

# **BATA PROPERTIES LIMITED**

**(CIN: U70101WB1987PLC042839)**

**ANNUAL REPORT 2016-17**



## **CORPORATE INFORMATION**

### **Board of Directors**

Mr. Rajeev Gopalakrishnan  
Mr. Ram Kumar Gupta  
Mr. Maloy Kumar Gupta

### **Auditors**

M/s. DSP & Associates  
Chartered Accountants (Reg. No.: 006791-N)  
783, Desh Bandhu Gupta Road,  
Near Faiz Road Crossing, Karol Bagh,  
New Delhi - 110005

### **Bankers**

State Bank of India

### **Registered Office**

6A, S.N. Banerjee Road, Kolkata - 700013  
Telephone: +91 33 3980 2001  
Fax: +91 33 2289 5748  
E-mail Id: [corporate.relations@bata.com](mailto:corporate.relations@bata.com)



## BATA PROPERTIES LIMITED

CIN: U70101WB1987PLC042839

Registered Office: 6A, S.N. Banerjee Road, Kolkata - 700013

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E-mail Id: corporate.relations@bata.com

### NOTICE CONVENING ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of Bata Properties Limited ('the Company') will be held at 27B, Camac Street, 1st Floor, Kolkata - 700016 on Monday, July 17, 2017 at 04:30 p.m. to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2017, together with the Reports of the Auditors and the Board of Directors thereon.
2. To appoint a Director in place of Mr. Maloy Kumar Gupta (DIN: 05315284), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** in terms of the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force and pursuant to the Resolution passed by Members at the Twenty Ninth Annual General Meeting appointing M/s. DSP & Associates, Chartered Accountants (ICAI Registration No.: 006791-N) as the Auditors of the Company to hold office until the conclusion of Thirty Fourth Annual General Meeting of the Company, consent of the Company be and is hereby accorded to ratify and confirm the appointment of M/s. DSP & Associates, as Auditors of the Company for the financial year ending March 31, 2018."

**"FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to determine the remuneration payable to the Auditors, including reimbursement of out of pocket expenses incurred, if any."

By Order of the Board

**MALOY KUMAR GUPTA**

*Director*

(DIN: 05315284)

Place : Gurgaon

Date : May 15, 2017

#### NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE THIRTIETH ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

In terms of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of Members not exceeding 50 and holding in aggregate not more than 10% of the total paid-up share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Members.

2. As required under the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, a route map showing directions to reach the AGM venue is annexed hereto.

By Order of the Board

**MALOY KUMAR GUPTA**

*Director*

(DIN: 05315284)

Place : Gurgaon

Date : May 15, 2017

**BATA PROPERTIES LIMITED****BOARD'S REPORT TO THE MEMBERS**

Your Directors are pleased to present their Thirtieth Annual Report for the financial year ended March 31, 2017.

**FINANCIAL RESULTS**

The financial results of your Company for the financial year ended March 31, 2017 are summarized as under:

(Rs. in 000's)

<b>PARTICULARS</b>	<b>YEAR ENDED MARCH 31, 2017</b>	<b>YEAR ENDED MARCH 31, 2016</b>
Revenue From Operations	714	749
Other Income	2,021	9,503
<b>Total</b>	<b>2,735</b>	<b>10,252</b>
Less: Expenditure	146	110
Profit/(Loss) before Depreciation & Taxation	2,589	10,142
Less: Depreciation	161	162
Net Profit/(Loss) before Taxation	2,428	9,980
Less: Provision for Taxation	869	958
<b>Net Profit /(Loss)</b>	<b>1,559</b>	<b>9,022</b>
<b>Total Comprehensive Income</b>	<b>1,559</b>	<b>9,022</b>

**BUSINESS OPERATIONS**

During the financial year ended March 31, 2017, your Company has recorded a Turnover of Rs. 7, 14,000 as compared to Rs. 7,49,000 recorded during the financial year ended March 31, 2016. During the financial year ended March 31, 2017, your Company has recorded Net Profits of Rs. 1,559,000 as compared to the Net Profits of Rs. 9,022,000 for the financial year ended March 31, 2016.

Your Company is predominantly engaged in letting out property on lease / rent. No new property was acquired during the financial year ended March 31, 2017.

**DIVIDEND**

Your Directors do not recommend any dividend for the financial year ended March 31, 2017.

**GENERAL RESERVE**

Your Company has not transferred any amount to the General Reserve during the financial year ended March 31, 2017.

**DEPOSITS**

Your Company has not accepted any deposits during the financial year ended March 31, 2017.

**EXTRACT OF ANNUAL RETURN**

Pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014, an extract of Annual Return in Form No. MGT-9 as on March 31, 2017 is enclosed as an Annexure to this Board's Report.

**BOARD MEETINGS**

During the year ended March 31, 2017, the Board of Directors of your Company met four times, i.e., on May 27, 2016, August 02, 2016, November 24, 2016 and February 08, 2017. The maximum interval between two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013. The attendance of Directors of the Company at the Board meetings held during the year is given below:

<b>SI. No.</b>	<b>NAME OF DIRECTORS</b>	<b>DATE OF BOARD MEETINGS</b>				<b>NO. OF BOARD MEETINGS ATTENDED</b>
		27.05.2016	02.08.2016	24.11.2016	08.02.2017	
1.	Mr. Rajeev Gopalakrishnan	Y	Y	Y	Y	4
2.	Mr. Ram Kumar Gupta	Y	Y	Y	Y	4
3.	Mr. Maloy Kumar Gupta	Y	Y	Y	Y	4

**DIRECTORS**

In accordance with the provisions of Section 152(6) of the Companies Act, 2013, Rules framed thereunder and the Articles of Association of your Company, Mr. Maloy Kumar Gupta (DIN: 05315284), Director is due to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Your Board is of the opinion that continued association of Mr. Maloy Kumar Gupta with the Board will be of immense benefit to your Company and, therefore, recommends his re-appointment.

**AUDITORS**

M/s. DSP & Associates, Chartered Accountants (ICAI Registration No.: 006791-N), were appointed with your approval as the Auditors of your Company for a period of five consecutive years, i.e., at the Twenty Ninth Annual General Meeting of the Company to hold such office till the conclusion of the Thirty Fourth Annual General Meeting of the Company. The Board, in terms of Section 139 of the Act, has recommended the Members, for the ratification of the appointment of M/s. DSP & Associates from the conclusion of the ensuing AGM till the conclusion of the Thirty First AGM. The Board, in terms of Section 142 of the Companies Act, 2013 has sought approval of the Members, to fix the remuneration of M/s. DSP & Associates.

**QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE STATUTORY AUDITORS IN THEIR REPORT**

There were no qualifications, reservations or adverse remarks made by the Auditors in their Report to the Financial Statements of your Company for the financial year ended March 31, 2017.

**HOLDING COMPANY**

Bata India Limited continues to be the Holding Company of your Company as the entire paid up share capital of your Company is held by Bata India Limited jointly with its nominees.

**SUBSIDIARY COMPANY, ASSOCIATES AND JOINT VENTURES**

Coastal Commercial & Exim Limited continues to be the wholly-owned subsidiary of your Company. Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, a statement containing salient features of Financial Statements of the aforesaid Subsidiary, in Form AOC-1, is attached to the Financial Statements of your Company for the financial year ended March 31, 2017.

Presently, your Company does not have any Associate or Joint Venture.

**RISK MANAGEMENT**

Your Board regularly ascertains the risks associated with the business operations of your Company and suggests appropriate measures to mitigate such risks. Your Company primarily transacts with its Holding Company and is not exposed to the external market. The functioning of the Company at present is governed by the policies, procedures, Chart of Authorities (COAs) and Standard Operating Procedures (SOPs) of the Holding Company. In view of the above, your Board is of the opinion that a separate Risk Management Policy for the Company may be adopted in the future, as and when it is considered necessary and appropriate.

**ADEQUACY OF THE INTERNAL CONTROL SYSTEMS**

Your Company has an adequate System of Internal Financial Controls with respect to the Financial Statements, commensurate with its size and scale of its operations which includes policies and procedures pertaining to maintenance of records containing reasonable details, accurate and fair reflections of financial transactions and dispositions of the assets of the Company. Your Board considers that the Internal Financial Controls, affecting the Financial Statements of your Company are adequate and are operating effectively.

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

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

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

During the year under review, your Company has not made any investment, given any Loans or guarantee or provided security under Section 186 of the Companies Act, 2013 and Rules framed thereunder.

## RELATED PARTY TRANSACTIONS

During the financial year ended March 31, 2017, your Company's transactions with all the Related Parties as defined under the Companies Act, 2013 and Rules framed thereunder were in the 'ordinary course of business' and 'at arm's length' basis. During the year under review, your Company did not have any Related Party Transaction which required prior approval of the Members. Accordingly, no transactions are being reported in Form No. AOC-2 as required under Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

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

### A) CONSERVATION OF ENERGY:

Your Company is engaged in the business, which is not high energy consumption Industry. However, your Company is always making every possible effort to conserve the use of Power and other scarce natural resources.

### B) TECHNOLOGY ABSORPTION:

Your Company is in the process of adopting measures for technology absorptions in near future in terms of the provisions of Section 134(3)(m) of the Companies Act, 2013 and the Rules framed thereunder.

### C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange earnings : NIL

Foreign Exchange outgo : NIL

## DISCLOSURE ON EMPLOYEE REMUNERATION

There is no employee in the payroll of the Company at present. Accordingly, disclosures under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to your Company.

## DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 of the Companies Act, 2013, the Directors, to the best of their knowledge and belief, hereby states that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit of the Company for that year;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

## ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation for the co-operation and support received from the Holding Company, the Bankers, the Government Authorities and all other Stakeholders.

**For and on behalf of the Board of Directors**

**RAM KUMAR GUPTA**  
*Director*  
(DIN: 01125065)

**MALLOY KUMAR GUPTA**  
*Director*  
(DIN: 05315284)

Place : Gurgaon  
Date : May 15, 2017



**FORM NO. MGT – 9****EXTRACT OF ANNUAL RETURN****As on the financial year ended on March 31, 2017***[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**

CIN	U70101WB1987PLC042839
Registration Date	14.08.1987
Name of the Company	Bata Properties Limited
Category / Sub-Category of the Company	Public Company limited by Shares
Address of the Registered Office and contact details	6A, S. N. Banerjee Road, Kolkata - 700013 Telephone: +91 33 3980 2001 Fax: +91 33 2289 5748
Whether listed company	No
Name, address and contact details of Registrar and Transfer Agent, if any	Not Applicable

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

Serial No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Leasing of property	99721129	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Serial No.	Name & Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Bata India Limited 27B, Camac Street, 1st Floor, Kolkata - 700016	L19201WB1931PLC007261	Holding	100	2(46)
2.	Coastal Commercial & Exim Limited 16A, Shakespeare Sarani, Kolkata - 700071	U51311WB1991PLC053364	Subsidiary	100	2(87)

# BATA PROPERTIES LIMITED

## IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

### (i) Category-wise Shareholding

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	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual / HUF	0	0	0	0	0	0	0	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	0	4851000	4851000	100	0	4851000	4851000	100	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub-Total (A)(1):</b>	<b>0</b>	<b>4851000</b>	<b>4851000</b>	<b>100</b>	<b>0</b>	<b>4851000</b>	<b>4851000</b>	<b>100</b>	<b>0</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub-Total (A)(2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoters (A) = (A)(1)+(A)(2)</b>	<b>0</b>	<b>4851000</b>	<b>4851000</b>	<b>100</b>	<b>0</b>	<b>4851000</b>	<b>4851000</b>	<b>100</b>	<b>0</b>
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
a) Mutual Funds / UTI	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII's	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-Total (B)(1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>(2) Non-Institutions</b>									
<b>(a) Bodies Corporate</b>									
i) Indian	0	0	0	0	0	0	0	0	0
i i) Overseas	0	0	0	0	0	0	0	0	0
<b>b) Individuals</b>									
i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0	0	0	0	0	0
<b>c) Others (specify)</b>	0	0	0	0	0	0	0	0	0
<b>Sub-Total (B)(2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>4851000</b>	<b>4851000</b>	<b>100.00</b>	<b>0</b>	<b>4851000</b>	<b>4851000</b>	<b>100.00</b>	<b>0</b>

## ii) Shareholding of Promoters

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	
Bata India Limited, the Holding Company and through its Nominees	4851000	100	0	4851000	100	0	0
<b>Total</b>	<b>4851000</b>	<b>100</b>	<b>0</b>	<b>4851000</b>	<b>100</b>	<b>0</b>	<b>0</b>

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

There was no change in shareholding of Promoters during the Financial Year ended March 31, 2017.

## iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
NIL					

## v) Shareholding of Directors and Key Managerial Personnel

For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
<b>Mr. Maloy Kumar Gupta, Director</b> (Shares held by Bata India Limited jointly with Maloy Kumar Gupta)				
At the beginning of the year	<b>1</b>	<b>0.001</b>		
Date wise increase (+) / decrease (-) with reasons, during the year	NO CHANGE DURING THE YEAR			
At the end of the year			<b>1</b>	<b>0.001</b>

Note: Other than Mr. Maloy Kumar Gupta, no other Director held any share in the Company during the financial year ended March 31, 2017.

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment relating to Secured Loans, Unsecured Loans and / or Deposits: NIL

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors of the Company do not accept any remuneration from the Company.

## VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There were no penalties or punishments imposed on the Company, its Directors or other Officers, during the year under review.

For and on behalf of the Board of Directors

**RAM KUMAR GUPTA**  
Director  
(DIN: 01125065)

**MALOY KUMAR GUPTA**  
Director  
(DIN: 05315284)

Place : Gurgaon  
Date : May 15, 2017

## 1. Corporate information

The company deals in land and building either as an investor, developer, taken on lease and / or rent. Purchase or acquire any apartments, houses, flats, rooms, floors or other accommodation and to let out the same on instalment basis, hire purchase basis or any other manner. The financial statements were authorised for issue in accordance with a resolution passed in the board meeting held on 15<sup>th</sup> May, 2017.

## 2. Significant Accounting Policies

### 2.1 Basis of Preparation

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

For all periods up to and including the year ended 31 March, 2016, the Company has prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. These financial statements for the year ended 31 March, 2017 are the first the Company has prepared in accordance with Ind-AS. Refer to note 16 for information on how the Company adopted Ind AS.

The financial statements have been prepared on a historical cost or at amortised cost. The financial statements are presented in INR and all values are rounded to the nearest Thousand (INR '000), except when otherwise indicated.

### 2.2 Summary of significant accounting policies

#### a. Current Vs Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle

#### b. Fair Value Measurements

The Company measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

### **c. Revenue Recognition**

Revenue is recognised to the extent 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, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The specific recognition criteria described below must also be met before revenue is recognised.

#### **i. Interest:**

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

#### **ii Rental income**

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature

### **d. Leases**

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April, 2015, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

#### **Company is lessor**

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term

## **e. Taxation**

### **Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current Tax assets and Liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

### **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. 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

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 taxes relate to the same taxable entity and the same taxation authority.

## **f. 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. The expense relating to any provision is presented in the statement of profit or loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as part of finance costs

## **g. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## **h. Investment property**

Since there is no change in the functional currency, the company has elected to continue with the carrying value for all of its investment property as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., 1 April, 2015.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

The company depreciates building component of investment property over 60 years from the date of original purchase.

Though the company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external

independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

## **i. Financial Instruments**

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

### **Financial assets**

#### **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.

#### **Classification & Subsequent measurement**

On initial recognition financial assets is classified as measured at

- ▶ Debt Instrument at amortised cost
- ▶ Debt instruments at fair value through other comprehensive income (FVTOCI)
- ▶ Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- ▶ Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- ▶ Investments in equities of subsidiaries

#### **Debt instruments at amortised cost**

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

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) 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.

This category is the most relevant to the Company. 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 finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade receivables, Security deposits & other receivables.

#### **Debt instrument at FVTOCI**

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

#### **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.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI

criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

## Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income, subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

## Investments in equities of subsidiaries

Investments in equities of subsidiaries are carried at cost in separate financial statements.

## 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 (i.e. removed from the Company's balance sheet) when:

- ▶ The rights to receive cash flows from the asset have expired, or
- ▶ The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

## Impairment of financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are carried at amortised cost or at Fair value through OCI. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. Based on the past history and track records the company has assessed the risk of default by the customer and expects the credit loss to be insignificant. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

ECL impairment loss allowance (or reversal) recognized during the period 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.

The balance sheet presentation for various financial instruments is described below:

- ▶ Financial assets measured as at amortised cost. ECL is presented as an allowance, i.e., as an integral part of measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.



**Financial liabilities****Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as:

- financial liabilities at fair value through profit or loss,
- financial liabilities measured at amortised cost,
- loans and borrowings and payables,
- derivatives designated as hedging instruments in an effective hedge relationship.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

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

**Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include:

- financial liabilities held for trading
- financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, if and only if, the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

**Financial liabilities measured at amortised cost**

Other financial liabilities are subsequently measured at amortised cost using the effective interest rate. Interest expense and foreign exchange gain and losses are recognised in statement of profit and loss.

**Derecognition of financial liability**

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.

**Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the

reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest. The Company has not reclassified any financial asset during the current year or previous year.

## **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.

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF BATA PROPERTIES LIMITED

#### Report on the Financial Statements

We have audited the accompanying Ind AS financial statements of **BATA PROPERTIES LIMITED**, which comprise the Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss (including the statement of Other Comprehensive Income), the cash flow statement and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the Financial Statements

The company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other Comprehensive Income, cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with rule 7 of the Companies (accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountant of India, specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's directors, as well as evaluating the overall presentation of the Ind AS financial statements.

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

#### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- (b) In the case of the Statement of Profit and Loss, of the **Profit** including Other Comprehensive Income for the year ended on that date;
- (c) Its Cash flows for the year ended on that date and
- (d) Its changes in equity for the year ended on that date.

## Other Matters

The comparative financial information of the Company for the year ended 31st March, 2016 and the transition date opening balance sheet as at 1st April 2015 included in these standalone Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report for the year ended 31st March, 2016 and 31st March, 2015 dated 27<sup>th</sup> May, 2016 and 26<sup>th</sup> May, 2015 respectively expressed an unmodified opinion on those standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet and Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with rule 7 of the Companies (accounts) Rules, 2014 and the Companies (IndiaN Accounting Standards) Rules, 2015.
  - e. On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;
  - f. With respect to the adequacy of the internal financial control over financial reporting of the company and operating effectiveness of such control, refer to our separate report in "Annexure B" attached.
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i) The Company did not have any pending litigations having any impact on its financial position;
    - ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii) There is no requirement for funds to be transferred to the Investor Education and Protection fund by the company.
    - iv) The Company has provided requisite disclosures in Note to these financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016 and Disclosure are in accordance with the books of accounts maintained by the Company.

**For DSP & Associates**  
*Chartered Accountants*  
FRN 006791N

Place : New Delhi  
Date : May 15, 2017

**(Sanjay Jain)**  
*Partner*  
M. No. 084906

**“ANNEXURE A” TO AUDITORS’ REPORT**

REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE TO THE FINANCIAL STATEMENT OF ‘**BATA PROPERTIES LIMITED**’ FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2017

**Report in terms of Companies (Auditor’s Report) Order, 2016 (“the Order”)**

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) According to the information and explanations given to us, physical verification of fixed assets has been conducted by the management at the end of the year which, in our opinion, is reasonable having regard to the size of the company and the nature of its business. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our Examination of the records of the company, the title deeds of immovable properties are held in the name of the company except as disclosed in the financial statements.
- ii) As informed the Company does not have any inventory therefore paragraph 3 (ii) of the Order is not applicable.
- iii) As informed to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, provisions of clause 3(iii)(a) to 3(iii)(c) of the `Order’ are not applicable to the Company and hence not commented upon .
- iv) In our opinion and according to the information and explanation given to us, there are no loans, Investments, Guarantees and Securities granted in respect of which provisions of section 185 and 186 of the Companies, Act 2013 are applicable and hence not commented upon.
- v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of section 73 to 76 of the Companies Act, 2013 , Companies (Acceptance of Deposits) Rules 2015 or any other relevant rules with regard to the deposits accepted FROM the public are not applicable.
- vi) According to the information and explanations given to us, the nature of business of the Company is such that it is not required to maintain cost records under Section 148(1) of the Companies Act, 2013.
- vii) (a) According to the information and explanations given to us and according to the records produced before us for verification, the company is regular in depositing, with appropriate authorities, the undisputed statutory dues including Provident Fund, Employees’ state Insurance, Income Tax, Sales tax, Service Tax, duty of customs, duty of excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income Tax, Service Tax, Sales tax, duty of customs, duty of excise, Cess, Value Added Tax and any other statutory dues were outstanding at the year-end for a period of more than six months from the date they became payable.
- (c ) According to the records of the company and information and explanations given to us, there are no dues at year end of Income tax, Sales tax, Service Tax or duty of customs or duty of excise or Value Added Tax , which have not been deposited on account of any dispute .
- viii) According to the information and explanations given to us, the Company has not taken any loans or borrowing from any financial institution, bank or government. The Company has not issued any debentures. Accordingly, paragraph 3(viii)of the Order is not applicable and hence not commented upon.
- ix) The Company did not raise any money by way of initial public offer or further public offer(including debt instruments) during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- x) During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, no fraud on the company by its officers or employees has been noticed or reported during the year.
- xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not paid or provided for any managerial remuneration in terms of section 197 of the Companies Act, 2013 during the year.

- xii) In our opinion, the Company is not a Nidhi Company and the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- xiii) In our opinion, all transactions of the Company with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential or other allotment of shares or fully or partly convertible debentures during the year.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- (xvi) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

**For DSP & Associates**

*Chartered Accountants*

FRN 006791N

**(Sanjay Jain)**

*Partner*

M. No. 084906

Place : New Delhi

Date : May 15, 2017

## **“ANNEXURE B” REFERRED TO IN PARAGRAPH 2 (F) UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BATA PROPERTIES LIMITED**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Bata Properties Limited (“the Company”) as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

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

#### **Auditor’s Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

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

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion

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

## **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For DSP & Associates**  
*Chartered Accountants*  
FRN 006791N

Place: New Delhi  
Date: May 15, 2017

**(Sanjay Jain)**  
*Partner*  
M. No. 084906



**BATA PROPERTIES LTD****STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2017**

(Amount in INR thousand except as otherwise stated)

	Notes	31 March 2017	31 March 2016
<b>REVENUE</b>			
Income from Rent	11	714	749
Other income	12	2,021	9,503
<b>Total Income</b>		<b>2,735</b>	<b>10,252</b>
<b>EXPENSES</b>			
Depreciation on investment property	13	161	162
Other Expenses	14	146	110
<b>Total expenses</b>		<b>307</b>	<b>271</b>
<b>Profit before tax</b>		<b>2,428</b>	<b>9,980</b>
<b>Tax expense:</b>			
Current Tax		753	975
Tax for earlier year		116	-17
Total tax expenses		<b>869</b>	<b>958</b>
<b>Profit for the year</b>		<b>1,559</b>	<b>9,022</b>
<b>Total comprehensive income for the year, net of tax</b>		<b>1,559</b>	<b>9,022</b>
<b>Earnings per equity share</b>			
Basic & Diluted	15	0.32	1.86

The accompanying notes are an integral part of financial statements

As per our report of even date

**For DSP & Associates**ICAI Firm Registration number: 006791N  
Chartered Accountants**Per Sanjay Jain**Partner  
Membership no.: 084906  
Place: New Delhi  
Date: May 15, 2017

For and on behalf of the Board of Directors

**Ram Kumar Gupta**Director  
DIN: 01125065**Maloy Kumar Gupta**Director  
DIN : 05315284

# BATA PROPERTIES LIMITED

## BATA PROPERTIES LTD

### BALANCE SHEET AS AT 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

	Notes	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
<b>ASSETS</b>				
<b>Non-current assets</b>				
Investment Property	3	18,634	18,795	19,252
Financial assets				
Investments	4a	500	500	500
Loans at amortised cost	4b	5,046	5,046	46
Other financial assets	4c	14,243	13,635	959
Other non-current assets	5	714	434	123
		<u>39,137</u>	<u>38,409</u>	<u>20,880</u>
<b>Current assets</b>				
Financial Assets				
Cash and cash equivalents	6	23	431	51
Other bank balances	7	10,447	9,395	17,873
Other current assets	4b	-	-	175
		<u>10,470</u>	<u>9,826</u>	<u>18,099</u>
<b>Total Assets</b>		<b><u>49,606</u></b>	<b><u>48,235</u></b>	<b><u>38,979</u></b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity Share capital	8	48,510	48,510	48,510
Other Equity	9	979	(579)	(9,602)
		<u>49,489</u>	<u>47,931</u>	<u>38,908</u>
<b>Current liabilities</b>				
Financial Liabilities				
Trade Payables	10	117	304	71
		<u>117</u>	<u>304</u>	<u>71</u>
<b>Total Equity and Liabilities</b>		<b><u>49,606</u></b>	<b><u>48,235</u></b>	<b><u>38,979</u></b>

The accompanying notes are an integral part of financial statements

As per our report of even date

For and on behalf of the Board of Directors

#### For DSP & Associates

ICAI Firm Registration number: 006791N  
Chartered Accountants

#### Per Sanjay Jain

Partner  
Membership no.: 084906  
Place: New Delhi  
Date: May 15, 2017

#### Ram Kumar Gupta

Director  
DIN: 01125065

#### Maloy Kumar Gupta

Director  
DIN : 05315284

## BATA PROPERTIES LTD

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

	As at 31 March 2017	As at 31 March 2016
<b>A Cash Flow from Operating Activities</b>		
<b>1 Profit before tax</b>	2,428	9,980
<b>2 Adjustments to reconcile profit before tax to net cash flows:</b>		
Depreciation on Investment property	161	162
Interest income	2,018	(1,514)
Gain on disposal of Investment property	-	(7,988)
<b>3 Operating Profit before Working Capital Changes (1+2)</b>	<u>4,607</u>	<u>639</u>
<b>4 Movements in Working Capital:</b> (Excluding Cash & Bank Balances)		
Trade & Other Receivables	-	175
Trade and Other Payables	(188)	233
<b>Change in Working Capital</b>	<u>(188)</u>	<u>408</u>
<b>5 Cash Generated From Operations (3+4)</b>	<u>4,419</u>	<u>1,047</u>
<b>6 Less : Taxes paid</b>	(1,149)	(1,269)
<b>7 Net Cash Flow from Operating Activities (5-6)</b>	<u>3,270</u>	<u>-222</u>
<b>B Cash Flow from Investing Activities:</b>		
Investment in Fixed Deposit (net)	(1,884)	-4,690
Investment in secured non-convertible redeemable REC Capital Gains tax exemption bond	-	-5,000
Proceeds from sale Investment property	-	8,286
Finance Income	(1,794)	2,007
<b>Net Cash Generated/(Used) in Investing Activities:</b>	<u>(3,678)</u>	<u>602</u>
<b>C Net Cash Flow From Financing Activities:</b> <b>Net Cash Generated/(Used) in Financing Activities:</b>	-	-
<b>D Net Change in Cash &amp; cash equivalents (A+B+C)</b>	<u>(408)</u>	<u>380</u>
<b>E - 1 Cash &amp; cash equivalents as at end of the year</b>	23	431
<b>E - 2 Cash &amp; cash equivalents as at the beginning of year</b>	<u>431</u>	<u>51</u>
<b>NET CHANGE IN CASH &amp; CASH EQUIVALENTS (E 1-2)</b>	<u>(408)</u>	<u>380</u>

The accompanying notes are an integral part of financial statements

As per our report of even date

## For DSP &amp; Associates

ICAI Firm Registration number: 006791N  
Chartered Accountants

## Per Sanjay Jain

Partner

Membership no.: 084906

Place: New Delhi

Date: May 15, 2017

For and on behalf of the Board of Directors

## Ram Kumar Gupta

Director

DIN: 01125065

## Maloy Kumar Gupta

Director

DIN : 05315284

# BATA PROPERTIES LIMITED

## BATA PROPERTIES LTD

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

#### (a) Equity Share Capital

Equity shares of INR 10 each issued, subscribed and fully paid	No.	Amount
At 1 April 2015		
4,851,000 Equity Shares of Rs. 10/- each	4,851,000	48,510
Issue of share capital	-	-
At 31 March 2016	4,851,000	48,510
Issue of share capital	-	-
At 31 March 2017	<b>4,851,000</b>	<b>48,510</b>

#### (b) Other equity

##### For the year ended 31 March 2016:

	Attributable to the equity holders of the company		Total Equity
	Surplus in the statement of profit and loss	Capital reserve	
As at 1 April 2015	(9,604)	2	(9,602)
Profit for the period	9,022	-	9,022
<b>Total comprehensive income at 31 March 2016</b>	<b>(582)</b>	<b>2</b>	<b>(579)</b>

##### For the year ended 31 March 2017:

	Attributable to the equity holders of the company		Total Equity
	Surplus in the statement of profit and loss	Capital reserve	
As at 1 April 2016	(582)	2	(579)
Profit for the period	1,559	-	1,559
Other comprehensive income	-	-	-
<b>Total comprehensive income at 31 March 2017</b>	<b>977</b>	<b>2</b>	<b>979</b>

The accompanying notes are an integral part of financial statements

As per our report of even date

For and on behalf of the Board of Directors

#### For DSP & Associates

ICAI Firm Registration number: 006791N  
Chartered Accountants

Ram Kumar Gupta

Director  
DIN: 01125065

Maloy Kumar Gupta

Director  
DIN : 05315284

#### Per Sanjay Jain

Partner  
Membership no.: 084906  
Place: New Delhi  
Date: May 15, 2017

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

## 3 Investment property

Particulars	Investment Property
<b>At 01 April, 2015</b>	19,252
Disposals	-300
<b>At 31 March, 2016</b>	<b>18,955</b>
Additions	-
Disposals	-
<b>At 31.03.2017</b>	<b>18,955</b>
<b>Depreciation</b>	
<b>At 01 April, 2015</b>	-
Depreciation charge for the year	162
Disposals	-2
<b>At 31.03.2016</b>	<b>160</b>
Depreciation charge for the year	161
Disposals	-
<b>At 31.03.2017</b>	<b>321</b>
<b>Net Block</b>	
<b>At 31.03.2017</b>	<b>18,634</b>
At 31.03.2016	18,795
At 31.03.2015	19,252

For investment property existing as on 1 April 2015, i.e., its date of transition to Ind AS, the group has used Indian GAAP carrying value as deemed costs.

## Information regarding income and expenditure of Investment property

	March 31, 2017	March 31, 2016
Rental income derived from investment properties	714	749
Profit arising from investment properties before depreciation and indirect expenses	714	749
Less – Depreciation	(161)	(162)
Profit arising from investment properties before indirect expenses	<b>553</b>	<b>588</b>

The Company's investment properties consist of seven commercial properties in India. The management has determined that the investment properties consist of single classes of assets "retail Stores" – based on the nature, characteristics and risks of each property.

As at 31 March 2017 and 31 March 2016, the fair values of the properties are INR 92,659 thousand and INR 100,859 thousand respectively. These valuations are based on valuations performed by M. Choudhary & Associates, an accredited independent valuer.

The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements. The mutation in respect of properties are pending in name of the Company

## Reconciliation of fair value:

	Investment properties
	INR
<b>Opening balance as at 1 April 2015</b>	<b>100,859</b>
Fair value difference	-
Disposals	-8,200
<b>Opening balance as at 1 April 2016</b>	<b>92,659</b>
Fair value difference	-
Disposals	-
<b>Closing balance as at 31 March 2017</b>	<b>92,659</b>

The following table provides the fair value measurement hierarchy for Investment properties

Retail Stores	March 31, 2017	March 31, 2016
- Quoted prices in active markets (Level 1)	-	-
- Significant observable inputs (Level 2)	92,659	92,659
- Significant unobservable inputs (Level 3)	-	-
<b>Total</b>	<b>92,659</b>	<b>92,659</b>

There have been no transfers between Level 1 and Level 2 during the period

Investment properties	Valuation technique	Year	Significant Unobservable Inputs
Retail Stores	Market Approach	31-Mar-17	Market Volatility - 5%- 10%
Retail Stores	Market Approach	31-Mar-16	Market Volatility - 5%- 10%

Under the market approach, fair value is estimated based on market information, size, location, surroundings of similar property in the market, which is then discounted for demand and supply factors and market scenario.

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

## 4. Financial assets

	Non Current			Current		
	31 March 2017	31 March 2016	1 April 2015	31 March 2017	31 March 2016	1 April 2015
<b>a. Investments</b>						
Investment in equity instruments of subsidiaries (at Cost)						
Unquoted:						
50,000 (previous Year: 50,000) Equity shares of Rs. 10 each fully paid up in Coastal Commercial & Exim Limited	500	500	500	-	-	-
<b>Total</b>	500	500	500	-	-	-
Aggregate value of unquoted investments (carried at Cost)	500	500	-	-	-	-
<b>b. Loans (at amortised cost)</b>						
<b>Investments in Bonds</b>						
Units in secured non - convertible redeemable REC Capital Gains tax exemption bond (500 Units ( Previous year 500 Units) of face value of Rs.10,000 each)	5,000	5,000	-	-	-	-
<b>Loans and advances</b>						
<b>To Related Parties</b>						
Unsecured, Considered Good	-	-	-	-	-	175
	-	-	-	-	-	175
<b>Security Deposits</b>						
Unsecured, Considered Good	46	46	46	-	-	-
	46	46	46	-	-	-
<b>TOTAL</b>	<b>5,046</b>	<b>5,046</b>	<b>46</b>	<b>-</b>	<b>-</b>	<b>175</b>
<b>c. Other Financial assets</b>						
Interest accrued on loans and advances, deposits and investments	243	467	959	-	-	-
Non Current Bank Balances	14,000	13,168	-	-	-	-
<b>TOTAL</b>	<b>14,243</b>	<b>13,635</b>	<b>959</b>	<b>-</b>	<b>-</b>	<b>-</b>

# BATA PROPERTIES LIMITED

## BATA PROPERTIES LTD

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

#### 5. Other non current/ current assets

	Non Current			Current		
	31 March 2017	31 March 2016	1 April 2015	31 March 2017	31 March 2016	1 April 2015
<b>Unsecured and considered good</b>						
Advance income tax (net of provision)	100	434	123	-	-	-
MAT credit receivable	614	-	-	-	-	-
Amount Receivable from related parties	-	-	-	-	-	175
	<b>714</b>	<b>434</b>	<b>123</b>	<b>-</b>	<b>-</b>	<b>175</b>
<b>Total</b>	<b>714</b>	<b>434</b>	<b>123</b>	<b>-</b>	<b>-</b>	<b>175</b>

#### 6. Cash and Cash Equivalent

Cash and Cash Equivalents	Current		
	31 March 2017	31 March 2016	1 April 2015
Balances with banks:			
Current Account	23	22	51
Deposits with original maturity of less than three months	-	409	-
	<b>23</b>	<b>431</b>	<b>51</b>

Short term deposits are made for varying periods of between one day and three months, depending upon immediate cash requirements of the Company, and earn interest at the respective short term deposit rates.

#### 7. Other bank balances

Particulars	Non Current			Current		
	31 March 2017	31 March 2016	1 April 2015	31 March 2017	31 March 2016	1 April 2015
Deposits with original maturity for more than 3 months but upto 12 months	-	-	-	10,447	9,395	17,873
Deposits with original maturity for more than 12 months	14,000	13,168	-	-	-	-
Less: amount disclosed under other financial assets	(14,000)	(13,168)	-	-	-	-
	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,447</b>	<b>9,395</b>	<b>17,873</b>



## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

## 8. Share Capital

Particulars	31 March 2017	31 March 2016	1 April 2015
<b>Authorised Share Capital</b>			
Equity share capital			
9,990,000 (31 March 2016: 9,990,000) equity shares of Rs.10/- each and 1,000 (31 March 2016: 1,000) Preference Shares of Rs. 100/- each	100,000	100,000	100,000
<b>Issued Share Capital</b>			
Equity share capital			
(i) 1,000 (31 March 2016: 1,000, 01 April, 2015: 1,000) equity shares of Rs. 10/- each	10	10	10
(ii) 4,850,000 (31 March 2016: 4,850,000, 01 April, 2015: 4,850,000) Equity Shares of Rs. 10/- each issued for consideration other than cash	48,500	48,500	48,500
	<b>48,510</b>	<b>48,510</b>	<b>48,510</b>
<b>Subscribed and Paid Up Share Capital</b>			
Equity share capital			
4,851,000 (31 March 2016: 4,851,000 01 April, 2015: 4,850,000) (alongwith its nominees holding 6 shares of Rs. 10 each fully paid) equity share of Rs. 10 each fully paid	48,510	48,510	48,510
<b>TOTAL</b>	<b>48,510</b>	<b>48,510</b>	<b>48,510</b>

# BATA PROPERTIES LIMITED

## A. Reconciliation of the shares outstanding at the beginning and at the end of the year

	31 March 2017		31 March 2016		1 April 2015	
	No. of shares	INR thousands	No. of shares	INR thousands	No. of shares	INR thousands
At the beginning of the year	4,851,000	48,510	4,851,000	48,510	4,851,000	48,510
<b>Outstanding at the end of the year</b>	<b>4,851,000</b>	<b>48,510</b>	<b>4,851,000</b>	<b>48,510</b>	<b>4,851,000</b>	<b>48,510</b>

## B. Terms/Rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## C. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

Out of equity shares issued by the company, shares held by its holding company, ultimate holding company and their subsidiaries and associates are as below:

### Bata India Limited, the holding company

4,851,000 (March 31, 2016: 4,851,000 equity shares, April 1, 2015: 4,851,000 equity shares )  
equity shares of INR 10/- each fully paid)

48,510      48,510      48,510

48,510      48,510      48,510

## D. Details of shareholders holdings more than 5% shares in Company

Name of Shareholder	31-03-2017		31-03-2016		01-04-2015	
	Number of shares held	% of holding in class	Number of shares held	% of holding in class	Number of shares held	% of holding in class
<b>Equity shares of INR 10 each fully paid</b>						
Bata India Limited, Holding Company (alongwith its nominees holding 6 shares of Rs. 10 each fully paid)	4,851,000	100.00%	4,851,000	100.00%	4,851,000	100.00%

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

## 9. Other Equity

Particulars	31 March 2017	31 March 2016
<b>Capital Reserve (Profit on Forfeited Shares)</b>		
Balance as per last financial statements	2	2
<b>Closing balance</b>	<b>2</b>	<b>2</b>
<b>Surplus/ Retained earnings</b>		
Balance as per last financial statements	(582)	(9,604)
Add: Net profit/ (Net Loss) after tax transferred from statement of profit & loss	1,559	9,022
<b>Net surplus in the statement of profit and loss</b>	<b>977</b>	<b>(582)</b>
<b>TOTAL</b>	<b>979</b>	<b>(579)</b>

## BATA PROPERTIES LTD

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

#### 10. Trade payables

Particulars	Current		
	31 March 2017	31 March 2016	1 April 2015
Trade payables to related parties	81	269	-
Trade payables to others	36	35	71
<b>TOTAL</b>	<b>117</b>	<b>304</b>	<b>71</b>

Terms and conditions of the above financial liabilities:

- ▶ Trade payables are non-interest bearing and are normally settled on 30 - 90 day terms
- ▶ For terms and conditions with related parties, refer to Note 16

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

## 11. Revenue From Operations

	31 March 2017	31 March 2016
<b>Other operating revenue</b>		
Investment Property - Rentals	714	749
<b>Total</b>	<b>714</b>	<b>749</b>

## 12. Other income

	31 March 2017	31 March 2016
<b>Non Operating Income</b>		
<b>Finance Income</b>		
- Bank deposits	1,693	1,514
- Others	325	
Gain on sale of Investment property	-	7,988
Other non-operating income	3	-
	<b>2,021</b>	<b>9,503</b>

## 13. Depreciation and amortization expense

	31 March 2017	31 March 2016
Depreciation of property, plant and equipment	161	162
	<b>161</b>	<b>162</b>

## BATA PROPERTIES LTD

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

(Amount in INR thousand except as otherwise stated)

#### 14. Other expenses

	31 March 2017	31 March 2016
Payment to auditor (Refer details below)	36	54
Rates and taxes	3	-
Professional Fees	92	42
Miscellaneous expenses	15	14
	<b>146</b>	<b>110</b>
<b>Payment to Auditors</b>		
As auditor	36	35
<b>In other capacity:</b>		
Reimbursement of expenses	-	19
	<b>36</b>	<b>54</b>

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

**15. Earnings Per Share (EPS)**

Basic and Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS are calculated by dividing the profit for the year attributable to the equity holders of the parent by weighted average number of Equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2017	31 March 2016
Profit attributable to equity holders (in Thousand)	1,559	9,022
	<b>1,559.47</b>	<b>9,022.01</b>
Weighted average number of equity shares in calculating basic EPS	4,851,000	4,851,000
<b>Weighted average number of equity shares in calculating diluted EPS</b>	<b>4,851,000</b>	<b>4,851,000</b>

**Earnings per equity share in Rs**

Computed on the basis of (loss)/profit for the year

Basic	<b>0.32</b>	1.86
Diluted	<b>0.32</b>	1.86

## 16 (i) Related Party Disclosure

<b>Nature of relationship</b>	<b>Name</b>	
A Ultimate holding Company	Compass Limited	
B Holding Company	Bata India Limited	
C Parent of the Holding Company :	Bata (BN) B.V. Amsterdam	
D Key Management Person	Rajiv GopalaKrishnan	Director
	Ram Kumar Gupta	Director
	Maloy Kumar Gupta	Director
D Enterprises owned or controlled by Key Managerial Person	Nil	
E Enterprises having Key Managerial Person in Common	Nil	
F Subsidiary	Coastal Commercial & Exim Limited	
G Subsidiary of Holding Company	Way finders Brands limited	

## 16 (ii) Related Party Transaction details

### Transaction with Holding Company (Amount in Rs'000)

#### A Expenses paid by Bata India Limited on behalf of Bata Properties Limited

Name of the Party	Year ended	Transaction	Outstanding
		Value	Balance
Bata India Limited	2017	1,125	81
	2016	1,518	269

#### B Rental Income

Name of the Party	Year ended	Transaction
		Value
Bata India Limited	2017	714
	2016	749



**17(a) . Fair values**

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments

	Carrying value			Fair value		
	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
<b>Financial assets</b>						
<b><u>Financial assets not measured at Fair Value</u></b>						
<b><u>Measured at Cost</u></b>						
Investments in Subsidiaries#	500	500	500			
Investment property	18,634	18,795	19,252	92,659	92,659	100,859
<b><u>Measured at Amortised cost</u></b>						
<b><u>Loans</u></b>						
- Loans & Advances to related parties*	-	-	175			
- Investments in Bonds	5,000	5,000	-	4,900	5,000	-
- Security Deposits**	46	46	46			
<b><u>Cash &amp; Cash equivalents*</u></b>	23	431	51			
<b><u>Other bank balances *</u></b>	10,447	9,395	17,873			
<b><u>Other Financial assets*</u></b>						
- Interest accrued on deposits	243	467	959			
- Non Current Bank Balances	14,000	13,168	-			
<b>Total</b>	<b>48,893</b>	<b>47,801</b>	<b>38,856</b>	<b>97,559</b>	<b>97,659</b>	<b>100,859</b>
<b><u>Financial liabilities</u></b>						
<b><u>Financial liabilities not measured at Fair Value</u></b>						
<b><u>Measured at Amortised cost</u></b>						
<b><u>Trade Payables*</u></b>						
- Trade payables to related parties	81	269	-			
- Trade payables to others	36	35	71			
<b>Total</b>	<b>117</b>	<b>304</b>	<b>71</b>	<b>-</b>	<b>-</b>	<b>-</b>

\* The management assessed that Carrying Values approximate their fair value largely due to the short-term maturities of these instruments, hence the same has not been disclosed

\*\* The management assessed that Carrying Values approximate their fair value due to amortised cost being calculated based on the effective Interest rates, hence the same has not been disclosed

# Ind AS 27 requires investments in subsidiaries to be recorded at cost or in accordance with Ind AS 109 in its separate financial statements. Accordingly Company is carrying the investments at Cost and hence the fair values are not been disclosed.

# BATA PROPERTIES LIMITED

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The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair value of unquoted instruments, is estimated according to Fixed Income Market Valuation procedure (FIMMDA) by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
Fixed Income Market Valuation procedure (FIMMDA)	Credit Spread	31 March 2017: 0.5 % - 1%	31 March 2017: 10% increase (decrease) in the credit spread would result in increase(decrease) in fair value by INR 4 thousand
		31 March 2016: 0.5 % -	

For Fair value disclosures of Investment property refer note 3

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

## 17(b) Fair Value hierarchy

The following table provides the fair value measurement hierarchy of the Company assets and liabilities.

## Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2017

	Total	Quoted prices in active markets	Significant observable inputs	Significant unobservable inputs
		(Level 1)	(Level 2)	(Level 3)
Investment property	92,659		92,659	
<b>Assets measured at Amortised Cost</b>				
- Investments in Bonds	4,900		4,900	
<b>There have been no transfers between Level 1 and Level 2 during the period</b>				

## Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2016

	Total	Quoted prices in active markets	Significant observable inputs	Significant unobservable inputs
		(Level 1)	(Level 2)	(Level 3)
Investment property	92,659		92,659	
<b>Assets measured at Amortised Cost</b>				
- Investments in Bonds	5,000		5,000	

There have been no transfers between Level 1 and Level 2 during the period

## Quantitative disclosures fair value measurement hierarchy for assets as at 1 April 2015

	Total	Quoted prices in active markets	Significant observable inputs	Significant unobservable inputs
		(Level 1)	(Level 2)	(Level 3)
Investment property	100,859		100,859	
<b>Assets measured at Amortised Cost</b>				
- Investments in Bonds	-		-	

There have been no transfers between Level 1 and Level 2 during the period

## BATA PROPERTIES LTD

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

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#### 18 First time adoption of Ind AS

These financial statements, for the year ended 31 March, 2017, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March, 2016, the Company prepared its financial statements in accordance with Indian GAAP.

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on or after 31 March, 2017, together with the comparative period data as at and for the year ended 31 March, 2016, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening statement of financial position was prepared as at 1 April, 2015, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the company in restating its Indian GAAP financial statements, including the statement of financial position as at 1 April, 2015 and the financial statements as at and for the year ended 31 March, 2016.

#### Exemptions applied

Ind AS 101 allows first-time adopters certain mandatory and voluntary exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

a) Determining whether an arrangement contain a lease :-

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the company has used Ind AS 101 exemption and assessed all arrangements based for embedded leases based on conditions in place as at the date of transition.

b) Investment property

As permitted by IND AS 101, the company has elected to continue with the carrying values under previous GAAP for all the items of Investment property.

**BATA PROPERTIES LTD****NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017**

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**19. Financial risk management objectives and policies**

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans and cash and cash equivalents that derive directly from its operations.

The Company's activities does not possess any significant financial risk except the credit risk.

**Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities and from its financing activities, including deposits with banks and financial institutions.

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March, 2017 and 31 March, 2016 is the carrying amounts as illustrated in Note 17a.

**Liquidity risk**

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The company has no outstanding bank borrowings. The company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

As of March 31, 2017, the company had a working capital of INR10,354 thousand including cash and cash equivalents of INR 23 thousand. As of March 31, 2016, the company had a working capital of INR 9,522 thousand including cash and cash equivalents of INR 431 thousand.

# BATA PROPERTIES LIMITED

## BATA PROPERTIES LTD

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

#### b) Reconciliation of net profit as previously reported under IGAAP to Ind AS

(Amount in INR thousand except as otherwise stated)

	As per Notes previous GAAP	Adjustments	31 March 2016
<b>REVENUE</b>			
Income from Rent	749	-	749
Other income	9,503	-	9,503
<b>Total Income</b>	<b>10,252</b>	-	<b>10,252</b>
<b>EXPENSES</b>			
Depreciation on investment property	1 -	162	162
Depreciation on property plant & Equipment	1 162	-162	-
Other Expenses	110	-	110
<b>Total expenses</b>	<b>271</b>	-	<b>271</b>
<b>Profit before tax</b>	<b>9,980</b>		<b>9,980</b>
<b>Tax expense:</b>			
Current Tax	975	-	975
Tax for earlier year			
- Current Tax	-17	-	-17
Total tax expenses	958	-	958
<b>Profit for the year</b>	<b>9,022</b>	-	<b>9,022</b>
<b>Total comprehensive income for the year, net of tax</b>	<b>9,022</b>		<b>9,022</b>

#### Footnotes

##### 1) Property plant and equipments

Based on Ind AS 40, the Company has reclassified land and building used to earn rental income and capital appreciation. Under previous gap this was disclosed as property plant and equipments. Accordingly the property plant and equipment has been reduced by INR 18,795 thousand as at 31st March 2016 and INR 19,252 thousand as at 1st April 2015 and Investment property has been increased by INR 18,795 thousand as at 31st March 2016 and INR 19,252 thousand as at 1st April 2015 respectively.

Consequently the depreciation of property plant and equipment has been decreased by 162 thousand for the year ended 31st March 2016 and Depreciation on Investment property has been increased by INR 162 thousand for the year ended 31st March 2016.

## BATA PROPERTIES LTD

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

20 The following reconciliation provides the effect of transition to Ind AS from IGAAP in accordance with IND AS 101

a) Equity as at April 1, 2015 and March 31, 2016

b) Net profit for the year ended March 31, 2016

a) Reconciliation of equity as previously reported under IGAAP to Ind AS

	As at date of Transition 1 April 2015				31-Mar-16		
	Notes	As per previous GAAP	Adjustment on Transition to Ind AS	1 April 2015	As per previous GAAP	Adjustment on Transition to Ind AS	31 March 2016
<b>ASSETS</b>							
<b>Non-current assets</b>							
Property plant & Equipment	1	19,252	-19,252	-	18,795	-18,795	-
Investment Property	1	-	19,252	19,252	-	18,795	18,795
Financial assets							
Investments		500	-	500	500	-	500
Loans at amortised cost		46	-	46	5,045.60	-	5,046
Other financial assets		959	-	959	13,634.64	-	13,635
Other non-current assets		123	-	123	433.79	-	434
		<u>20,880</u>	<u>-</u>	<u>20,880</u>	<u>38,409</u>	<u>-</u>	<u>38,409</u>
<b>Current assets</b>							
Financial Assets							
Cash and cash equivalents		51	-	51	431	-	431
Other bank balances		17,873	-	17,873	9,395	-	9,395
Other current assets		175	-	175	-	-	-
		<u>18,099</u>	<u>-</u>	<u>18,099</u>	<u>9,826</u>	<u>-</u>	<u>9,826</u>
<b>Total Assets</b>		<u><b>38,979</b></u>	<u><b>-</b></u>	<u><b>38,979</b></u>	<u><b>48,235</b></u>	<u><b>-</b></u>	<u><b>48,235</b></u>
<b>EQUITY AND LIABILITIES</b>							
<b>Equity</b>							
Equity Share capital		48,510	-	48,510	48,510	-	48,510
Other Equity		(9,602)	-	(9,602)	-579	-	-579
		<u>38,908</u>	<u>-</u>	<u>38,908</u>	<u>47,931</u>	<u>-</u>	<u>47,931</u>
<b>Current liabilities</b>							
Financial Liabilities							
Trade Payables		71	-	71	304	-	304
		<u>71</u>	<u>-</u>	<u>71</u>	<u>304</u>	<u>-</u>	<u>304</u>
<b>Total Equity and Liabilities</b>		<u><b>38,979</b></u>	<u><b>-</b></u>	<u><b>38,979</b></u>	<u><b>48,235</b></u>	<u><b>-</b></u>	<u><b>48,235</b></u>

# BATA PROPERTIES LIMITED

## BATA PROPERTIES LTD

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

#### 21. Capital Management

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

#### 22. Disclosure on Specified bank notes :

The company did not have any holdings or dealings in specified bank notes during the period from 8 November, 2016 to 30 December, 2016.

Particulars	SBNs *	Other Denomination Notes	Total
Closing Cash in Hand - 8.11.2016	Nil	Nil	Nil
<b>Add</b> Permitted Receipts (9.11.- 30.12.2016)	Nil	Nil	Nil
<b>Less</b> Permitted Payments ( 9.11 - 30.12.2016)	Nil	Nil	Nil
<b>Less</b> Amount Deposited into banks ( 9.11.- 30.12.2016)	Nil	Nil	Nil
Closing Cash in hand as on 30.12.2016	Nil	Nil	Nil

\* For the purpose of this clause, the term 'Specified Bank Notes' shall have the same meaning as provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic affairs number S.O. 3407E, dated 8 November 2016.

23. Previous year's figures have been regrouped/reclassified, wherever necessary, to conform to the classification of current year

As per our report of even date

For and on behalf of the Board of Directors

For DSP Associates & Co.

ICAI Firm Registration number: 006791N  
Chartered Accountants

Per Sanjay Jain  
Partner  
Membership no.: 084906  
Place: New Delhi  
Date: May 15, 2017

**Ram Kumar Gupta**      **Maloy Kumar Gupta**  
Director                      Director  
DIN: 01125065              DIN : 05315284



**Form AOC-1***(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)***Statement containing salient features of the financial statement of subsidiaries  
or associate companies or joint ventures****Part A: Subsidiaries**

(Rs. In Million)

Sl. No.	Particulars	Name of the Subsidiaries
		Coastal Commercial & Exim Limited
1.	The date since when subsidiary was acquired	11.10.1991
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-
3.	Share capital Authorised: Issued & Subscribed:	1.00 0.50
4.	Reserves and surplus	0.81
5.	Total assets	1.35
6.	Total Liabilities	1.35
7.	Investments	-
8.	Turnover	0.86
9.	Profit before taxation	0.36
10.	Provision for taxation	(0.01)
11.	Profit after taxation	0.38
12.	Proposed Dividend	-
13.	Extent of shareholding (in percentage)	100

- Notes:** 1. Names of subsidiaries which are yet to commence operations: None  
2. Names of Subsidiaries which have been liquidated or sold during the year: None

**Part B: Associates and Joint Ventures****Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

S. No.	Name of Associates or Joint Ventures	
1.	Latest audited Balance Sheet Date	Not Applicable
2.	Date on which the Associate or Joint Venture was associated or acquired	
3.	Shares of Associate or Joint Ventures held by the company on the year end	
	No.	
	Amount of Investment in Associates or Joint Venture	
	Extent of Holding (in percentage)	
4.	Description of how there is significant influence	
5.	Reason why the associate/joint venture is not consolidated	
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	
7.	Profit or Loss for the year	
	i. Considered in Consolidation	
	ii. Not Considered in Consolidation	

- Notes:** 1. Names of associates or joint ventures which are yet to commence operations: None  
2. Names of associates or joint ventures which have been liquidated or sold during the year: None

**For and on behalf of the Board of Directors**Place : Gurgaon  
Date : May 15, 2017**RAM KUMAR GUPTA**  
Director  
(DIN: 01125065)**MALLOY KUMAR GUPTA**  
Director  
(DIN: 05315284)

**Form No. MGT-11****PROXY FORM**

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

CIN : U70101WB1987PLC042839  
 Name of the Company : BATA PROPERTIES LIMITED  
 Registered office : 6A, S.N. Banerjee Road, Kolkata - 700013  
 Name of the Member(s) :  
 Registered Address :  
 E-mail Id :  
 Folio No. / DP & Client Id :

I / We, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

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

as my / our proxy to attend and vote on a poll for me / us and on my / our behalf at the Thirtieth Annual General Meeting of the Company, to be held on Monday, 17<sup>th</sup> day of July, 2017 at 4:30 p.m. at 27B, Camac Street, 1st Floor, Kolkata - 700016 and at any adjournment(s) thereof in respect of such Resolutions as are indicated below:

RESOLUTION NUMBER	PARTICULARS OF RESOLUTION
Resolution 1 (Ordinary Resolution)	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Auditors and the Board of Directors thereon.
Resolution 2 (Ordinary Resolution)	To appoint a Director in place of Maloy Kumar Gupta (DIN: 05315284), who retires by rotation and being eligible, offers himself for re-appointment.
Resolution 3 (Ordinary Resolution)	To ratify the appointment of Auditors and fix their remuneration.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017.

Signature of Shareholder:

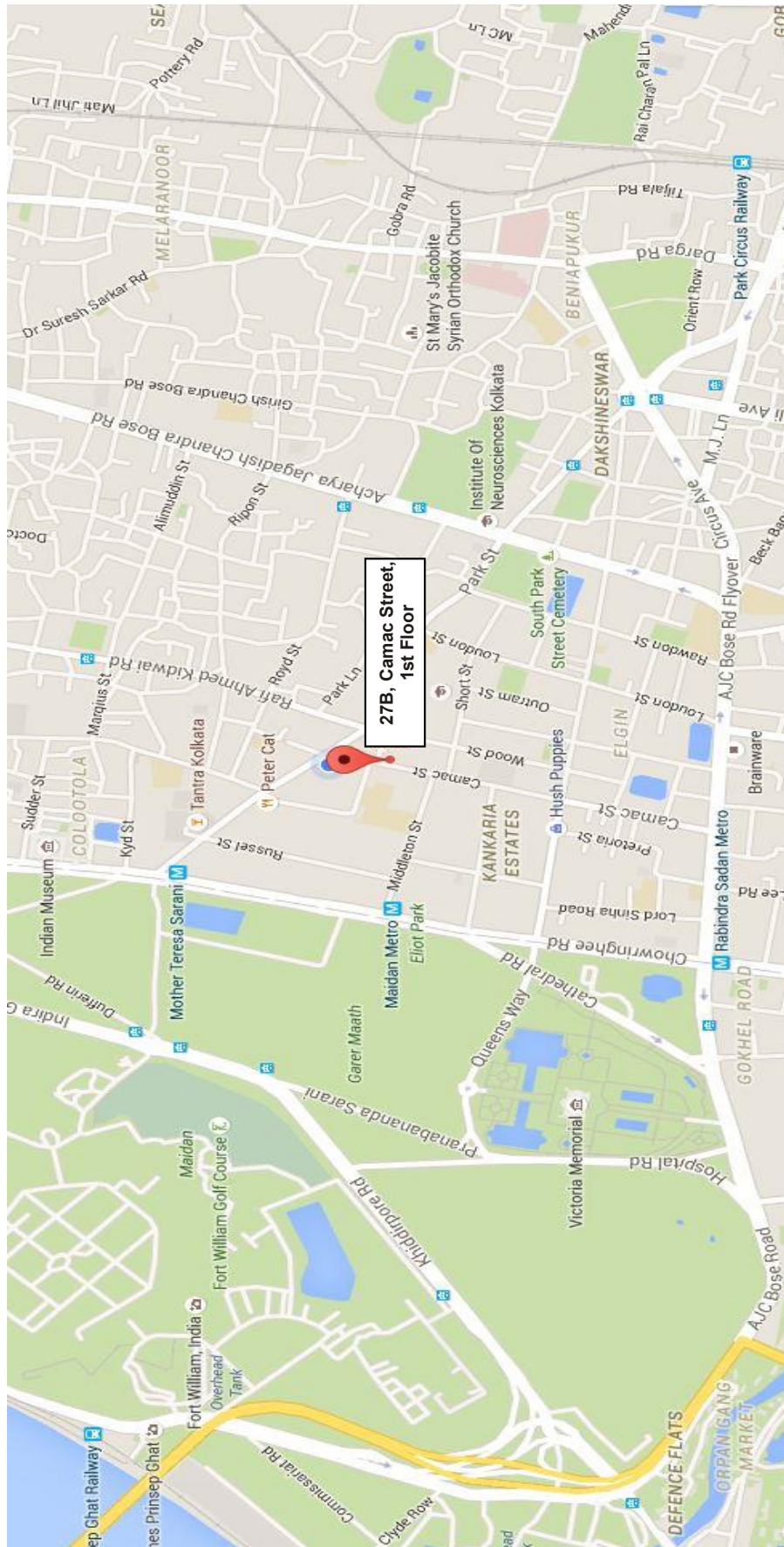
Affix Revenue  
Stamp

Signature of Proxy holder(s):

- Note:** i. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.  
 ii. Please mark the envelope "BPL PROXY".

**ROUTE MAP TO THE AGM VENUE**

**27B, Camac Street, 1st Floor, Kolkata - 700016**



**BATA PROPERTIES LIMITED**

CIN: U70101WB1987PLC042839  
Registered Office: 6A, S.N. Banerjee Road, Kolkata - 700013  
Telephone: +91 33 3980 2001 | Fax: +91 33 2289 5748  
E-mail Id: corporate.relations@bata.com

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**THIRTIETH ANNUAL GENERAL MEETING**

**ATTENDANCE SLIP**

<b>DATE</b>	<b>VENUE</b>	<b>TIME</b>
17 <sup>th</sup> day of July, 2017	27B, Camac Street, 1 <sup>st</sup> Floor, Kolkata-700016	4:30 p.m.

1. Folio No. / DP & Client Id: \_\_\_\_\_  
2. Name of the Member: \_\_\_\_\_

I certify that I am a Member / Proxy for the Member holding \_\_\_\_\_ shares.

Please ✓ in the box.

Member       Proxy

\_\_\_\_\_  
**Name of Proxy in Block Letters**

\_\_\_\_\_  
**Signature of Member / Proxy attending**