct and develop our projects. Significant increases in prices or shortages of building materials could harm our results of operations. The enhanced supervisory and compliance environment in the sector may increase the risk of regulatory action. There are compliance risk attached to company's business, any change in legislations affecting real estate or housing may adversely affect the Company's business and operations. Natural Calamities could adversely affect the economy and our business.

g) Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of (a) statutory dues; (b) Debentures and interest thereon; (c) deposits and interest thereon; (d) loan from any bank or financial institution and interest thereon

Nil

- h) Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process

Name:	Mr. G.S.S.N Srinivas
Designation:	VP – Finance
Address:	No.52, Donnabas Towers, I floor, Railway Paralleln Road, Next to Bethesda School, Kumara Park West, Bengaluru - 560020
Tel No:	080-23349444
Email:	srinivas.ssng@suvilasproperties.com

- i) Any Default in Annual filing of the company under the Companies Act, 2013 or the rules made thereunder.

The Company has not defaulted in filing of any of the annual filings



II. Particulars of the offer

a.	Financial position of the Company for the last 3 financial years	Please refer Annexure 2 for the details
b.	Date of passing of board resolution	June 17, 2019
c.	Date of passing of resolution in the general meeting, authorizing the offer of securities	June 18, 2019
d.	Kinds of securities offered (i.e. whether share or debenture) and class of security	<p>1. Total issue size: 10,000 (Ten Thousand) Rated, Listed, Secured, Redeemable, Non-Convertible debentures of a face value of Rs. 1,00,000/- (Rupees One Lakh only) each, aggregating upto Rs. 100,00,00,000/- (Rupees One Hundred Crores only) being issued in following series:</p> <p>i) 4900 Series A Debentures; ii) 3700 Series B Debentures and iii) 1400 Series C Debentures</p> <p>2. Current Offer: 49,000 (Four Thousand Nine Hundred Thousand) Rated, Listed, Secured, Redeemable, Non-Convertible Debentures of a face value of Rs. 1,00,000/- (Rupees One Lakh Only) each, of the aggregate nominal value of Rs. 49,00,00,000/- (Rupees Forty Nine Crores Only) in the following manner:</p> <p>1. 4900 (Four Thousand Nine Hundred) Series A Debentures;</p>
e.	Price at which the security is being offered including the premium, if any, along with justification of the price	The Debentures are offered at their Face Value of INR 100,000 /- (Rupees One Lakh) each Debentures are being issued at par
f.	Name and address of the valuer who performed valuation of the security offered and basis on which the price has been arrived at along with report of the registered valuer	Not Applicable (Debentures are being issued at par)
g.	Relevant date with reference to which the price has been arrived at (Relevant Date means a date at least 30 days prior to the date on which the general meeting of the company is scheduled to be held)	Not Applicable (Debentures are being issued at par)
h.	The class or classes of persons to whom the allotment is proposed to	India Housing Fund (Fund managed by IIFL Asset Management Limited)



	be made	IIFL Center, 6th Floor, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai- 400013
i.	The proposed time within which the allotment shall be completed	12 months from the date of passing the special resolution
j.	The change in control, if any, in the company that would occur consequent to the private placement	Not Applicable
k.	the number of persons to whom allotment on preferential basis/private placement/ rights issue has already been made during the year, in terms of number of securities as well as price	Not Applicable
l.	the justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	Not Applicable
m.	Amount which the company intends to raise by way of proposed offer of securities	The Company intends to raise total of Rs. 100,00,00,000/- (Rupees One Hundred Crores only) by way of issue of Debentures. However, through this private placement offer cum application letter the Company intends to raise Rs. 49,00,00,000/- (Rupees Forty Nine Crores Only).
n.	Terms of raising of securities: Duration, if applicable, Rate of interest, mode of payment and repayment	As per Annexure 3
o.	Proposed time schedule for which the offer letter is valid	For Series A: Issue Opening Date: 29.08.2019 Issue Closing Date: 30.08.2019 Pay-in date: 30.08.2019 Allotment date: 30.08.2019
p.	Purposes and objects of the offer	The Company shall use the proceeds for the initial development and working capital requirement of the project Suvilas Palms and for other corporate purposes
q.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	Not Applicable
r.	Principle terms of assets charged as security, if applicable	Mortgage on land area admeasuring 7 acres 6.5 Guntas related to Project Suvilas Palms -Charge on movable and current asset of the project

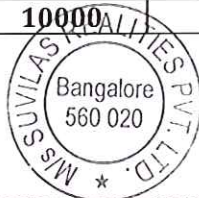


		<ul style="list-style-type: none"> - Project escrow account - Personal guarantee by promoters - Corporate Guarantee by Shriram Properties Limited and Suvilas Realities Private Limited <p>Additional Security</p> <ul style="list-style-type: none"> - Mortgage of land area admeasuring 2 acres 5 Guntas of land related to Project Suvilas Gardenia - Mortgage of land area admeasuring 10 acres situated in Mouza Khordabahera, J.L. No. 6, Police Station – Uttarpura, Kolkatta belonging to Bengal Shriram Hitech City Private Limited
s.	The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	Not Applicable

The pre-issue and post-issue shareholding pattern of the company

There will not be any changes to the shareholding pattern of the Company.

Sl. No	Category	Pre-issue		Post-issue	
		No. of Shares held	% of shareholding	No. of Shares held	% of shareholding
A.	Promoter's Holding				
1	Indian				
	Individual	10000	100%	10000	100%
	Bodies corporate				
	Sub-total				
2	Foreign promoters				
	Sub-total (A)	10000	100%	10000	100%
B.	Non-promoter's holding	-	-	-	-
1	Institutional Investors				
2	Non-institutional Investors				
	Private corporate bodies				
	Directors and relatives				
	Indian public				
	Others [including Non-resident Indians (NRI)]				
	Sub-total (B)	-	-	-	-
	GRAND TOTAL	10000	100%	10000	100%



III. MODE OF PAYMENT OF SUBSCRIPTION-

Cheque, Demand Draft and Other Banking Channels.

IV. DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION, ETC

i.	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons	Nil
ii.	Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree company during the last three years immediately preceding the year of the issue of the private placement offer cum application letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed	Nil
iii.	Remuneration of directors (during the current year and last 3 financial years)	Nil
iv.	Related party transactions entered during the last 3 financial years immediately preceding the year of the issue of the private placement offer cum application letter including with regard to loans made or, guarantees given or securities provided	Please refer Annexure 2 for the details
v.	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of the issue of the private placement offer cum application letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remark	There are no reservations or qualifications or adverse marks by the auditors since incorporation
vi.	Details of any inquiry, inspections or investigations initiated or conducted under the Act or any previous company law in the last three years immediately preceding the year of the issue of the private placement offer cum application letter in the case of company and all of its subsidiaries. Also if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the private placement	Not Applicable



	offer cum application letter and if so, section-wise details thereof for the company and all of its subsidiaries	
vii.	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company	Not Applicable

V. FINANCIAL POSITION OF THE COMPANY

The capital structure of the Company:

(i) (a) the authorized, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value)

	No. of Shares	Face Value (INR)	Total Nominal Value (INR)
i. Authorised Capital			
- Equity	20,000	INR 10	INR 200,000
ii. Issued, Subscribed and Paid up capital			
- Equity	10,000	INR 10	INR 100,000

(b) Size of the present offer- 4,900 (Four Thousand Nine Hundred) Rated, Listed, Secured, Redeemable, Non-Convertible Debentures of a face value of Rs. 1,00,000/- (Rupees One Lakh Only) each, of the aggregate nominal value of Rs. 49,00,00,000/- (Rupees Forty Nine Crores Only) being issued in the following manner:

4900 (Four Thousand Nine Hundred) Series A Debentures;

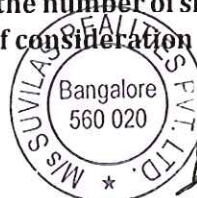
(c) Paid up capital

- Equity shares of INR 10 each	INR 100,000
After the conversion of convertible instruments	NA

(d) Share Premium Account

Before the offer	Nil
After the offer	Nil

(ii) (a) Details of the existing share capital of the Issuer in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration



Date of allotment	Number of shares allotted	Face value of shares allotted	Total Consideration
05/04/2013	10000	10	100000

(b) Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of the private placement offer cum application letter

(in Rs.)

Particulars	FY 2018-19	FY 2017-18	FY 2016-17
Net Profit Before Tax	(82,268)	(22,500)	(40,170)
Net Profit After Tax	(79,083)	(23,427)	(41,097)

(c) Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid)

The Company has not declared any dividends in the last 3 financial years.

(d) A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of the private placement offer cum application letter

Please refer Annexure 2 for the details

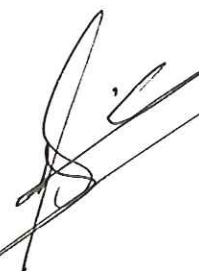
(e) Audited Cash Flow Statement for the three years immediately preceding the date of issue of the private placement offer cum application letter

Please refer Annexure 2 for the details

(f) Any change in the accounting policies during the last three years and their effect on the profits and reserves of the company

There are no changes in the accounting policies of the company during the last three years.

The form in which an investor can apply for subscription to the Debentures, format of which is set out in Annexure-1 herein.

DECLARATION BY THE DIRECTORS

- (a) the company has complied with the provisions of the Companies Act, 2013 and the rules made there under;
- (b) the compliance with the said Act and the rules made there under do not imply that payment of dividend or interest or repayment of preference shares or debentures, if applicable, is guaranteed by the Central Government
- (c) the monies received under the offer shall be used only for the purposes and objects indicated in the private placement offer cum application letter.

I am authorised by the Board of Directors of the company vide resolution dated June 17, 2019 to sign this form and declare that all the requirements of the companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever stated in this form and in the attachment thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association. It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

Sunil Chowdary
Managing Director
DIN: 05126962



Date: 29th August 2019

Attachments:
Copy of Board resolution
Copy of shareholders resolution

ANNEXURE 1: APPLICATION FORM

Suvilas Realities Private Limited

A private Limited Company Incorporated under Companies Act, 1956

Regd. Office: No.52, Donnabas Towers, I floor, Railway Paralleln Road, Next to Bethesda School,
Kumara Park West, Bengaluru - 560020

Corporate Identification Number: U70100KA2013PTC068447

Date of Incorporation: April 5, 2013

Contact Person: G.S.S.N Srinivas

Telephone No.: 080-23349444

Email:srinivas.ssng@suvilasproperties.com

Website:www.suvilasproperties.com

DEBENTURE SERIES APPLICATION FORM SERIAL NO.									
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ISSUE OF UPTO 4900 LISTED RATED SECURED REDEEMABLE NON CONVERTIBLE DEBENTURES OF INR 100,000/- (RUPEES ONE LAKH ONLY) EACH AGGREGATING UP TO INR 49,00,00,000/- (RUPEES FORTY NINE CRORES ONLY), FULLY PAID UP FOR CASH

DETAILS OF PAYMENT:

RTGS

No. ____ Drawn on _____

Funds transferred to Suvilas Realities Private Limited

Dated ____

Total Amount Enclosed

(In Figures)

(In Words)

APPLICANT'S NAME IN FULL (CAPITALS)

SPECIMEN SIGNATURE

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APPLICANT'S ADDRESS

ADDRESS			
STREET			
CITY			
PIN	400013	PHONE	Fax

APPLICANT'S PAN/GIR NO. [•]IT CIRCLE/WARD/DISTRICT

WE ARE ☐ COMPANY ☐ OTHERS ☐ SPECIFY ____

We have read and understood the Terms and Conditions of the issue of Debentures including the Risk Factors described in the Information Memorandum and have considered these in making our decision to apply. We bind ourselves to these Terms and Conditions and wish to apply for allotment of these Debentures. We request you to please place our name(s) on the Register of Holders.

Name of the Authorised Signatory(ies)	Designation	Signature We

Applicant's
Signature

We the undersigned, are agreeable to holding the Debentures of the Company in dematerialized form. Details of my/our demat account are given below:

DEPOSITORY	
DEPOSITORY PARTICIPANT NAME	
DP-ID	
BENEFICIARY ACCOUNT NUMBER	
NAME OF THE APPLICANT	

Applicant Bank Account : (Settlement by way of Cheque / Demand Draft / Pay Order / Direct Credit / ECS / NEFT/RTGS/other permitted mechanisms)	
--	--

FOR OFFICE USE ONLY

DATE OF RECEIPT.....

DATE OF CLEARANCE.....

(Note: Cheque and Drafts are subject to realisation)



(Note: Cheque and Drafts are subject to realisation)

We understand and confirm that the information provided in the Information Memorandum is provided by the Issuer and the same has not been verified by any legal advisors to the Issuer, the arranger and other intermediaries and their agents and advisors associated with this Issue. We confirm that we have for the purpose of investing in these Debentures carried out our own due diligence and made our own decisions with respect to investment in these Debentures and have not relied on any representations made by anyone other than the Issuer, if any.

We understand that: i) in case of allotment of Debentures to us, our Beneficiary Account as mentioned above would get credited to the extent of allotted Debentures, ii) the Applicant must ensure that the sequence of names as mentioned in the Application Form matches the sequence of name held with our Depository Participant, iii) if the names of the Applicant in this application are not identical and also not in the same order as the Beneficiary Account details with the above mentioned Depository Participant or if the Debentures cannot be credited to our Beneficiary Account for any reason whatsoever, the Issuer shall be entitled at its sole discretion to reject the application or issue the Debentures in physical form.

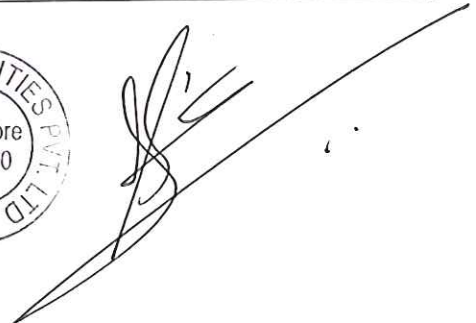
We understand that we are assuming on our own account, all risk of loss that may occur or be suffered by us including as to the returns on and/or the sale value of the Debentures and shall not look directly or indirectly to the arranger (or to any person acting on its or their behalf) to indemnify or otherwise hold us harmless in respect of any such loss and/or damage. We undertake that upon sale or transfer to subsequent investor or transferee ("**Transferee**"), we shall convey all the terms and conditions contained herein and in this Information Memorandum to such Transferee. In the event of any Transferee (including any intermediate or final holder of the Debentures) suing the Issuer (or any person) acting on its or their behalf we shall indemnify the Issuer and the arranger (and all such persons acting on its or their behalf) and also hold the Issuer and arranger and each of such person harmless in respect of any claim by any Transferee.

Applicant's
Signature

FOR OFFICE USE ONLY

DATE OF RECEIPT..... DATE OF CLEARANCE.....

(Note: Cheque and Drafts are subject to realization)



INSTRUCTIONS

1. Application forms must be completed in full in BLOCK LETTERS IN ENGLISH. A blank space must be left between two or more parts of the name.
2. Signatures should be made in English or in any of the Indian languages. Thumb impressions must be attested by an authorised official of a Bank or by a Magistrate/Notary Public under his/her official seal.
3. Application forms duly completed in all respects must be lodged at the Collection Centres mentioned below, before the closing of the subscription.
4. Cheque(s)/Demand Draft(s) should be made in favour of "Suvilas Realities Pvt Ltd NCD Escrow Account" payable at Mumbai and crossed "Account Payee Only". The account number to 57500000392216 be deposited in: with HDFC Bank Limited.
5. For RTGS transactions Details are:
 - Account Name : Suvilas Realities Pvt Ltd NCD Escrow Account
 - Account No. : 57500000392216
 - Bank : HDFC Bank
 - IFSC Code : HDFC0001079
 - Branch : Sadashiv Nagar, Bangalore
 - Type : Escrow Account
6. Outstation cheque, cash, money order, postal orders and stock invest will NOT be accepted.
As a matter of precaution against possible fraudulent encashment of coupon payment instruments due to loss/misplacement, applicants are requested to mention the full particulars of their bank account, as specified in the Application Form. Coupon payment instruments will then be made out in favour of the bank for credit to the Sole/first applicant's account. Cheque will be issued as per the details in the register of Security Holders at the risk of the sole/first applicant.
7. Receipt of applications will be acknowledged in the "Acknowledgement Slip", appearing below the Application Form. No separate receipt will be issued.
8. All applicants should mention their Permanent Account Number or the GIR number allotted under Income-Tax Act, 1961 and the Income-Tax Circle/Ward/District. In case where neither the PAN nor GIR number has been allotted, the fact of non-allotment should be mentioned in the application form in the space provided. Income Tax as applicable will be deducted at source at the time of payment of interest.
9. Applicants desirous of receiving interest on application money, *without TDS*, are required to submit the relevant tax exemption certificate from the Income Tax Officer, or in Form 15H along with the application form (in duplicate).

Address for submission of Application Forms along with the relevant Documents:

Suvilas Realities Private Limited,

Address: No.52, Donnabas Towers, I floor, Railway Parallel Road, Next to Bethesda School, Kumara Park West, Bengaluru - 560020

Tel: 080-23349444



ANNEXURE 2: ABRIDGED FINANCIAL STATEMENTS

ABRIDGED VERSION OF THE BALANCE SHEET AND THE STATEMENT OF PROFIT AND LOSS OF THE COMPANY SINCE INCORPORATION i.e. FY 2016-17 FY 2017-18 AND FY 2018-19.

Particulars	FY 2018-19	FY 2017-18	FY 2016-17
Assets			
Non-current assets	-	-	-
Net Fixed Assets	12,491	-	-
Other Non-Current Assets	44,68,42,037	-	927
Total Non-Current Assets	44,68,54,529	-	927
Current Assets			
Inventories	20,57,95,537		
Cash and cash equivalents	1,553	21,530	1,16,530
Other current assets	-	-	-
Total assets	65,26,51,618	21,530	1,17,457
Equity and liabilities			
Equity share capital	1,00,000	1,00,000	1,00,000
Other equity- Reserve and Surplus	(3,57,051)	(2,77,968)	(2,54,541)
Total equity	(2,57,051)	(1,77,968)	(1,54,541)
Liabilities			
Current liabilities			
Long Term borrowings	-	91,998	-
Short term borrowings / provisions	62,89,17,782	-	-
Trade payables	1,58,76,834	1,07,500	-
Other current liabilities	81,14,053	-	2,71,998
Total equity and liabilities	65,26,51,618	21,530	1,17,457



PROFIT AND LOSS ACCOUNT

Particulars	FY 2018-19	FY 2017-18	FY 2016-17
Revenue			
Revenue from operations	-	-	-
Total Revenue	-	-	-
Expenses			
Land cost	-	-	-
Material and construction cost	3,19,76,890	-	-
Change in inventories	(5,55,30,537)	-	-
Finance expense	2,35,35,896	-	-
Depreciation and amortization	724	-	-
Other expenses(Corporate & Admin Exp)	99,295	22,500	40,170
Total expenses	82,268	22,500	40,170
Profit before tax	(82,268)	(22,500)	(40,170)
Tax expense			
Current tax	-	-	-
Deferred tax	(3,185)	927	927
Profit after tax	(79,083)	(23,427)	(41,097)



ABRIDGED CASH FLOW STATEMENT OF THE COMPANY SINCE INCORPORATION i.e. FY 2016-17 FY 2017-18 AND FY 2018-19

Parameters	FY 2018-19	FY 2017-18	FY 2016-17
A. Cash flow from operating activities:			
Loss before taxation	(82,268)	(22,500)	(40,170)
<i>Adjustment to reconcile loss after tax to net cash flows:</i>			
Finance expenses (net)	2,35,36,620	-	-
Interest expense	-	-	-
Operating profit/ (loss) before working capital adjustments	2,34,54,352	(22,500)	(40,170)
<i>Working capital adjustments:</i>			
Increase in inventories	(20,57,95,537)	-	-
Increase in other assets	-	-	-
Increase in trade payables	1,57,69,334	1,07,500	-
Increase in other current liabilities	81,14,053	(2,71,998)	-
Cash (used in)/ received from operating activities	-	-	-
Income tax paid	-	-	-
Net cash used in / generated from operating activities	-	-	-
B. Cash flow from investing activities:			
Net cash from/ used in investing activities	(44,68,52,068)	-	-
C. Cash flow from financing activities:			
Proceed from issuance of equity shares	-	-	-
Proceeds from borrowings, net	-	-	-
Net cash generated from/ (used in) financing activities	60,52,77,373	91,998	-
Net increase / (decrease) in cash and cash equivalents	(19,977)	(95,000)	(11,208)



RELATED PARTY TRANSACTIONS OF THE COMPANY i.e. 2016-17 FY 2017-18 AND FY 2018-19

Particulars of transaction	Nature of relationship	FY 2018-19	FY 2017-18	FY 2016-17
Purchase of Land : Located at Sy 60/3 Shettihalli, yeshwanthpura Hobli, Bangalore extent of 10.5 guntas from Suvilas Properties Private limited	Promoter is same in both the companies	51,31,000	-	-
Purchase of Land : Sy 20,21,22,29 located at Mydarahalli, yeshwanthpura Hobli, Bangalore extent of 6 acres , purchased from Mr.Sunil Chowdary and Mr.C.R.Suresh	Promoter and Director	13,48,69,000	-	-
Interest corporate deposit given to M/s Suvilas Properties Private Limited	Promoter is same in both the companies	44,62,01,814	-	-
Sunil Chowdary - Advance	Managing Director	6,37,037	-	-
Intercompany deposit taken from Suvilas Properties Private limited Outstanding as on 31. mar 2018	Promoter is same in both the companies	-	90,420	-
Inter corporate deposit taken from Suvilas properties Private limited Outstanding as on 31 Mar 2017	Promoter is same in both the companies	-	-	90,420



ANNEXURE 3: TERAMS OF THE DEBENTURES

Maturity Date / Redemption Schedule	<p>Subject to early redemption, in terms of Debenture Trust Deed, the Maturity Date for the Debentures shall be as follows:</p> <p>Series A Debentures: 30th June 2022</p> <p>Series B Debentures: 31st March 2023</p> <p>Series C Debentures: 30th September 2023</p> <p><i>And more particularly mentioned in Schedule 11 of the Debenture Trust Deed.</i></p>
Moratorium Period	<p>Series A Debentures: till 30th September 2020</p> <p>Series B Debentures: till 30th September 2022</p> <p>Series C Debentures: till 30th June 2023</p>
Principal Payment Dates	<p>The Principal Amount of the Debentures issued under each Series shall, subject to any early payment in accordance with the terms of this Debenture Trust Deed, be repaid, by way of a bullet repayment, on the Maturity Date pertaining to such Series.</p>
Coupon	NIL
Default Interest	<p>A default interest at a rate of 18% (Two Percent) per annum ("Default Interest"), compounded quarterly, shall be payable upon the occurrence of the following events:</p> <ul style="list-style-type: none"> (i) In case of any delay or default in making any Debenture Payments on the respective Due Dates, all such amounts shall carry Default Interest for the period commencing from such Due Dates and expiring on, but not including, the date on which the defaulted amounts together with the Default Interest in relation thereto has been paid to the relevant Debenture Holders; and / or (ii) Upon occurrence of any Event of Default, all Debenture Payments due and payable in relation to the Debentures shall carry Default Interest from the date of occurrence of such Company Event of Default: (a) till the date such non-compliance is cured within the cure period if any for such Company Event of Default; or (b) till the Final Settlement Date, in any other case. <p>The Default Interest shall be calculated on daily basis for the period of default.</p>



	<p>The Default Interest shall be payable over and above the Redemption Premium payable in relation to the Debentures.</p> <p>For avoidance of doubt, levy of Default Interest shall not be in any manner be a waiver of any of the rights of the Debenture Holders and / or the Debenture Trustee upon occurrence of an Company Event of Default.</p>
Redemption Premium	<p>A redemption premium shall be payable to the Debenture Holders ("Redemption Premium"), on the Debentures being redeemed and / or prepaid in terms of the Debenture Trust Deed, which shall be such amounts so as to give the Debenture Holders:</p> <p>(i) an IRR of 18% (Eighteen Percent) on the Principal Amount of the Debentures being redeemed,</p> <p>which IRR shall be calculated using the XIRR function available on Microsoft Excel. For abundant caution, it is hereby clarified that any amounts paid to the Debenture Holders as Default Interest shall not be taken into consideration while calculating the Redemption Premium amount;</p> <p>The Redemption Premium shall be payable:</p> <p>(a) subject to redemption of such Debentures on any date prior to the Maturity Date, on the Maturity Date; and</p> <p>(b) in proportion to such Debentures being redeemed by the Issuer, on the Maturity Date or a date prior to the Maturity Date as the case may be.</p>
Pre Application Interest	<p>The Company shall be liable to pay to each Debenture Holder subscribing to the Debentures, interest calculated at such rate, so as to give the Debenture Holders a Redemption Premium of 15.00% (Fifteen Percent) on the Subscription Amounts paid by the said Debenture Holder from the date of remittance of such Subscription Amounts pertaining to such Debentures in the account of the Company (as per the Offer Documents issued by the Company for such Series of Debentures) until 1 (One) day prior to the Allotment Date of such Debentures.</p> <p>The interest on the Subscription Amounts thus calculated shall be paid by the Company to the Debenture Holders at the time of payment of the Redemption Premium payable on such the Debentures. Further, it is hereby clarified, that the amount of interest on the Subscription Amounts paid to the Debenture Holders shall be taken into consideration while calculating the Redemption Premium payable in relation to the Debentures.</p>



Repayment Schedule:

Series A: Rs.40 crores								
Payment Dates	Starting POS	Put exercised in the period	Cumulative Put exercised	Principal Repayment	Redemption Premium	Interest	Total Repayment (cash flow)	Series to be redeemed
18-Jul-19							-40,00,00,000	
30-Jun-21	40,00,00,000	25.00%	25.00%	10,00,00,000	3,14,00,000	0	13,14,00,000	Series A
30-Sep-21	30,00,00,000	25.00%	50.00%	10,00,00,000	3,61,10,000	0	13,61,10,000	Series A
31-Dec-21	20,00,00,000	25.00%	75.00%	10,00,00,000	4,09,90,000	0	14,09,90,000	Series A
31-Mar-22	10,00,00,000	25.00%	100.00%	10,00,00,000	4,59,40,000	0	14,59,40,000	Series A
				40,00,00,000	15,44,40,000	0	55,44,40,000	

XIRR	15.00%
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