

BALANCE SHEET
F. Y. 2015-16

AUTOLINE INDUSTRIAL PARKS LIMITED
(CIN - U45209PN2007PLC130639)
S. No. 313, 314, 320 to 323 Nanekarwadi
Chakan, Taluka- Khed, District- Pune - 410501.

AUTOLINE INDUSTRIAL PARKS LIMITED

S.No.313, 314, 320-323, NANEKARWADI, TALUKA KHED, DIST. PUNE - 410501

Balance Sheet as at March 31, 2016

PARTICULARS		Note	As at March 31, 2016	As at March 31, 2015
			₹	₹
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	2	717,722,500	686,336,000
	(b) Reserves and surplus	3	353,474,998	325,411,518
			1,071,197,498	1,011,747,518
2	Share application money pending allotment		-	10,000,000
3	Current liabilities			
	(a) Short term borrowings	4	2,500,000	5,000,000
	(b) Trade payables	5	3,347,088	3,024,789
	(c) Other current liabilities	6	8,209,521	648,407
			14,056,609	8,673,196
	TOTAL		1,085,254,107	1,030,420,714
B	ASSETS			
1	Non-current assets			
	(a) Non-current Investments	7	160,753	152,445
	(b) Long term loans and advances	8	-	9,460
	(c) Other non-current assets	9	481,067	899,243
			641,820	1,061,148
2	Current assets			
	(a) Inventories	10	1,047,579,350	1,018,932,908
	(b) Cash and cash equivalents	11	446,834	9,114,651
	(c) Short term loans and advances	12	36,167,927	893,831
	(d) Other Current Assets	13	418,176	418,176
			1,084,612,287	1,029,359,566
	TOTAL		1,085,254,107	1,030,420,714

The Notes are an integral part of these financial statements 1 to 27

AS PER OUR REPORT OF EVEN DATE ATTACHED

For A. R. SULAKHE & CO.
Chartered Accountants

For and on behalf of the Board of Directors

Firm Registration No : 110540W

CA. KAUSTUBH DEO
Partner
Mem. No. 134892

M. RADHAKRISHNAN
Director
DIN:00006752

SUDHIR MUNGASE
Managing Director
DIN:00006754

SHIVAJI AKHADE
Director
DIN:00006755

Place : Pune
Date : May 27, 2016

R T GOEL
Chief Financial Officer

SHILPA WALUNJ
Company Secretary

AUTOLINE INDUSTRIAL PARKS LIMITED

S.No.313, 314, 320-323, NANEKARWADI, TALUKA KHED, DIST. PUNE - 410501

Statement of Profit and Loss for the Year Ended March 31, 2016

PARTICULARS		Note No.	For the year ended	For the year ended
			March 31, 2016	March 31, 2015
			₹	₹
A	REVENUE			
1	Revenue from operations		-	-
2	Other income	14	8,308	8,969
3	Total revenue (1+2)		8,308	8,969
4	Expenses			
	(a) Employee benefit expense	15	758,000	149,000
	(b) Finance costs	16	431,789	138,077
	(c) Other expenses	17	2,132,080	2,279,307
5	Total expenses		3,321,868	2,566,384
6	Profit / (Loss) before tax (3 - 5)		(3,313,560)	(2,557,415)
7	Tax expense:			
	(a) Current tax expense for current year		-	-
	(b) Current tax expense relating to prior years		9,460	-
	(c) Net current tax expense		9,460	-
8	Profit / (Loss) for the year (6 - 7)		(3,323,020)	(2,557,415)

The Notes are an integral part of these financial statements

1 to 27

AS PER OUR REPORT OF EVEN DATE ATTACHED

For A. R. SULAKHE & CO.
Chartered Accountants
Firm Registration No : 110540W

For and on behalf of the Board of Directors

CA. KAUSTUBH DEO
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AUTOLINE INDUSTRIAL PARKS LIMITED

S.No.313, 314, 320-323, NANEKARWADI, TALUKA KHED, DIST. PUNE - 410501

Cash Flow Statement for the Year Ended March 31, 2016

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
A) Cash Flow from Operating Activities		
Net Profit / (Loss) after Tax	(3,323,020)	(2,557,415)
Adjustment for : Depreciation	-	-
Operating Profit before Working Capital Changes	(3,323,020)	(2,557,415)
Adjustment for : Trade and Other Receivable	(34,846,460)	453,805
Trade Payables and Other Payable	7,883,413	1,612,658
Change in Inventories	(28,646,442)	(100,063,315)
Cash Generated from Operations	(58,932,509)	(100,554,267)
Net Cash from Operating Activities (A)	(58,932,509)	(100,554,267)
B) Cash Flow from Investing Activities		
Investment In Mutual Fund'	(8,308)	(8,969)
Net Cash from Investing Activities (B)	(8,308)	(8,969)
C) Cash Flow from Financing Activities		
Increase in Share Capital	31,386,500	46,200,000
Share application money	(10,000,000)	10,000,000
Increase in Share Premium	31,386,500	46,200,000
Increase/(Decrease) in Short Term Borrowings	(2,500,000)	5,002,309
Cash Flow from Financing Activities (C)	50,273,000	107,402,309
Net Increase in Cash & Cash Equivalent (A+B+C)	(8,667,817)	6,839,073
Cash & Cash equivalent as at 01.04.2015	9,114,651	2,275,578
Cash & Cash equivalent as at 31.03.2016	446,834	9,114,651
Net Increase in Cash & Cash Equivalent	(8,667,817)	6,839,073

AS PER OUR REPORT OF EVEN DATE ATTACHED

For A. R. SULAKHE & CO.
Chartered Accountants

For and on behalf of the Board of Directors

Firm Registration No : 110540W

CA. KAUSTUBH DEO
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DIN:00006755

Place : Pune
Date : May 27, 2016

R T GOEL
Chief Financial Officer

SHILPA WALUNJ
Company Secretary

AUTOLINE INDUSTRIAL PARKS LIMITED
Notes forming part of the financial statements

Note 2 Share capital

Particulars	As at March 31, 2016		As at March 31, 2015	
	Number of shares	₹	Number of shares	₹
(a) Authorised Equity shares of ₹ 10 each with voting rights	75,000,000	750,000,000	75,000,000	750,000,000
(b) Issued, subscribed and fully paid up Equity shares of ₹ 10 each with voting rights	71,772,250	717,722,500	63,605,250	636,052,500
(c) Issued, subscribed but not fully paid up. Equity shares of Rs.10/- each paid with voting rights.	-	-	8,167,000	81,670,000
Less : Calls in arrears*		-	-	31,386,500
Sub Total	-	-	8,167,000	50,283,500
Total	71,772,250	717,722,500	71,772,250	686,336,000

*Previous Year, Calls in arrears includes an amount of ₹ 1,48,86,500 due from directors .

Notes :-

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Bonus	Closing Balance
<u>Equity shares with voting rights</u>				
For the Year ended 31 March, 2016				
- Number of shares	71,772,250	-	-	71,772,250
- Amount (₹) Fully Paid	636,052,500	-	-	717,722,500
- Amount (₹) Partly Paid *	50,283,500	-	-	-
Year ended 31 March, 2015				
- Number of shares	71,772,250	-	-	71,772,250
- Amount (₹) Fully Paid	636,052,500	-	-	636,052,500
- Amount (₹) Partly Paid *	4,083,500	-	-	50,283,500

Notes :-

* Call money received against partly paid up share ₹ 31,386,500 during FY 2015-16 & ₹ 46,200,000 during FY 2014-15.

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	Equity shares with voting rights	Equity shares with differential voting rights
	Number of shares	
As at 31st March, 2016 AUTOLINE INDUSTRIES LTD. (% of holding 43.78%)	31,425,000	-
As at 31st March, 2015 AUTOLINE INDUSTRIES LTD. (% of holding 43.78%)	31,425,000	-

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at March 31, 2016		As at March 31, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights Autoline Industries Ltd	31,425,000	43.78%	31,425,000	43.78%
Sharjah Cement & Industrial Development Co.	24,750,000	34.48%	24,750,000	34.48%
Mr.Mohamed Abdalla Ahmed Alkhayal	6,682,500	9.31%	6,682,500	9.31%

(iv) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date:

Particulars	Aggregate number of shares	Aggregate number of shares
	As at March 31, 2016	As at March 31, 2015
<u>Equity shares with voting rights</u>		
Fully paid up pursuant to contract(s) without payment being received in cash	NIL	NIL
Fully paid up by way of bonus shares		
Shares bought back		

Note 3 Reserves and surplus

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
(A) Securities Premium Account		
Opening balance	314,416,000	268,216,000
Add. During the year	31,386,500	46,200,000
Closing balance	345,802,500	314,416,000
(B) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	10,995,518	13,552,933
Add: Profit / (Loss) for the year	(3,323,020)	(2,557,415)
Closing balance	7,672,498	10,995,518
Total	353,474,998	325,411,518

Note 4 Short-term borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Loans and advances from related parties		
Unsecured - Directors	2,500,000	5,000,000
Total	2,500,000	5,000,000

Note 5 Trade payables

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
(a) Trade payables:		
- For Expenses	3,347,088	3,024,789
Total	3,347,088	3,024,789

Note 6 Other-current liabilities

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
Statutory Dues	844,615	520,677
Professional Fees Payable	117,000	102,360
Payable for Employee Benefits	24,000	22,000
Advances- Autoline Industries Ltd.	7,223,906	3,369
Total	8,209,521	648,406

Note 7 Non-current investments

Particulars	As at March 31, 2016		As at March 31, 2015	
	Quoted	Total	Quoted	Total
	₹	₹	₹	₹
(a) Investment in Mutual Funds				
Tata Mutual Fund	21,187	21,187	20,054	20,054
SBI Mutual Fund	139,566	139,566	132,391	132,391
Total	160,753	160,753	152,445	152,445

Note 8 Long-term loans and advances

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
Unsecured, considered good Advance Income Tax (Net of Provision)	-	9,460
Total	-	9,460

Note 9 Other non-current assets

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
Unamortised expenses (i) Expenses for Increase in Authorised Capital	481,067	899,243
Total	481,067	899,243

Note 10 Inventories - At cost or net realisable value whichever is lower

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
Work-in-progress - Land and Development Cost Opening Balance	1,018,932,908	918,869,593
Additions during the year	28,646,442	100,063,315
Closing Balance	1,047,579,350	1,018,932,908

Note 11 Cash and cash equivalents

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
(a) Cash in hand	63,093	63,093
(b) Balances with banks (i) In current accounts	383,741	9,051,558
Total	446,834	9,114,651

Note 12 Short-term loans and advances

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
Unsecured, considered good Loans and advances (Net)	36,167,927	893,831
Total	36,167,927	893,831

Note 13 : Other current assets

Particulars	As at March 31, 2016	As at March 31, 2015
	₹	₹
Unamortised expenses Expenses for Increase in Authorised Capital	418,176	418,176
Total	418,176	418,176

Note 14 Other income

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
Dividend Received on Mutual Fund	8,308	8,969
Total	8,308	8,969

Note 15 Employee benefits expense

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
Salaries and wages	158,000	149,000
Director Remuneration	600,000	-
Total	758,000	149,000

Note 16 Finance costs

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
(a) Interest Expenses : Interest others	397,395	117,454
(b) Bank Charges & Commission	34,394	20,623
Total	431,789	138,077

Note 17 Other expenses

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
Rates and taxes	32,461	11,034
Donation	-	500,000
Professional & Consultancy Charges	1,250,331	889,216
Site Expenses	25,000	200,000
Payments to Auditors (Refer Sub-Note)	170,449	112,360
Miscellaneous Expenses Written off	418,176	418,176
Other Expenses	235,663	148,521
Total	2,132,080	2,279,307

Sub-Note to Note 17

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
(i) Payments to the auditors comprises (net of service tax input credit):		
As auditors - Statutory audit	140,449	112,360
For taxation matters	30,000	-
Total	170,449	112,360

Note 18 Disclosures under Accounting Standards - 18 (Related party transactions)

1. Details of related parties:

Description of relationship	Names of related parties
Holding Company	Autoline Industries Ltd (AIL).
Key Management Personnel (KMP) Director Managing Director Director	Mr. M. Radhakrishnan Mr. Sudhir V. Mungase Mr. Shivaji T. Akhade
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence	United Farming and Real Estate

Note:

1. Related parties have been identified by the Management.
2. AIL's shareholding in AIPL is 43.78%, and it controls the composition of Board of Directors. Hence AIL is considered as Holding Company.

2. Details of related party transactions during the year ended March 31,2016

Particulars	Entities in which KMP / relatives of KMP have significant influence	Associates/ Holding	Key Management Personnel (KMP)	Total
Receiving of Services				
Current Year		341,555		341,555
(Previous Year)		(337,080)		(337,080)
Purchase of Land				
Current Year	(7,381,480)			(7,381,480)
(Previous Year)				
Unsecured Loan Repayment			2,500,000	2,500,000
Current Year				
(Previous Year)				
Unsecured Loan Received		7,223,906		7,223,906
Current Year			(5,000,000)	(5,000,000)
(Previous Year)				
Directors Remuneration			600,000	600,000
Current Year			-	-
(Previous Year)				
Director Sitting Fees			50,000	50,000
Current Year				
(Previous Year)				
Investment Received (in Equity)		33,000,000	29,773,000	62,773,000
Current Year		(92,400,000)		(92,400,000)
(Previous Year)				

Note: Figures in brackets relate to previous year.

Note 19 Contingent liabilities and commitments

PARTICULARS	As at March 31, 2016	As at March 31, 2015
	₹	₹
(i) Contingent liabilities		
(a) Claims against the Company not acknowledged as debt - Income Tax Department	1,116,306	2,005,602
(ii) Commitments	-	-

Note 20 Directors Remuneration - During the year company has decided to pay Mr Sudhir Mungase Remuneration of ₹ 2,00,000 per month w.e.f. from January 2016. (Previous Year :- NIL)

Note 21 Value of imports calculated on CIF basis - NIL (Previous Year :- NIL)

Note 22 Expenditure in foreign currency - NIL. (Previous Year :- NIL)

Note 23 Amounts remitted in foreign currency during the year on account of repayment of share application Money - Current Year ₹ 1,00,00,000 (Previous Year :- NIL)

Note 24 Foreign Inward remittance in domestic currency (₹) during the year on account of share application money - Current Year :- NIL (Previous Year :- ₹ 1,00,00,000)

Note 25 Details of consumption of imported and indigenous items - Not Applicable

Note 26 Earnings in foreign exchange - NIL. (Previous Year :- NIL)

Note 27 Previous year's figures

Disclosure and presentation made in the financial statements as per Revised Schedule III of the Companies Act 2013, Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

AS PER OUR REPORT OF EVEN DATE ATTACHED

For A. R. SULAKHE & CO.
Chartered Accountants
Firm Registration No : 110540W

For and on behalf of the Board of Directors

CA.KAUSTUBH DEO
Partner
Mem. No. 134892

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Director
DIN:00006752

SUDHIR MUNGASE
Managing Director
DIN:00006754

SHIVAJI AKHADE
Director
DIN:00006755

Place : Pune
Date : May 27, 2016

R T GOEL
Chief Financial Officer

SHILPA WALUNJ
Company Secretary

Independent Auditors' Report -

To The Members of Autoline Industrial Parks Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **AUTOLINE INDUSTRIAL PARKS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016; the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, 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 and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatements, 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 in accordance with the Standards on Auditing specified under Section 143 (10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31 March 2016, and its loss and cash flows for the year ended on that date.

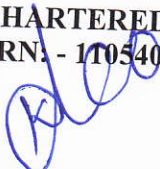
Report on Other Legal and Regulatory Requirements

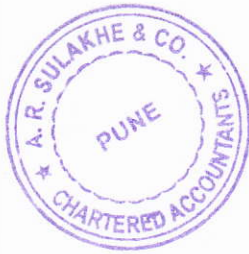
- 1) As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, (hereinafter referred to as the "the Order"), and on such checks of the books and records of the company as we considered appropriate and according to the information and explanation given to us, we give Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the order.
- 2) As required by Section 143 (3) of the Act, we report that:-
 - a) we have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) on the basis of written representations received from the directors, as on March 31st, 2016 and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31st, 2016 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'; and
 - g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.



- ii. The company has long-term contracts as at March 31, 2016 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2016.
- iii. As the company has not declared any dividend the provisions regarding transferring unpaid dividend account, to the Investor Education and Protection Fund by the company are not applicable.

FOR A. R. SULAKHE & CO
CHARTERED ACCOUNTANTS
FRN: - 110540W


KAUSTUBH DEO
PARTNER
M. NO.134892
May 27, 2016
Pune



Annexure A to the Independent Auditors' Report:

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March, 2016, we report that:

- i) As the company do not have any Fixed Assets, the provision of clause (i) (a) & (b) of Companies (Auditor's report) Order, 2016 is not applicable.
- ii) As per certificate produced before us, inventories were physically verified at the end of the year by the management. In our opinion verification is at reasonable intervals and no material discrepancies were noticed on physical verification.
- iii) The company has not granted loan to parties covered in the register maintained under section 189 of the Companies Act, 2013. Thus paragraph 3 (iii) of Order is not applicable.
- iv) The company has not granted any loans, guarantees and securities or investments in terms of section 185 and 186 of the Companies Act 2013
- v) The company has not accepted any deposit from public and hence the directives issued by the Reserve Bank of India and provision of section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of deposit) Rules 2015 with regard to deposits accepted from public are not applicable.
- vi) As per information and explanation given to us, the Central Government has not prescribed maintenance of cost records as required under sub section (1) of Section 148 of the Companies Act, 2013
- vii) a) *According to the records, the Company is not regular in depositing undisputed statutory dues in respect of income-tax, and other statutory dues with the appropriate authorities and there have been delays in depositing the same.* As per information and explanation given to us, company is not liable to pay provident fund, service tax, employees' state insurance duty of customs, sales-tax, duty of excise, value added tax, cess.
b) *There were undisputed amounts payable in respect of income-tax amounting to Rs.257278/- in arrears as at March 31, 2016 for a period of more than six months from the date they become payable.*
c) According to the information and explanations given to us, following is detail of dues in respect of income tax which have not been deposited as at 31st March 2016 on account of disputes.

Name of the Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Tax Amount involved (Rs.)
Income Tax Act, 1961	Penalty	The Commissioner of Income Tax (Appeals)	F.Y. 2008 - 09	5,17,440/-
Income Tax Act, 1961	Penalty	The Commissioner of Income Tax (Appeals)	F.Y. 2008 - 09	11,16,306/-
Income Tax Act, 1961	Due on Assessment	Income Tax Appellate Tribunal	F.Y. 2009 - 10	8,89,295/-



- viii) The company does not have any loans & borrowings from any financial institution, banks government or debenture holder during the year. Accordingly paragraph 3(viii) of the Order is not applicable.
- ix) The company did not raise money by way of initial public offer or further public offer (including debt instrument) and term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.
- x) Based upon the audit procedures performed and the information and explanations given by the management, we report that, no fraud by the Company or on company by its officers or employees has been noticed or reported to us during the year by the management.
- xi) According to the information and explanation given to us and based on our examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Act.
- xii) In our opinion and according to the information and explanation given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the order is not applicable.
- xiii) According to the information and explanations given to us and based on our examinations of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions 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 examinations of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the order is not applicable.
- xvi) In our opinion and according to the information and explanation given to us, 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 and hence not commented upon.

FOR A. R. SULAKHE & CO
CHARTERED ACCOUNTANTS
FRN: - 110540W

KAUSTUBH DEO
PARTNER
M. NO.134892
May 27, 2016
Pune



'ANNEXURE B' TO THE INDEPENDENT AUDITORS' REPORT

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 **AUTOLINE INDUSTRIAL PARKS LIMITED** ("the Company") (hereinafter called AIPL) as of March 31, 2016 in conjunction with our audit of the financial statements for the year ended as of 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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



Meaning of Internal Financial Controls over Financial Reporting

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, 2016, 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"(ICAI).

**FOR A R SULAKHE & CO.
CHARTERED ACCOUNTANTS
Firm Registration No 110540W**



**KAUSTUBH DEO
PARTNER**

Membership No. : 134892

Place: Pune

Date: May 27,2016

