

**RATNA**<sup>TM</sup>  
RISING • REALTY



**18th**

**ANNUAL  
REPORT**

**2023-2024**

**RATNABHUMI DEVELOPERS LIMITED**

## INSIDE THIS REPORT

CONTENT	PAGE NO.
<b>Corporate Overview</b>	<b>03 - 07</b>
Corporate Information	03
About us	04
Managing Director's Message	05
Committees of the Board	07
<b>Notice</b>	<b>08-23</b>
<b>Statutory Reports</b>	<b>24-83</b>
Board's Report	24
Corporate Governance Report	49
Management Discussion and Analysis	76
<b>FINANCIAL STATEMENTS</b>	<b>84-173</b>
Standalone Financial Results	84
Consolidated Financial Results	131

**CORPORATE INFORMATION:  
RATNABHUMI DEVELOPERS LIMITED  
CIN: L45200GJ2006PLC048776**

**Board of Directors:**

<b>Name</b>	<b>Designation</b>
Mr. Kaivan Shah DIN: 01887130	Chairman and Managing Director
Mrs. Rinni Shah DIN: 07368796	Whole Time Director and CFO
Mr. Smit Shah DIN: 07918521	Non- Executive Independent Director
Mr. Shaishav Shah DIN: 07894723	Non- Executive Independent Director
Mrs. Avani Sanghvi DIN: 09156980	Non- Executive Independent Director

**Key managerial personnel:**

Mrs. Rinni Shah	Chief Financial Officer
Ms. Divya Joshi	Company Secretary and Compliance Officer

<b>STATUTORY AUDITOR</b>	<b>SECRETARIAL AUDITOR</b>
<b>M/s. DJNV &amp; CO (FRN:0115145W)</b> <b>Address:</b> 2nd Floor, H N House, Opp. Muktajivan Colour Lab, Above Income Tax Under Bridge Stadium Circle, Navrangpura, Ahmedabad -380 009.  <b>Tel No.:</b> +91-079 - 48934455, 26402742 <b>Email:</b> <a href="mailto:nirav@djnv.in">nirav@djnv.in</a>	<b>M/s. Insiya Nalawala and Associates</b> <b>Address:</b> 303-B, Mangalmurti Complex, Nr. Shiv Cinema, Ashram Road, Ahmedabad - 380009, Gujarat, India  <b>Mobile No.</b> 9724509467 <b>Email Id:</b> <a href="mailto:insiya@csinsiya.in">insiya@csinsiya.in</a>

<b>REGISTRAR &amp; SHARE TRANSFER AGENT</b>	<b>BANKING PARTNERS</b>
<b>Alankit Assignments Limited</b> 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi - 110055, India <b>Tel No.</b> +91-11-4254 1234; <b>Fax No.</b> +91-11-4154 3474 <b>Email:</b> <a href="mailto:rta@alankit.com">rta@alankit.com</a> <b>Web:</b> <a href="http://www.alankit.com">www.alankit.com</a>	State Bank of India Limited

<b>REGISTERED OFFICE</b>
Ratna Corporate House, Nr. Santoor Bungalows, Ambli - Bopal Road, Ahmedabad, Gujarat, 380058 <b>Tel No.</b> +91- : 87585 51175 <b>Email:</b> <a href="mailto:compliance@ratnagroup.co.in">compliance@ratnagroup.co.in</a> ; <b>Web:</b> <a href="http://www.ratnagroup.co.in">www.ratnagroup.co.in</a> ;



## About us

Ratna group is dedicated to making city life simpler, accessible and meaningful to live through its real estate developments. Ratna has amassed vast experience of over two decades through the vision and entrepreneurial spirit of Mr Jitendra Shah and now the legacy passed over to Mr Kaivan Shah with a vision to creating and developing opportunity based infrastructure realising a pie of growth for everyone involved. Marketing dexterity with a fire to grow, supported by efficient administrative prowess and standardization of on site and off site processor, has kept Ratna Group ahead of the demands of today.

Ratna means ‘Gem’ in Gujarati, and Turquoise is one precious gem of this group. The name ‘Turquoise’ was inspired by the Ratna Group’s ambitions projects that is a prominent part of the skyline of Ahmedabad. A unique selling in marketing, focused on success and growth, supported by efficient administrative powers and global level standardization, on and off site, has always kept the Ratna Group, a step ahead of its competitors. Today the group is poised to identify opportunities in the real estate sector within its own domain and around unexplored geographical zones.

Marketing dexterity with a fire to grow, supported by better administrative prowess and standardization of on site and off site processor, has kept RATNA Group ahead of the demands of today. These are the respective strengths of Mr Kaivan Shah, the able next generation surging to take the group ahead.

The experience of the group varies from land acquisition, authority liasoning, planned development, identification of project types and locations as well as construction development and maintenance of projects commissioned under residential / commercial / retail / plotting or industrial.

RATNA as a group as looking at a more organised growth with judicious employment of new methods, apt technology, renewed marketing vigour, planned public - relation needs with a focus on building a long - standing brand anchored on its rapid but organic growth



## Dear Shareholders,

It gives me immense pleasure to present to you Ratnabhumi Developers Limited's Eighteenth Annual Report for the Financial Year 2023-24.

Our aim is to understand and meet the expectations of our customers by providing them with the best quality of lifestyle and signature work spaces through our residential and commercial projects, delivered along with impeccable after sales customer service.



We have been constantly working on novation to serve the best to our customers as per their needs. As we reflect upon our business performance in fiscal year 2023-24, our Company has achieved a fairly resilient performance in a challenging business environment. Escalating geo-political tensions, volatile commodity prices, inflationary pressures and rising interest rates marked the operating environment during the year. Our Company continues to prioritise the preferences to be able to create long-term relationships, build trust and foster loyalty with customers, which are crucial levers for succeeding in today's highly competitive and dynamic market.

The residential real estate market in Ahmedabad has been growing steadily in recent years. With increasing urbanization, the demand for housing has been on the rise, resulting in the development of new residential projects in the city. The commercial real estate market in Ahmedabad is also growing at a rapid pace. With the growth of the IT and business services sector, the demand for commercial spaces such as offices and retail spaces has been on the rise. The city is home to several new commercial projects, including shopping malls, office complexes and business parks, providing ample opportunities for businesses to set up their operations in Ahmedabad.

As we aim to become a leading Real Estate and Construction Company in the chosen emerging market of Ahmedabad and ultimately Gujarat, we remain focused on accelerating our portfolio diversification, strengthening our distribution infrastructure, leveraging advanced digital technologies and empowering our people. Our Company will continue its steadfast commitment to propel the levers of growth across its diverse product portfolio and markets, while maintaining a long-term perspective on sustained growth and competitive advantage.

Trust, ownership, innovation, inclusion and collaboration are key tenets that form the bedrock of our culture. We have always imbibed a 'people-first' approach, which has guided us towards achieving positive outcomes and meet our business objectives, holding firm even

during unprecedented levels of uncertainty that we have witnessed in the operating environment over the last three years.

The Board has continued to exhibit an unwavering commitment to our Company's mission to drive growth and innovation, while upholding the highest standards of corporate governance. I continue to act as the Chairman of the Board and also continue to lead efforts to improve the collective functioning of the Board.

I want to express my heartfelt appreciation to the Board for their ongoing engagement and guidance and to our shareholders for placing their unfettered faith in Ratnabhumi Developers Limited. I am grateful for the steadfast commitment of our members, even amidst fairly challenging times. I would also like to express my sincere gratitude towards all our business partners, vendors and associates for their sustained support as we continue to chart our way forward towards building a future focused Company.

*Warm Regards,*

*Kaivan Shah*  
*Chairman and Managing Director*



## COMMITTEE COMPOSITION

### AUDIT COMMITTEE

Name of Director	Position in Committee	Nature of Directorship
Mr. Smit Shah	Chairman	Non- Executive/ Independent Director
Mr. Shaishav Shah	Member	Non- Executive/ Independent Director
Mr. Kaivan Shah	Member	Managing Director
Ms. Avani Sanghavi	Member	Non- Executive/ Independent Director

### NOMINATION AND REMUNERATION COMMITTEE

Name of Director	Position in Committee	Nature of Directorship
Mr. Shaishav Shah	Chairman	Non- Executive/ Independent Director
Mr. Smit Shah	Member	Non- Executive/ Independent Director
Ms. Avani Sanghavi	Member	Non- Executive/ Independent Director

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Name of Director	Position in Committee	Nature of Directorship
Mr. Shaishav Shah	Chairman	Non- Executive/ Independent Director
Mr. Smit Shah	Member	Non- Executive/ Independent Director
Mr. Kaivan Shah	Member	Managing Director

## NOTICE OF 18TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the Eighteenth Annual General Meeting of the members of Ratnabhumi Developers Limited (CIN: L45200GJ2006PLC048776) will be held on Friday, 27<sup>th</sup> day of September, 2024 at 11:00 A.M. IST through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following businesses:

### ***Ordinary Business:***

- 1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of the Board of Directors and Auditors thereon.**
- 2. To appoint a director in place of Mrs. Rinni Shah (DIN: 07368796), who retires by rotation and, being eligible, offers herself for re-appointment.**

### ***Special Business:***

- 3. To increase the Borrowing limits of the Company.**

To consider and, if thought fit, to pass, with or without modification, the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** in super session of all the resolutions passed by the shareholders of the Company pursuant to Section 180(1)(c), 180(2) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time and the rules thereunder, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing, from time to time, any sum or sums of monies (including non-fund based banking facilities) as may be required for the purpose of business of the Company, from one or more banks, financial institutions and other persons, firms, bodies corporate, whether in India or abroad, notwithstanding that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained or to be obtained from the Company’s Bankers in ordinary course of business) may at any time exceed the aggregate of the paid up capital of the Company and its free reserves, provided that the total amount so borrowed by the Board and outstanding at any point of time, shall not exceed the sum of Rs. 400 crores (Rupees Four Hundred Crore Only).

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required.”

- 4. To Approve of Related Party Transaction (s):**

To consider and if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,



2015, as amended from time to time, (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made there under, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with entities falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the course of the business on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related parties and the Company, for each of the financial years (FY), such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value as specified under each category for each financial year, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out in the ordinary course of business of the Company and in respect of transactions with related parties under Section 2(76) of the Act, are at arm’s length basis.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.ratnagroup.co.in](http://www.ratnagroup.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.



**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Tuesday, September 24, 2024 at 09:00 A.M. and ends on Thursday, September 26, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 20, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 20, 2024.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ <b>Access to e-Voting</b> ” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be

re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select **“Register Online for IDeAS Portal”** or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
---	-------------------------



<p>a) For Members who hold shares in demat account with NSDL.</p>	<p>8 Character DP ID followed by 8 Digit Client ID</p> <p>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.</p>
<p>b) For Members who hold shares in demat account with CDSL.</p>	<p>16 Digit Beneficiary ID</p> <p>For example if your Beneficiary ID is 12***** then your user ID is 12*****</p>
<p>c) For Members holding shares in Physical Form.</p>	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 130581 then user ID is 101456001***</p>

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**



1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [insiya@csinsiya.in](mailto:insiya@csinsiya.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [compliance@ratnagroup.co.in](mailto:compliance@ratnagroup.co.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [compliance@ratnagroup.co.in](mailto:compliance@ratnagroup.co.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are

allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email



id, mobile number at [compliance@ratnagroup.co.in](mailto:compliance@ratnagroup.co.in). The same will be replied by the company suitably.

6. Registration of Speaker related point needs to be added by company.

**Other Instructions:**

- 1) Ms. Insiya Nalawala, Practicing Company Secretary, Proprietor of M/s. Insiya Nalawala & Associates, Company Secretaries (Membership No. ACS 57573), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- 2) The Scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote-e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than Two working days from the conclusion of the meeting a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, forthwith to the Chairman or any of the Director or Company Secretary of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.ratnagroup.co.in](http://www.ratnagroup.co.in) , website of Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NDSL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within forty eight hours of the passing of the resolutions at the 18th AGM of the Company to be held on Friday, 27th September, 2024 and communicated to BSE Limited, where the shares of the Company are listed.



## Explanatory Statement under section 102 of the Companies Act, 2013

### **For Item No. 03:**

The Shareholders of the Company by way of special resolution passed on 28th September, 2022 had authorized the Board of Directors to borrow from time to time by way of loans and/or issue of bonds, debentures or other securities any other debt instrument upto a limit of Rs. 300 crores (Rupees Three Hundred Crore Rupees Only), excluding temporary loans obtained from the Company's bankers in the ordinary course of business.

With a view to meet the funding requirements of the Company for both short term as well as long term and for general corporate purposes, the Company may require to borrow from time to time by way of loans and/or issue of bonds, debentures or other securities and the existing approved limit may likely be exhausted in near future and it is therefore recommended to enhance the borrowing limits of the Company up to Rs. 400 crores (Rupees Four Hundred Crores Only).

Pursuant to Section 180(1)(c) of the Companies Act 2013, the Board of Directors of a Company shall exercise the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the company will exceed aggregate of its paid-up share capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of business only with the consent of the company by a special resolution.

Accordingly, it is proposed to seek the approval of the shareholders to increase the borrowing limits of 400 crores (Rupees Four Hundred Crores Only) (apart from temporary loans obtained from company's bankers in the ordinary course of business) for borrowings under Section 180(1) (c) of the Companies Act, 2013 by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are any way, concerned or interested in the above proposed resolution, except to the extent of their equity holding and Directorships in the Company, if any.



**For Item No. 04:**

The Securities and Exchange Board of India (“SEBI”), vide its notification dated November 9, 2021, has notified SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 (“Amendments”) introducing amendments to the provisions pertaining to the Related Party Transactions under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). The aforesaid amendments inter-alia included replacing of current threshold i.e. 10% (ten percent) of the listed entity’s consolidated turnover, for determination of material Related Party Transactions requiring prior Shareholders’ approval with the threshold of lower of 1,000 crores (Rupees One thousand crore) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity. Ratnabhumi Developers Limited (“the Company”), being operating in the Real Estate and Construction Industry, requires to enter into the deals and contract with different entities in Ratna group and its partners in respective entities for the ongoing or new projects of the company.

**The details of transactions that require approval are given below:**

Sr. No.	Particulars	Related Party 1	Related Party 2	Related Party 3
1.	Name of the related party	Mr. Kaivan Shah	Mrs. Rinni Shah	M/s Ratnabhumi Techno Engg Private /limited
2.	Nature of relationship [including nature of its interest (financial or otherwise)]	Director	Director	Subsidiary Company
3.	Type and Particulars of the proposed transaction	Acquiring of Unsecured Loan and Payment of Interest thereof.	Acquiring of Unsecured Loan and Payment of Interest thereof.	Purchase of Raw material and Finished goods for its various ongoing and new projects.
4.	Nature, Duration/tenure, material terms, monetary value and particulars of contract/arrangement	1. Loan will be acquired for not more than 120 Cr. and will be repayable on demand.  2. Interest will be paid at interest rate upto 9% p.a. till the loan subsist.	1. Loan will be acquired for not more than 20 Cr. and will be repayable on demand.  2. Interest will be paid at interest rate upto 9% p.a. till the loan subsist.	1. Contract for purchase of raw material and finished material shall be on a continuous basis.  2. The maximum value of the transactions shall not exceed Rs. 50 crore.
5.	Tenure of the transaction	Loan will be repayable on demand	Loan will be repayable on demand	Upto the completion of ongoing projects and completion of

				new projects (if any).
6.	Value of the proposed transaction	Unsecured Loan upto an amount of Rs. 120 crores.	Unsecured Loan upto an amount of Rs. 20 crores.	Upto Rs. 50 crores.
7.	Benefits of the proposed transaction	The Company will benefit in form of easy availability of fund and resources at a shorter period of time.		The company will be benefited for ease in procuring materials as and when required.
8.	Details of the valuation report or external party report (if any) enclosed with the Notice	NOT APPLICABLE		
9.	Name of the Director or Key Managerial Personnel, who is related or interested	Mr. Kaivan Shah and Mrs. Rinni Shah		
10.	Additional disclosures to be made in case loans, inter-corporate deposits, advances or investments made or given	NOT APPLICABLE		
11.	Any other information that may be relevant	Nil	Nil	Nil

The Directors recommend the Special Resolution as set out at Item No. 4 of the accompanying Notice, for Members' approval.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested financially or otherwise in the above proposed resolution, except to their equity holdings and Directorships in the Company, if any.

**Date: August 14, 2024**

**Place: Ahmedabad**

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

**Kaivan Shah  
Chairman and Managing Director  
DIN: 01887130**

**Registered Office**

Ratna Corporate House,  
Near Santoor Bungalows,  
Ambli, Daskroi, Ahmedabad- 380058,  
Gujarat, India

**Corporate Identification Number: L45200GJ2006PLC048776**

Website: [www.ratnagroup.co.in](http://www.ratnagroup.co.in)



### ANNEXURE TO ITEM No. 2 OF THE NOTICE

Information as required under Regulation 36 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting issued by the institute of Company Secretaries of India with respect to the Appointment / Re-appointment of Directors at the ensuing Annual General Meeting is as under:

<b>Name of the Director</b>	<b>Mrs. Rinni Shah</b>
<b>Director Identification Number</b>	07368796
<b>Date of Birth</b>	12-09-1986
<b>Date of joining the Board</b>	16-02-2021
<b>Qualification</b>	Bachelor of Commerce
<b>Nature of expertise in specific functional areas</b>	Finance, Cost Management
<b>No. of Shares held in the Company</b>	20
<b>Directorship in listed company (Other than Ratnabhumi Developers Limited)</b>	NIL
<b>Committee Memberships/ Chairmanship held in Listed Companies (Other than Ratnabhumi Developers Limited)</b>	NIL
<b>Disclosure of relationships between Directors inter-se</b>	Mrs. Rinni J. Shah is the wife of Mr. Kaivan Shah, Chairman and Managing Director of the Company

For other details such as the number of meetings of the board attended during the year, remuneration drawn and relationship with other directors and key managerial personnel in respect of above directors, please refer to the Corporate Governance Report which is a part of this Annual Report.

## BOARD'S REPORT

To,  
The Members,

Your directors take pleasure in presenting the 18<sup>th</sup> Board Report of Ratnabhumi Developers Limited ("the Company") together with the Audited Standalone and Consolidated Financial Statements for the year ended 31<sup>st</sup> March 2024.

### FINANCIAL HIGHLIGHTS

The financial performance (standalone and consolidated) for the year ended 31<sup>st</sup> March, 2024 is summarized below:

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Revenue from Operations	50.97	66.09	28.34	21.63
Other Income	78.60	1.23	78.67	1.23
Profit before Depreciation, Finance Costs, Exceptional Items and Tax Expense	1657.81	739.90	1635.05	695.44
Less: Depreciation/ Amortization/ Impairment	79.03	13	79.03	13
Profit before Finance Costs, Exceptional Items and Tax Expense	1578.78	726.90	1556.02	682.44
Less: Financial Costs	1555.41	704.16	1559.82	704.16
<b>Profit before Exceptional Items and Tax Expense</b>	<b>23.37</b>	<b>22.74</b>	<b>(3.80)</b>	<b>(21.72)</b>
Add/(less): Exceptional items	-	-	-	-
<b>Profit before Tax Expense</b>	<b>23.37</b>	<b>22.74</b>	<b>(3.80)</b>	<b>(21.72)</b>
Less: Tax Expense (Current & Deferred)	(7.66)	(0.65)	(7.66)	(0.65)
<b>Profit for the year (1)</b>	<b>31.02</b>	<b>23.39</b>	<b>3.86</b>	<b>(21.07)</b>
Other Comprehensive Income/loss (2)	-	-	-	-
Share in Net profit of Associate Concern (3)	-	-	22.63	44.460
<b>Total (1+2+3)</b>	<b>31.02</b>	<b>23.39</b>	<b>26.48</b>	<b>23.39</b>

1. There are no material changes and commitments affecting the financial position of your Company which have been occurred between the end of the financial year and date of this report.
2. Previous year figures have been regrouped/re-arranged whenever necessary.
3. There has been no change in the business of your Company.

### PERFORMANCE HIGHLIGHTS

#### Consolidated results

The net revenue from operations for the FY 2023-24 stood at Rs. 28.34 Lakhs as against Rs. 21.63 Lakhs in the previous financial year 2022-2023, showing a positive growth of 31.02%.



The Loss before Tax for the current year is Rs.3.80 Lakhs and the Profit after Tax (PAT) for the current year is Rs. 3.86 Lakhs. Share in Net profit of Associate Concern stands Rs. 22.48 Lakhs.

### **Standalone results**

Net revenue from operations decreased to Rs. 50.97 Lakhs from Rs. 66.09 Lakhs in the previous year, showing a decline of Rs. 15.12 Lakhs.

The Profit before Tax for the current year is Rs. 23.37 Lakhs as against Rs. 22.74 Lakhs in the previous year showing a rise in profit of Rs. 0.63 Lakhs.

The Profit after Tax (PAT) for the current year is Rs. 31.02 Lakhs as against the profit of Rs. 23.39 Lakhs in the previous year showing a growth of 7.63%. The consolidated financial statement is also the part of annual report in addition to the standalone financial statement of the company.

During the year 2023-24, Registered office of the company is shifted from S. F. 207, Turquoise, Panchvati Panch Rasta, Nr. White House E.B., C.G. Road, Ahmedabad - 380 009, Gujarat, India, to Ratna Corporate House, Nr. Santoor Bungalows, Ambli - Bopal Road, Ahmedabad - 380 058, Gujarat, India, w.e.f. 01<sup>st</sup> June, 2023.

Except as stated above, there are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year 2023-2024 and the date of this Report.

### **TRANSFER TO RESERVES**

The Board of Directors of your company has decided not to transfer any amount to the Reserves for the year under review.

### **DIVIDEND**

With a view to conserve and save the resources for future prospects of the Company, your Directors regret to declare dividend for the financial year 2023-24.

### **INDUSTRY OVERVIEW**

The Company has amassed vast experience of over two decades with a vision to creating and developing opportunity based infrastructure realizing a pie of growth for everyone involved. Marketing dexterity with a fire to grow, supported by efficient administrative prowess and standardization of on site and off site processor, has kept the Company ahead of the demands of today.

The Company has its brand “Turquoise” and has launched three projects under the said brand with the name “Turquoise Greenz” situated at Shela, Gujarat, “Turquoise Dreamz”



near Sindhubhavan Extension, Ahmedabad, and “Turquoise Grandeure”, situated at Godhavi. The schemes of the Company are clusters of residential and commercial spaces located on prime and developing locations of Ahmedabad, Gujarat.

The Company continues to focus on consolidation of its operations, rationalization of business and exploring the opportunities in the development of residential and commercial projects.

## **CAPITAL STRUCTURE**

During the year, there were no changes which have taken place in the authorized and paid-up share capital of the Company.

### **Authorized Capital**

The Authorized Capital of the Company is Rs.14,00,00,000/- divided into 1,40,00,000 Equity Shares of Rs. 10/- each.

### **Issued, Subscribed & Paid-up Capital**

The present Paid-up Capital of the Company is Rs.13,70,00,000/- divided into 1,37,00,000 Equity Shares of Rs. 10/- each.

## **CREDIT RATING**

During the period under review the company has not obtained any credit rating.

## **INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

During the period under review the provisions relating to Investor Education and Protection Fund (IEPF) is not applicable to the company.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

### **Retirement by rotation and subsequent re-appointment:**

Mrs. Rinni Shah (DIN:07368796), Executive Director, is liable to retire by rotation at the ensuing Annual General Meeting, pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and being eligible for re-appointment, have offered herself for re-appointment.

Appropriate business for her re-appointment is being placed for the approval of the shareholders of the Company at the ensuing AGM. The brief resume of the Director and other related information has been detailed in the Notice convening the ensuing AGM of the Company.

In terms of Regulation 36(3) of SEBI (LODR) Regulations, 2015, brief resume in respect of the Director who is retiring by rotation and proposed to be re-appointed, is provided in the Notice convening the 18<sup>th</sup> AGM of the Company.

### **CHANGE IN BOARD COMPOSITION**

During the year under review, there were no changes in the Board of the Company.

### **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received declarations from Mrs. Avani Sanghavi (DIN: 09156980), Mr. Shaishav Shah (DIN: 07894723) and Mr. Smit Shah (DIN: 07918521), Independent Directors of the Company under Section 149(7) of Companies Act, 2013 confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 and SEBI (LODR) Regulations. At the meeting of the Board of Directors held on 26<sup>th</sup> April, 2024, the Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. The Independent directors have complied with the code for independent director as prescribed in schedule IV of the Companies Act, 2013 and code of conduct for the board of directors and senior management personnel of the company.

All the Independent Directors of the Company have enrolled their names in the online database of Independent Directors by Indian Institute of Corporate Affairs in terms of the regulatory requirements. Also, the online proficiency self-assessment test as mandated will be undertaken by those Independent Directors of the Company who are not exempted within the prescribed timelines.

The company had formulated and implemented code of conduct for the board of directors and senior management personnel which is available on the Company's website: <https://ratnagroup.co.in/files/investment/Code-of-Conduct.pdf>.

### **Key Managerial Personnel**

The following persons are Key Managerial Personnel (KMP) as on March 31, 2024:

1. Mr. Kaivan J. Shah, Managing Director
2. Mrs. Rinni K. Shah, Chief Financial Officer
3. Ms. Divya Joshi, Company Secretary

During the year under review, Ms. Mauli N. Shah, Company Secretary and Compliance Officer of the Company, has tender her resignation with effect from October 22, 2023. Based on recommendation of Nomination and Remuneration Committee, the Board of Director of the Company has appointed Ms. Divya Joshi, as Company Secretary and Compliance Officer of the Company w.e.f. January 18, 2024.

## **NUMBER OF MEETINGS OF THE BOARD AND ITS COMMITTEES**

During the financial year 2023-24, total seven Board Meetings were held and in compliance with provisions of Section 173(1) of the Act, the time gap between any two meetings was not more than 120 (one hundred twenty) days. The other information in detail with regard to Board Meeting is given in the Corporate Governance Report, which forms part of this Report.

## **BOARD COMMITTEES**

There are various committees constituted as stipulated under the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 namely Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Brief details pertaining to composition, terms of reference, meetings held and attendance thereat of these Committees during the financial year 2023-24 has been enumerated in Corporate Governance Report.

## **AUDIT COMMITTEE RECOMMENDATIONS**

During the year, all recommendations of Audit Committee were approved by the Board of Directors.

## **NOMINATION AND REMUNERATION POLICY**

The Company has formulated and adopted the Nomination and Remuneration Policy in accordance with the provisions of Companies Act, 2013 read with the Rules framed thereunder and the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The Nomination and Remuneration Committee have formulated the criteria for appointment of Executive, Non-Executive and Independent Directors on the Board of Directors of the Company and persons in the Senior Management of the Company, their remuneration including determination of qualifications, positive attributes, independence of Directors and other matters as provided under sub-section (3) of Section 178 of the Companies Act, 2013 (including any statutory modification(s) or reenactment(s) thereof for the time being in force).

The salient aspects covered in the Remuneration policy have been outlined in the corporate governance report, which forms part of this report.

## **EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013 read with Rules framed there under and in compliance with the requirements of SEBI (LODR) Regulations, 2015, the Board has carried out the annual evaluation of the performance of the Board as a whole, Individual Directors including Independent Directors, Non-Independent Directors,

Chairperson and the Board Committees. A structured questionnaire was prepared after taking into consideration the inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Meetings of the board, functioning of the board, effectiveness of board processes, Board culture, execution and performance of specific duties, obligations and governance.

The exercise was also carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc.

The performance evaluation of the Independent Directors was carried out by the entire Board excluding the director being evaluated. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Key Managerial Personnel. The Directors expressed their satisfaction with the evaluation process.

## **REMUNERATION OF DIRECTORS AND EMPLOYEES OF THE COMPANY**

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/employees of the Company is set out in “**Annexure - 1**” of this report.

## **SUBSIDIARY/JOINT VENTURES/ ASSOCIATE COMPANY**

Your company has one subsidiary company and three associate LLPs as on March 31, 2024. There has been no material change in the business of these entities. The details of holding/ subsidiary/ associate/ joint venture companies are given in Form No. AOC-1 in “**Annexure - 2**” of this report.

The following are the details of the subsidiary company during the period under review:

### **Ratnabhumi Techno Engg Private Limited:**

The Company has acquired 100% shareholding in Ratnabhumi Techno Engg Private Limited thus making it a Wholly Owned Subsidiary Company of Ratnabhumi Developers Limited. The transaction for acquisition was completed on 25<sup>th</sup> April, 2023.

The Company is engaged in the business of acquisition/purchase of any area/ land, developing the same into buildings, whether residential or commercial, and equipping the same with amenities or facilities.

The following are the details of the Associate companies/ LLPs during the period under review:



1. Raivat Projects LLP, incorporated on 31<sup>st</sup> July, 2017
2. Rajul Projects LLP, incorporated on 20<sup>th</sup> July, 2017
3. Ratnamani Buildspace LLP, incorporated on 20<sup>th</sup> April, 2017

The above mentioned LLPs are engaged in the business of acquisition/purchase of any area/ land, developing the same into buildings, whether residential or commercial, and equipping the same with amenities or facilities.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of the requirements of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, Board of Directors of the Company, hereby state and confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2024, the applicable accounting standards have been followed and there are no material departures from the same;
- b) they have selected such accounting policies and applied them consistently and made judgements 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 31<sup>st</sup> March, 2024 and of the profit and loss of the Company for the financial year ended 31<sup>st</sup> March, 2024;
- c) they have 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) they have prepared annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **INTERNAL FINANCIAL CONTROLS SYSTEMS AND THEIR ADEQUACY**

The Board has adopted policies and procedure 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 fraud and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

During the year no reportable material weakness in the design or operation were observed.

## **FRAUDS REPORTED BY THE AUDITOR**

The auditor of the Company has not reported any fraud to the Audit Committee or Board or to the Central Government under Section 143(12) of the Companies Act, 2013.

## **DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

### **Report on performance and financial position of the subsidiaries, associates and joint ventures**

The Company has one subsidiary company:

#### **1. Ratnabhumi Techno Engg Private Limited:**

The Loss before Tax and Loss after tax, for the current Financial Year, is Rs. 4.53 Lakhs and Rs. 4.53 Lakhs respectively.

There are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year 2023-24 and the date of this Report.

The Company has three associate concerns:

1. Raivat Projects LLP and
2. Rajul Projects LLP
3. Ratnamani Buildspace LLP

#### **1. Raivat Projects LLP:**

Net revenue from operations stood at Rs.233.26 Lakhs for the FY 2023-24.

The Profit before Tax and profit after tax, for the current Financial Year, is Rs. 32.85 Lakhs and Rs. 21.77 Lakhs respectively.

There has been a change in the partnership ratio of Raivat Projects LLP (“LLP”) with effect from 10<sup>th</sup> July, 2024. M/s. Kalikund Construction Private Limited, having contribution ratio of 15%, had discontinued as a Partner, also Mr. Kaivan Shah being a Designated Partner had diluted his ratio from 5% to 1%. Mr. Kartavya Shah has admitted as a partner with contribution of 1%. M/s. Ratnabhumi Developers Limited (“Company”), partner of the LLP having contribution ratio of 50%, acquired the diluted ratio. Hence, post-acquisition, the Company is having a contribution ratio of 68% in the LLP.

#### **2. Rajul Projects LLP:**

Net revenue from operations of the LLP stood at Rs. 140.74 Lakhs for the FY 2023-24.

The Profit before Tax and profit after tax, for the current Financial Year, is Rs. 25.30 Lakhs and Rs. 21.04 Lakhs respectively.

There are no material changes and commitments affecting the financial position of the LLP, which have occurred between the end of the financial year 2023-24 and the date of this Report.

### **3. Ratnamani Buildspace LLP:**

The LLP had Total Revenue of Rs. 41.63 Lakhs for the FY 2023-24.

The Profit before Tax is Rs. 2.45 Lakhs and Profit after tax 2.45 Lakhs for the FY 2023-24.

There are no material changes and commitments affecting the financial position of the LLP, which have occurred between the end of the financial year 2023-2024 and the date of this Report.

### **Companies which have become or ceased to be subsidiaries, associates and joint ventures**

During the period under review, no Company/ LLP has become or ceased to be subsidiaries, associates and joint ventures

### **PUBLIC DEPOSITS**

During the year under review, Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Further, Company does not have any deposit which is in violation of Chapter V of the Act.

### **LOANS TAKEN FROM DIRECTORS OF THE COMPANY**

During the year under review, the Company has taken unsecured loans from Directors of the Company. Details of Unsecured Loans taken from Directors of the Company are given in the Notes to the Financial Statements forming part of Annual Report.

Director, who has given unsecured loans to the Company, has furnished to the company at the time of giving the loan, a declaration in writing to the effect that the amount is not being given out of funds acquired by him by borrowing or accepting loans or deposits from others.

### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The details of Loans, guarantee and Investments covered under the provisions of Section 186 of the Act are given in the Notes to the Financial Statements forming part of Annual Report.

## RELATED PARTY TRANSACTIONS

During the FY 2023-24, Company has entered into some transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, which were in the ordinary course of business and at arms' length basis. Further, the transactions were in accordance with the provisions of the Companies Act, 2013, read with rules framed thereunder and the SEBI (LODR) Regulations, 2015. All transactions with related parties were entered with prior approval of the Audit Committee.

The details of the related party transactions as required under IND AS - 24 are set out in **Notes** to the financial statements.

The Company has formulated a policy on related party transactions, the policy on materiality of Related Party Transactions and dealing with same is available on Company's website at <https://ratnagroup.co.in/files/investment/Related%20Party%20Transaction%20Policy.pdf>.

The detail disclosure of these transactions in Form AOC- 2 pursuant to Section 134 (3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as "**Annexure - 3**" to this Report.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provision relating to the corporate social responsibility are not applicable to the company during the Financial Year 2023-24.

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

The information of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are as under.

### Conservation of Energy

The Company has utilized solar energy by installing solar plant at the registered office of the Company and other Projects of the Company. In its endeavor towards conservation of energy your Company ensure optimal use of energy, avoid wastages and conserve energy as far as possible.

### Technology Absorption

The Company has not carried out any research and development activities.



## Foreign Exchange Earnings and Outgo

The Company has not made any transaction with any foreign country. Therefore, during the period under review there is no Foreign Exchange Earnings and Outgo.

## RISK MANAGEMENT POLICY

The Company has a robust Risk Management policy. The Company through Board and Audit Committee oversees the Risk Management process including risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting. Risk Management forms an integral part of the Company's planning process.

The Audit Committee has additional oversight in the area of financial risks and controls. Major risks identified by the business and functions are systematically addressed through mitigating actions on continuing basis.

There are no risks, which in the opinion of the Board threaten the existence of the Company.

## VIGIL MECHANISM

Your Company has established a Vigil Mechanism/ Whistle Blower Policy which is in compliance with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 4(2)(d)(iv) read with Regulation 22 of the SEBI (LODR) Regulations, 2015. The policy enables stakeholders, including individual employees, directors and their representative bodies, to freely communicate their concerns about illegal or unethical practices, instances of unethical behavior, actual or suspected fraud or violation of the company's code of conduct. The Policy provides adequate safeguards against victimization of Director(s)/ employee(s) and direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Protected Disclosures, if any reported under this Policy will be appropriately and expeditiously investigated by the Chairman.

Your Company hereby affirms that no Director, employee or any other personnel has been denied access to the Chairman of the Audit Committee and that no complaint was received during the year.

The Whistle Blower Policy has been disclosed on the Company's website under the web link <https://ratnagroup.co.in/files/investment/Whistle-Blower-Policy.pdf> and circulated to all the Directors / employees.

## SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

There are no other significant/material orders passed by the Regulators, Courts, Tribunals, Statutory and quasi-judicial body impacting the going concern status of the Company and its operations in future.

The details of litigation on tax and other relevant matters are disclosed in the Auditors' Report and Financial Statements which forms part of this Annual Report.

## **AUDITORS**

### **STATUTORY AUDITOR**

M/s. DJNV & CO, Chartered Accountants were appointed as Statutory Auditors of the Company at the AGM held on September 29, 2020 for a term of five consecutive years.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report dated 30<sup>th</sup> May, 2024 is unmodified and does not contain any qualification, reservation or adverse remark.

No fraud has been reported by the Auditors to the Audit Committee or the Board.

### **SECRETARIAL AUDITOR**

The Board has appointed M/s Insiya Nalawala and Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the financial year 2023-24 pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (LODR) Regulations, 2015 as amended.

### **SECRETARIAL AUDIT REPORT**

The Secretarial Audit Report in the prescribed Form No. MR – 3 for the Financial Year 2023-24 is annexed herewith as “**Annexure - 4**” to this Report. The Secretarial Auditor has not reported any qualification, reservation or adverse remark or disclaimer in his report.

Your Company has also obtained certificate from the practicing company secretary certifying that none of the directors of our Company has been debarred or disqualified from being continuing as directors of the Company by SEBI, Ministry of Corporate Affairs or such similar statutory authority.

### **COMPLIANCE WITH SECRETARIAL STANDARD**

The Company has complied with Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India on Board meetings and General Meetings respectively.

### **CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

During the period under review no corporate insolvency resolution process is initiated against the company under the Insolvency and Bankruptcy Code, 2016 (IBC).

## **IMPLEMENTATION OF CORPORATE ACTION**

During the year under review, the Company has not failed to implement any Corporate Actions within the specified time limit.

## **ANNUAL RETURN**

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the Annual Return is uploaded on the website of the Company and the same is available at <https://ratnagroup.co.in>.

## **COST RECORDS AND COST AUDIT**

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As per requirements of SEBI (LODR) Regulations, 2015, a detailed review of the developments in the industry, performance of the Company, opportunities and risks, segment wise and product wise performance, internal control systems, outlook etc. of the Company is given under the head Management Discussion and Analysis Report, which forms part of this Annual Report.

## **CORPORATE GOVERNANCE REPORT**

The report on Corporate Governance along with a certificate from the Practicing Company Secretary on its compliance for the Financial Year 2023-24, as per Regulation 34(3) read with Schedule V of the SEBI (LODR) Regulations, 2015 forms part of the Annual Report.

## **DISCLOSURES AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has adopted zero tolerance for sexual harassment at workplace and has formulated a policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and Redressal of complaints of sexual harassment at workplace.

The policy aims to provide protection to employees at workplace and prevent and redress complaints of sexual harassment and for the matters connected and incidental thereto, with the objective of providing safe working environment, where employees feel secure.

An Internal Complaints Committee has been set up to Redress complaints related to sexual harassment. During the Financial year 2023-24, the company has not received any

complaint of sexual harassment at workplace. Further, there was no complaint pending at the beginning of the year or at the end of the year.

### **ACKNOWLEDGEMENT**

The Board wishes to place on record its sincere appreciation to the Company's customers, vendors, central and state government bodies, auditors, legal advisors, consultants, registrar and bankers for their continued support to the Company during the year under review. The Directors also wish to place on record their appreciation for the dedicated efforts of the employees at all levels. Finally, the Board expresses its gratitude to the members for their continued trust, co-operation and support.

**Date: August 14, 2024**

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

**Place: Ahmedabad**

**Kaivan Shah  
Chairman and Managing Director  
DIN: 01887130**



**“Annexure – 1”**

**Information required under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

**A. Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the Financial Year 2023-2024 is as follows:**

Name of Director	Designation	Total Annual Remuneration (Rs.)	Ratio of remuneration of director to the Median remuneration
Mr. Kaivan J. Shah	Chairman and Managing Director	9,00,000	1.65
Mrs. Rinni Shah	Executive Director	12,00,000	2.19

1. Independent Directors receiving only sitting fees for attending the board meeting. The sitting fees paid to Independent Directors is not covered in the above table.
2. Median remuneration of the Company for all its employees is Rs. 5,46,000/- per annum for the financial year 2023-24.
3. The aforesaid details are calculated on the basis of remuneration for the financial year 2023-24.

**B. Details of percentage increase in the remuneration of each Director, Chief Executive Officer, Chief Financial Officer & Company Secretary in the financial year 2023-24 is as follows:**

Name	Designation	Remuneration (in Rs.)		Increase (%)	Decrease (%)
		2023-2024	2022-2023		
Mr. Kaivan Shah	Chairman and Managing Director	9,00,000	9,00,000	-	-
Mrs. Rinni Shah	Executive Director and CFO	12,00,000	12,00,000	-	-
*Ms. Mauli Shah	Company Secretary	2,49,101	3,86,139	-	-
**Ms. Divya Joshi	Company Secretary	81,521	-	-	-

\* Resigned w.e.f October 22, 2023.

\*\* Appointed w.e.f January 18, 2024

1. Independent directors receive only sitting fees for attending the board meeting. So, in the above table, sitting fees paid to independent directors are not considered.
2. The remuneration to Directors is within the overall limits approved by the shareholders.

**C. Percentage increase in the median remuneration of all employees in the Financial Year 2023-24: 67.48%**

**D. Number of permanent employees on the rolls of the Company as on 31<sup>st</sup> March, 2024: 15 employees**

**E. Comparison of average percentage increase in salary of employees other than the Managerial personnel and the percentage increase in the managerial remuneration:**

Remuneration to Managerial Personnel (MD) is increased by 0% in FY 2023-24 compared to FY 2022-23.

The strength of employee has decreased by 16.66% in FY 2023-24 compared to FY 2022-23 and the Average salary of all employees other than Managerial Personnel is increase by 60% in FY 2023-24 compared to FY 2022-23.

**F. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.**

**G. Information required under Section 197 of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

**1. List of top ten employees in terms of remuneration drawn in FY 2023-24:**

Sr. No.	Name	Date Of Birth	Designation	Remuneration Received (CTC) (PA)	Qualification	Date of Appointment	Experience	Last Employment (If any)
1.	Mr. Kaivan Shah	09-08-1985	Chairman and Managing Director	9,00,000	B.Com	18-09-2017	16 years	-
2.	Mrs. Rinni Shah	12-09-1986	CFO	12,00,000	B.Com	18-09-2017	12 years	-
3.	*Ms. Mauli Shah	21-06-1996	Company Secretary	2,49,101	Company Secretary	08-06-2021	3 years	Light Microfinance Private Limited
4.	Mr. Paresh Shah	19-03-1973	Project Manager	15,75,000	B.E.	16-01-2020	23 years	RJP Infrastructure Pvt.Ltd.
5.	Mr. Amit Thakkar	25-03-1982	Assistant Senior Project Manager	9,36,000	Diploma in Civil Engineering	05-05-2022	18 years	Pacifica Companies
6.	Mr. Hardik Patel	05-08-1986	Site Engineer	9,00,000	Diploma Civil	21-08-2023	20 years	Chiripal Group Of Companies

7.	Mr. Nirmalsinh Zala	28-05-1975	Project Manger	8,45,000	Diplom a Civil Engineer	15-11-2021	27 years	Brahmani Constructio n
8.	Mr. Vinay Jayswal	31-07-1986	Sr. Engineer	7,20,000	Diplom a Civil	15-09-2023	12 years	Alkem Laboratories Ltd.
9.	Ms. Charmi Patel	19-03-1996	HR	4,20,000	B.com	01-02-2024	10 years	S3M Design Consultants LLP
10.	Mr. Haresh Gajjar	20-04-1975	Site Supervisor	3,51,000	HSC	15-12-2023	10 years	Manibhadra

\* Resigned w.e.f. October 22, 2023.

The Board of Directors of the Company affirmed that remuneration of all the Key Managerial Personnel of the Company are as per the Remuneration Policy of the Company.

**2. Employees employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees:**

There were no such employees who are in receipt of remuneration of one crore and two lakhs rupees and above throughout the financial year.

**3. Employees employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month:**

There were no such employees who are in receipt of remuneration of eight lakh and fifty thousand rupees per month and above throughout the financial year.

**4. Employees employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company:**

There was no such employees employed throughout the financial year or part thereof who was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

**5. Remuneration received by Managing Director from subsidiary company.**

There are no subsidiary companies of Ratnabhumi Developers Limited. Hence, no remuneration has been received by the Managing Director.

Date: August 14, 2024

For and on behalf of the Board of  
Directors,

Place: Ahmedabad

Kaivan Shah  
Chairman and Managing Director  
DIN: 01887130



**“Annexure - 2”**

**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**

(Information in respect of each subsidiary to be presented with amounts Rs. In ‘000)

Sl. No.	Particulars	Ratnabhumi Techno Engg Private Limited
1.	The date since when subsidiary was acquired	April 25, 2023
2.	Reporting period for the subsidiary concerned, if different from the holding company’s reporting period.	01-04-2023 to 31-03-2024
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR
4.	Share capital	100
5.	Reserves and surplus	-409.89
6.	Total assets	29,756.51
7.	Total Liabilities	30,066.41
8.	Investments	26,481.04
9.	Turnover	-
10.	Loss before taxation	453.77
11.	Provision for taxation	-
12.	Loss after taxation	453.77
13.	Proposed Dividend	-
14.	Extent of shareholding (in percentage)	100%

**Notes:**

- Names of subsidiaries which are yet to commence operations : None
- Names of subsidiaries which have been liquidated or sold during the year : None

Date: August 14, 2024

For and on behalf of the Board of Directors,

Place: Ahmedabad

Kaivan Shah  
Chairman and Managing Director  
DIN: 01887130



**Form No. AOC-2**

(Pursuant to *clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014*)

**Form for disclosure of particulars of contracts / arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**
2. Details of material contracts or arrangement or transactions at arm's length basis: **NIL**
3. Details of contracts or arrangements or transactions not in the ordinary course of Business: **NIL**

Date: August 14, 2024

For and on behalf of the Board of  
Directors,

Place: Ahmedabad

Kaivan Shah  
Chairman and Managing Director  
DIN: 01887130



Form No. MR-3

**SECRETARIAL AUDIT REPORT**  
**For The Financial Year Ended March 31, 2024**  
**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies**  
**(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

**To,**  
**The Members,**  
**Ratnabhumi Developers Limited**  
 Ratna Corporate House, Nr. Santoor Bungalows,  
 Ambli - Bopal Road, Ahmedabad – 380 058,  
 Gujarat, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ratnabhumi Developers Limited**. (hereinafter called the “company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Ratnabhumi Developers Limited** (“the Company”) for the financial year ended on March 31, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (“the Act”) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and circulars/ guidelines/Amendments issued there under;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines/Amendments issued there under;
- (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars/ guidelines/Amendments issued there under;

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited;

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

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Observations
1	Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,		The Company was falling under top 2000 listed company, The composition board of director was less than six directors.

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations as applicable to the Company as given in **Annexure A**.

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists

for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions of the Board and Committees were carried with requisite majority and captured in the Minutes.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**Date: August 14, 2024**  
**Place: Ahmedabad**

**For, Insiya Nalawala & Associates**  
**Company Secretaries**

**Insiya Nalawala**  
**Proprietor**  
**M. No.: A57573**  
**C P No.: 22786**  
**Peer Review No.: 5443/2024**  
**UDIN: A057573F001075315\***

**Note:** This Report is to be read with my letter of even date which is annexed as Annexure A and Annexure B forms an integral part of this report.

\*due to some technical error on website of ICSI the UDIN was generated on later date but the date of signing report is August 14, 2024 and the same is approved by the Board of Directors of the company.

**[Annexure A]**

**List of other applicable Acts, Laws and Regulations during the Audit Period**

1. The Gujarat Town Planning and Urban Development Act, 1976
2. The Environment (Protection) Act, 1986
3. The Gujarat Land Revenue Code, 1879
4. The Gujarat Tenancy & Agricultural Lands Act, 1948
5. The Registration Act, 1908
6. The Indian Stamp Act, 1899
7. The Transfer of Property Act, 1882
8. The Gujarat Stamp Act, 1958
9. The Gujarat Ownership Flats Act, 1973
10. The Indian Contract Act, 1872
11. The Building and other construction worker (Regulation of Employment and Conditions of Services) Act, 1996
12. The Real Estate (Regulation and Development) Act, 2016
13. The Contract Labour (Regulation and Abolition) Act, 1970
14. The Gujarat Real Estate (Regulation and Development) General Rules, 2017
15. The Sexual Harassment at Work place (Prevention, Prohibition and Redressal) Act, 2013
16. The Competition Act, 2002
17. The Consumer Protection Act, 1986 (COPRA)
18. Shops and Establishments legislations in various States
19. The Specific Relief Act, 1963
20. The Negotiable Instruments Act, 1881
21. The Trade Marks Act, 1999 (Trade Marks Act)
22. The Industrial (Development and Regulation) Act, 1951
23. The Industrial Disputes Act, 1947
24. The Industrial Employment (Standing Orders) Act, 1946
25. The Minimum Wages Act, 1948
26. The Payment of Bonus Act, 1965

**[Annexure B]**

**To,  
The Members,  
Ratnabhumi Developers Limited**  
Ratna Corporate House, Nr. Santoor Bungalows,  
Ambli - Bopal Road, Ahmedabad – 380 058,  
Gujarat, India

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date: August 14, 2024**  
**Place: Ahmedabad**

**For, Insiya Nalawala & Associates**  
**Company Secretaries**

**Insiya Nalawala**  
**Proprietor**  
**M. No.: A57573**  
**C P No.: 22786**  
**Peer Review No.: 5443/2024**  
**UDIN: A057573F001075315**



## **CORPORATE GOVERNANCE REPORT**

Corporate governance is an ethically-driven business process for creation and enhancement of long-term sustainable value for our stakeholders, comprising regulators, employees, customers, vendors, investors and the society at large. Our main focus is to make the business function in a highly effective manner so as to achieve positive results and thereby maximise the returns to the stakeholders.

The Corporate Governance Report of your company for Financial Year 2023-24, which forms part of Boards’ Report, is prepared pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

### **COMPANY’S PHILOSOPHY ON CODE OF GOVERNANCE**

At RDL, we believe that Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation. Our actions are governed by our values and principles, which are reinforced at all levels within the Company. We are committed to doing things the right way which means taking business decisions and acting in a way that is ethical and is in compliance with applicable legislations.

Our Code of Conduct is an extension of our values and reflects our continued commitment to ethical business practices across our operations. To succeed, we believe, requires highest standards of corporate behaviour towards everyone we work with, the communities we touch and the environment on which we have an impact. The Board of Directors (‘the Board’) is responsible for and committed to sound principles of Corporate Governance in the Company and plays a crucial role in overseeing how the management serves the short and long-term interests of shareholders and other stakeholders.

The Company is committed to adopt the best Corporate Governance practices to manage the affairs of the Company in an ethical, accountable, transparent and fair way, with the blend of both legal and management practices, to imbed the same in the decision making process of the Company, and to communicate the same accurately and timely, in such a way that both stakeholders’ expectations and legal standards are not only met, but the Company surpasses them. Engaging a diverse and highly professional, experienced and competent Board of Directors, with versatile expertise in industry, finance, management and law.

### **1. BOARD OF DIRECTORS**

As per Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (herein after known as “Listing Regulations”) as well as the companies Act, 2013 read with rules framed thereunder, The Board of your company has an optimum combination of Executive, Independent Non-executive and Woman Directors. To maintain the independence of board and separate its functions of management and governance in transparent manner.



The Managing Director is responsible for the day-to-day management of the Company, subject to the supervision, direction and control of the Board, and ensures to apprise them at every meeting on the performance of the Company.

None of the Directors on the Board is a member of more than ten Committees or Chairman of more than five Committees (committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the Listing Regulations) across all the Public Companies in which he/she is a Director. The necessary disclosures regarding their Committee positions have been made by all the Directors.

**(a) Composition and Category of Directors**

The composition of the Board of Directors of the Company as on 31<sup>st</sup> March, 2024 is as follows:

Sr. No.	Name of the Director	Category
1.	Mr. Kaivan Shah	Chairman & Managing Director
2.	Mrs. Rinni Shah	Executive Director and CFO
3.	Mr. Shaishav Shah	Non- Executive Independent Director
4.	Mr. Smit Shah	Non- Executive Independent Director
5.	Mrs. Avani Sanghavi	Non- Executive Independent Director

As per the declarations received from the Directors, none of the Directors is disqualified under Section 164 of the Companies Act, 2013.

**(b) Details of attendance of each Director at Board Meetings and at the last year’s Annual General Meeting is as follows**

The attendance by the board of directors at the board meetings and at the last Annual General Meeting is as follows:

Sr. No.	Name of the Director	No. of Board meetings attended		Attendance at last AGM
		Held	Attended	
1.	Mr. Kaivan Shah	7	7	Yes
2.	Mrs. Rinni Shah	7	7	Yes
3.	Mr. Shaishav Shah	7	7	Yes
4.	Mr. Smit Shah	7	7	Yes
5.	Mrs. Avani Sanghavi	7	6	Yes

**The number of other boards or committees in which director is a chairman or member including names of the listed companies where the directors are holding directorship with category of directorship as on 31.03.2024 is as follow:**

Sr. No.	Name of the Director	Category of Directorship in other Listed Companies	Directorship in Listed Company other than this Company		Number of Committee position held in other Public Companies		Name of listed company other than this Company
			As Chairman	As Board Member	As Chairman	As Committee Member	
1.	Mr. Kaivan Shah	NA	NA	NA	NA	NA	NA
2.	Mrs. Rinni Shah	NA	NA	NA	NA	NA	NA
3.	Mr. Shaishav Shah	NA	NA	NA	NA	NA	NA
4.	Mr. Smit Shah	NA	NA	NA	NA	NA	NA
5.	Mrs. Avani Sanghavi	NA	NA	NA	NA	NA	NA

Other Directorships do not include all other Companies i.e. Directorships of private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 (“the Act”). For the purpose of determination of limit of the Board Committees, Chairmanship and Membership of the Audit Committee and Stakeholders’ Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations.

#### Number of board meetings and dates on which held

Pursuant to and in compliance with regulation 17(2) of the Listing Regulations and Section 173(1) of the Act, the Board met 7 (Seven) times during the Financial Year 2023-24 and the time gap between two meetings was not more than 120 days. **The Board Meetings were held on, (i) 20<sup>th</sup> April, 2023 (ii) 30<sup>th</sup> May, 2023 (iii) 24<sup>th</sup> July, 2023 (iv) 11<sup>th</sup> August, 2023 (v) 09<sup>th</sup> November, 2023 (vi) 18<sup>th</sup> January, 2024 (vii) 13<sup>th</sup> February, 2024.**

#### (c) Disclosure of Relationship between Directors Inter-se

Sr. No.	Name of Director	Relation with other Director
1.	Mr. Kaivan Shah	<ul style="list-style-type: none"> <li>Husband of Mrs. Rinni Shah</li> </ul>
2.	Mrs. Rinni Shah	<ul style="list-style-type: none"> <li>Wife of Mr. Kaivan Shah</li> </ul>

None of the other Directors is having inter-se relationship other than as mentioned above.

**(d) Number of shares and convertible instruments held by non-executive Directors**

None of the Non-Executive Directors of the Company is holding shares or convertible instruments in the Company.

**(e) Familiarization Programme and Web link where details of familiarization programmes imparted to independent directors is disclosed:**

In Compliance with Regulations 25(7) of the Listing Regulations, your Company has put the structure of familiarization Programme for all its Independent Directors, to inform about a brief background of the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model, operations of the Company, etc.

The details of programmes for familiarization of Directors are available on the Company’s website:

<https://ratnagroup.co.in/files/investment/Familiarisation%20Programme%20for%20Independent%20Directors.pdf>

**(f) Chart/Matrix relating to skills /expertise /competence of the Board of Directors**

In terms of requirement of Listing Regulations, The Board of Directors have identified the following skills required for the Company and the availability of such skills with the Board:

Name of Directors	Areas of Expertise							
	Technology	Legal & Administrative	Stakeholder Relationship	Business Strategy Development	Finance & Accounts	Corporate Governance	Leadership	Understanding of Industry
Mr. Kaivan Shah	√	√	√	√	√	√	√	√
Mrs. Rinni Shah	--	√	√	√	√	√	√	√
Mr. Shaishav Shah	√	√	√	√	√	√	--	√
Mr. Smit Shah	√	√	√	√	√	√	--	√

Mrs. Avani Sanghavi	--	√	--	√	√	√	--	√
---------------------	----	---	----	---	---	---	----	---

**(g) Confirmation of Independence**

The Board confirms that all the Independent Directors fulfill the conditions specified in listing regulations and that they are Independent of the management.

**BOARD COMMITTEES**

In Compliance with the various provision of the Companies Act, 2013 read with Rules framed thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable law, your Company has constituted, (1) Audit Committee (2) Nomination and Remuneration Committee (3) Stakeholders Relationship Committee and other required Committees.

The minutes of Committee meetings are tabled at the next Board meetings for their review, consideration and noting. The minutes of the proceedings of the Committee Meetings are captured in the same manner as the Board Meetings and in accordance with the provisions of the Companies Act, 2013 read with its rules and as per Secretarial Standard- 1.

**2. AUDIT COMMITTEE**

**(a) Brief description of terms of references**

Your company has complied with the requirements of Section 177 of the Act and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable for the composition of the Audit Committee. As on 31<sup>st</sup> March, 2024, Audit Committee comprises of a Chairman and Three directors out of which two are Non-Executive Independent Directors. The Chairman is also a Non- Executive Independent Director. Ms. Divya Joshi, Company Secretary of the company acts as a secretary to the Audit Committee.

**Role and Term of reference**

The brief description of role and terms of reference of Audit Committee is as under:

1. oversight of company’s financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. recommendation for appointment, remuneration and terms of appointment of auditors of Company;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - b) changes, if any, in accounting policies and practices and reasons for the same;
  - c) major accounting entries involving estimates based on the exercise of judgment by management;
  - d) significant adjustments made in the financial statements arising out of audit findings;
  - e) compliance with listing and other legal requirements relating to financial statements;
  - f) disclosure of any related party transactions;
  - g) modified opinion(s) in the draft audit report;
5. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. approval or any subsequent modification of transactions of the listed entity with related parties;
9. scrutiny of inter-corporate loans and investments;
10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. discussion with internal auditors of any significant findings and follow up there on;

15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. to review the functioning of the whistle blower mechanism;
19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. The audit committee is mandatorily reviewing the following information:
  - 1) management discussion and analysis of financial condition and results of operations;
  - 2) statement of significant related party transactions (as defined by the audit committee), submitted by management;
  - 3) management letters / letters of internal control weaknesses issued by the statutory auditors;
  - 4) internal audit reports relating to internal control weaknesses;
  - 5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
  - 6) statement of deviations:
    - a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);
    - b. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
21. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
22. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., of the company and its shareholders.
23. Carrying out any other function as may be statutorily required to be carried out by the Audit Committee.
24. Carrying out any other function as may be referred to the committee by the Board.

**(b) The details about the composition of the Committee, Name of chairperson & Members and attendance at the meetings are as under**

The Audit Committee met (Six) times during the Financial Year 2023-24 and the time gap between two meetings is not more than 120 days. The Meetings were held on (i) 20<sup>th</sup> April, 2023 (ii) 30<sup>th</sup> May, 2023 (iii) 24<sup>th</sup> July, 2023 (iv) 11<sup>th</sup> August, 2023 (v) 09<sup>th</sup> November, 2023 (vi) 13<sup>th</sup> February, 2024.

Name of the Director	Designation	Nature of Directorship	Audit Committee Meeting details	
			Held	Attended
Mr. Smit Shah	Chairman	Non-Executive/ Independent Director	6	6
Mr. Shaishav Shah	Member	Non-Executive/ Independent Director	6	6
Mr. Kaivan Shah	Member	Managing Director	6	6
Mrs. Avani Sanghavi	Member	Non-Executive/ Independent Director	6	6

All the members of the committee are well-versed in matters relating to finance, accounts and general management practices. Mr. Smit Shah, Chairman of the Audit Committee is a Chartered Accountant and he was present at the Annual General Meeting of the Company held on Friday, 08<sup>th</sup> day of September, 2023. Other invitees are invited on need basis to brief the Audit Committee on important matters.

**3. NOMINATION AND REMUNERATION COMMITTEE**

**(a) Brief description of terms of reference**

Your Company has complied with the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations, applicable in relation to composition of the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee, as on 31<sup>st</sup> March, 2024, comprises 3 (Three) directors out of which all the 3 (Three) directors are Non-Executive-Independent Directors of the Company. Ms. Divya Joshi, Company Secretary acts as a secretary of the Committee.

**Terms of reference**

The terms of reference of the Nomination and Remuneration Committee inter alia, includes the following:

- (i) To formulate and review the criteria for determining qualifications, positive attributes and independence of a director;
- (ii) To recommend to the Board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees and to ensure compliance with the remuneration policy set forth by the Company;
- (iii) To formulate criteria for evaluation of performance of Independent Directors and the Board of Directors;
- (iv) To devise a policy on Board diversity;
- (v) To report on the systems and on the amount of the annual remuneration of directors and senior management;
- (vi) To identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- (vii) To recommend to the board, all remuneration, in whatever form, payable to senior management;
- (viii) To decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors and recommend to the board;
- (ix) To specify the manner for effective evaluation of performance of Board, its committees and individual directors and review its implementation and compliance;
- (x) To carry out such other works as may be defined by the board of directors under the framework of Listing Regulations and Companies Act, 2013, as amended from time to time.

**(b) The details about the composition of the Committee, Name of chairperson & Members and attendance at the meetings are as under**

The Nomination and Remuneration Committee met once during the Financial Year 2023-24. The Meeting was held on 18.01.2024.

Mr. Shaishav Shah, Chairman of the Nomination and Remuneration Committee was present at the Annual General Meeting of the Company held on Friday, 08<sup>th</sup> day of September, 2023.

The details of the composition of the Committee, Name of chairperson & Members and attendance at the meetings during the financial year 2023-24 are as under:

Name of the Director	Designation	Nature of Directorship	Meeting details	
			Held	Attended
Mr. Shaishav Shah	Chairman	Non-Executive/ Independent Director	1	1
Mr. Smit shah	Member	Non-Executive/ Independent Director	1	1
Mrs. Avani Sanghavi	Member	Non-Executive/ Independent Director	1	1

### (c) Performance Evaluation Criteria for Independent Directors

As per the Nomination and Remuneration Policy of the Company, the performance evaluation of independent directors is carried out on the basis of prescribed criteria including participation and contribution by a director in the meeting, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality, Professional Conduct and Independence, willingness to devote sufficient time to carry out the duties and responsibilities effectively including attendance at meetings, act in the best interest of minority shareholders of the Company etc.

### 4. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Company has complied with the requirements of Section 178(5) of the Act and Regulation 20 of the Listing Regulations, as applicable for constitution of the Stakeholders' Relationship Committee.

The Stakeholders' Relationship Committee met 1 (One) time during the Financial Year 2023-24. The Meeting was held on Monday, 13<sup>th</sup> February, 2024.

Mr. Shaishav Shah, Chairman of the Stakeholders' Relationship Committee was present at the Annual General Meeting of the Company held on Friday, 08<sup>th</sup> day of September, 2023. Ms. Divya Joshi, Company Secretary acts as a secretary of the committee.

The details of the composition of the Committee, Name of chairperson & Members and attendance at the meetings during the financial year 2023-24 are as under:

Name of the Director	Designation	Nature of Directorship	Meeting details	
			Held	Attended
Mr. Shaishav Shah	Chairman	Non-Executive/ Independent Director	1	1
Mr. Smit Shah	Member	Non-Executive/ Independent Director	1	1
Mr. Kaivan Shah	Member	Managing Director	1	1

During the period under consideration, there were no shareholders' complaint received and pending against the company.

### Senior Management

During the period under review there were no changes in the senior management of the company. The name and designation of senior management are as follow:

Name	Designation
Mr. Kaivan Shah	Chairman and Managing Director
Mrs. Rinni Shah	Whole time director and CFO

## 5. REMUNERATION TO DIRECTORS

### (a) Pecuniary relationship or transactions with Non-executive Director's vis-à-vis the Company

During the period under consideration, there was no pecuniary relationship or transactions with Non-executive Director's vis-à-vis the Company.

### (b) Criteria for Making payment to non-executive Directors

Criteria for making payment to non-executive director is available on the website of Company under the web link:

<https://ratnagroup.co.in/files/investment/Criteria%20for%20making%20payment%20to%20Non-Executive%20Directors.pdf>

### (c) Disclosure with respect to remuneration

The detail of remuneration and sitting fees paid to the directors during the financial year 2023-24 is as under:

Name	(Amount in Rs.)		
	Salary, Perquisites and Allowances	Sitting Fess	Total
Mr. Kaivan Shah	9,00,000/-	--	9,00,000/-
Mrs. Rinni Shah	12,00,000/-	--	12,00,000/-
Mr. Shaishav Shah	--	5000/-	5000/-
Mr. Smit Shah	--	5000/-	5000/-
Mrs. Avani Sanghavi	--	5000/-	5000/-
Ms. Mauli Shah*	2,49,101/-	--	2,49,101/-
Ms. Divya Joshi**	81,521/--	--	81,521/--

\*Resigned w.e.f. August 22, 2023.

\*\*Appointed w.e.f. January 18, 2024.

Your Company is not paying anything to independent director except sitting fees for board meeting attended by them.

Directors are receiving only the fixed component of remuneration. They are not receiving any performance linked incentives.

During the financial year, 2023-24, the Company did not have any stock option scheme for its directors or employees. Moreover, no separate provision is made for payment of severance fees to the Directors.

## 6. GENERAL BODY MEETINGS:

(a) Location and time of last three Annual General Meetings (AGMs) were held and special resolutions passed in the previous 3 AGMs:

Financial year ended	Day/Date of AGM	Time	Location	No. of Special Resolution passed
31.03.2023	8 <sup>th</sup> September, 2023	11:00 A. M. IST	Video Conferencing (VC) or Other Audio Visual Means (OVAM)	2 (Two) (See Note: 1)
31.03.2022	28 <sup>th</sup> September, 2022	11:00 A. M. IST	Video Conferencing (VC) or Other Audio Visual Means (OVAM)	3 (Three) (See Note: 2)
31.03.2021	16 <sup>th</sup> September, 2021	11:00 A. M. IST	Video Conferencing (VC) or Other Audio Visual Means (OVAM)	2 (Two) (See Note: 3)

**Note: 1: In the Annual General Meeting held on 08.09.2023, 02 (Two) Special Resolutions were passed as follow:**

1. To give any loan, guarantee, provide security in connection with loan and to make investment
2. Approval of Related Party Transaction (s)

**Note: 2: In the Annual General Meeting held on 28.09.2022, 03 (Three) Special Resolutions were passed as follow:**

1. Re-appointment of Mr. Shaishav Shah (DIN: 07894723) as an Independent Director of the Company for Second term of five consecutive years
2. Re-appointment of Mr. Smit Shah (DIN: 07918521) as an Independent Director of the Company for Second term of five consecutive years

3. *Increase in the Borrowing limits of the Company*

**Note: 3: In the Annual General Meeting held on 16.09.2021, 2 (Two) Special Resolution was passed as follow:**

1. *Waiver of recovery of excess managerial remuneration paid to Mr. Kaivan Shah (DIN:01887130), Chairman and Managing Director for the financial year ended March 31, 2020*
2. *Increase in the Borrowing limits of the Company*

(b) The Details of special resolution passed last year through postal ballot and details of voting pattern, Person who conducted the Postal Ballot exercise, whether any special resolution is proposed to be conducted through postal ballot, Procedure for Postal Ballot:

During the year no special resolution was passed through postal ballot.

**7. MEANS OF COMMUNICATION**

<b>(a)</b>	<b>Quarterly/half-yearly results</b>	<b>The quarterly results are published on the BSE website and displayed on the Company’s website.</b>
<b>(b)</b>	Newspapers wherein results normally published	The Company has published the Quarterly and Annual Financial Results in the newspaper. The separate section named “Investment Relationship” on its website displays necessary information.
<b>(c)</b>	Company’s website, where displayed	The separate section named “ <b><u>INVESTMENT RELATIONSHIP</u></b> ” in the Company’s website <a href="https://ratnagroup.co.in">https://ratnagroup.co.in</a> displays required information in respect of interest of various stakeholders. The Annual Report for this financial year 2023-24 as well as Quarterly Financial Results of the Company is also available therein.
<b>(d)</b>	Whether it also displays official news releases;	The Company’s official news releases and presentations made to the institutional investors and analysts, if any are also available on the Company’s website.
<b>(e)</b>	The presentations made to institutional investors or to analysts	

## 8. GENERAL SHAREHOLDER INFORMATION

(a)	AGM: Date, Time and Venue	Friday, 27 <sup>th</sup> day of September, 2024 at 11:00 A.M. at the Registered Office of the Company at Ratna Corporate House, Near Santoor Bungalows, Ambli, Daskroi, Ahmedabad, 380058, Gujarat, India, through Video Conferencing and other Audio Visuals Means.															
(b)	Financial Year	<p>Financial Year of the Company is from 01<sup>st</sup> April to 31<sup>st</sup> March and financial results will be declared for the financial year 2024-25 as per the following schedule:</p> <table border="1" data-bbox="496 689 1390 1025"> <thead> <tr> <th data-bbox="496 689 967 763">Particulars</th> <th data-bbox="975 689 999 763">:</th> <th data-bbox="1007 689 1390 763">Tentative and subject to change</th> </tr> </thead> <tbody> <tr> <td data-bbox="496 775 967 801">Quarter ending 30<sup>th</sup> June, 2024</td> <td data-bbox="975 775 999 801">:</td> <td data-bbox="1007 775 1390 801">14<sup>th</sup> August, 2024</td> </tr> <tr> <td data-bbox="496 813 967 880">Quarter ending 30<sup>th</sup> September, 2024</td> <td data-bbox="975 813 999 880">:</td> <td data-bbox="1007 813 1390 880">On or before 14<sup>th</sup> November, 2024</td> </tr> <tr> <td data-bbox="496 891 967 958">Quarter ending 31<sup>st</sup> December, 2024</td> <td data-bbox="975 891 999 958">:</td> <td data-bbox="1007 891 1390 958">On or before 14<sup>th</sup> February, 2024</td> </tr> <tr> <td data-bbox="496 969 967 1025">Fourth Quarter and Annual ending on 31st March, 2025</td> <td data-bbox="975 969 999 1025">:</td> <td data-bbox="1007 969 1390 1025">On or before 30<sup>th</sup> May, 2025</td> </tr> </tbody> </table>	Particulars	:	Tentative and subject to change	Quarter ending 30 <sup>th</sup> June, 2024	:	14 <sup>th</sup> August, 2024	Quarter ending 30 <sup>th</sup> September, 2024	:	On or before 14 <sup>th</sup> November, 2024	Quarter ending 31 <sup>st</sup> December, 2024	:	On or before 14 <sup>th</sup> February, 2024	Fourth Quarter and Annual ending on 31st March, 2025	:	On or before 30 <sup>th</sup> May, 2025
Particulars	:	Tentative and subject to change															
Quarter ending 30 <sup>th</sup> June, 2024	:	14 <sup>th</sup> August, 2024															
Quarter ending 30 <sup>th</sup> September, 2024	:	On or before 14 <sup>th</sup> November, 2024															
Quarter ending 31 <sup>st</sup> December, 2024	:	On or before 14 <sup>th</sup> February, 2024															
Fourth Quarter and Annual ending on 31st March, 2025	:	On or before 30 <sup>th</sup> May, 2025															
(c)	<p>Dividend Payment Date</p> <p>Dividend Transfer to IEPF</p> <p>Shares transferred to IEPF</p>	Not Applicable during the year.															
(d)	Name and address of stock exchanges at which the Company's shares are listed & details of annual listing fee paid	<p>BSE Limited (BSE), Corporate office: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001</p> <p>Annual Listing Fees for the year 2023-24 has been paid by the Company to BSE.</p>															
	Demat ISIN Numbers in NSDL & CDSL	INE821Y01011															

<b>(e)</b>	<b>Stock Code/Symbol</b>	<b>BSE Equity Script Code: 540796</b> <b>BSE Equity Symbol: RATNABHUMI</b>
------------	--------------------------	---

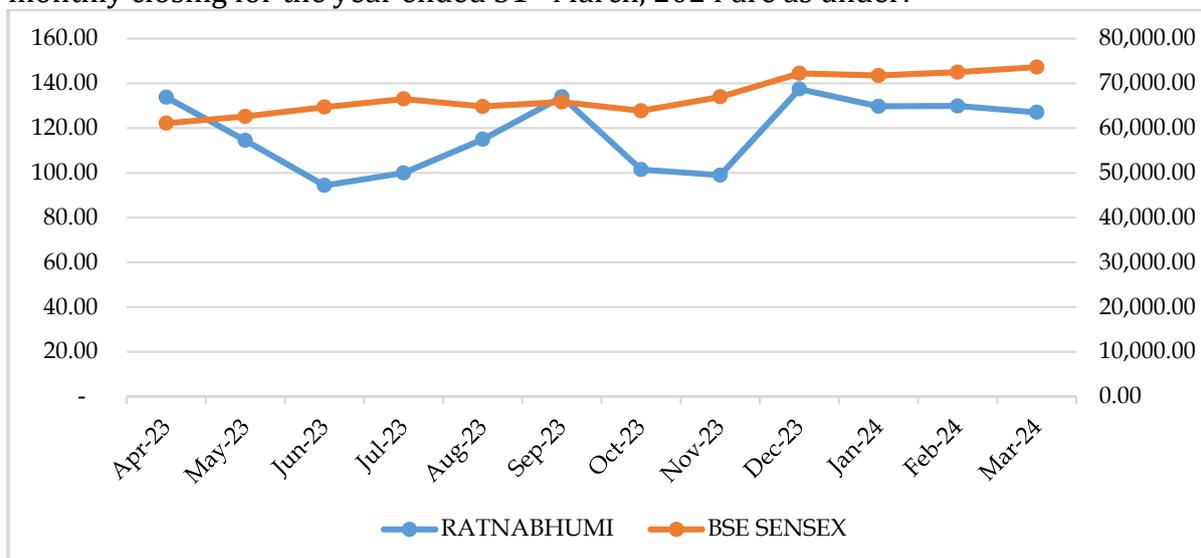
**(f) Market Price Data high and low during each month in last financial year:**

The monthly high and low prices of the Company’s shares at BSE Limited for the year ended 31<sup>st</sup> March, 2024 are as under:

Month	BSE Limited (in Rs.)	
	High	Low
April 2023	138.00	130.00
May 2023	135.40	113.00
June 2023	122.80	94.00
July 2023	100.00	86.50
August 2023	118.65	95.00
September 2023	161.75	115.00
October 2023	136.50	101.50
November 2023	107.00	92.40
December 2023	148.00	100.00
January 2024	147.00	116.45
February 2024	133.00	120.00
March 2024	133.00	120.15

**(g) Performance in comparison to board-based indices such as BSE SENSEX:**

The monthly high and low prices of the Company’s shares at BSE along with BSE SENSEX monthly closing for the year ended 31<sup>st</sup> March, 2024 are as under:



**(h) In case the securities are suspended from trading, the Directors Report shall explain the reason thereof: *Not Applicable***

**(i) Registrar to an issue and share transfer agents:**

Share Registrar and Transfer Agent: **Alankit Assignments Limited**  
 Address: 205-208,  
 Anarkali Complex, Jhandewalan Extension,  
 New Delhi-110055,  
 Tel No.: 011 - 42541234  
 Email: [rta@alankit.com](mailto:rta@alankit.com)  
 Website: [www.alankit.com](http://www.alankit.com)

**(j) Share Transfer System:**

Trading in equity shares of the Company through recognized Stock Exchanges can be done only in dematerialized form. All equity shares of the Company are in Demat mode. Transfer of these shares is done through depositories with no involvement of the Company.

**(k) Distribution of Shareholding as on 31<sup>st</sup> March, 2024:**

The distribution of shareholding of the Company as on 31<sup>st</sup> March, 2024 was as follows:

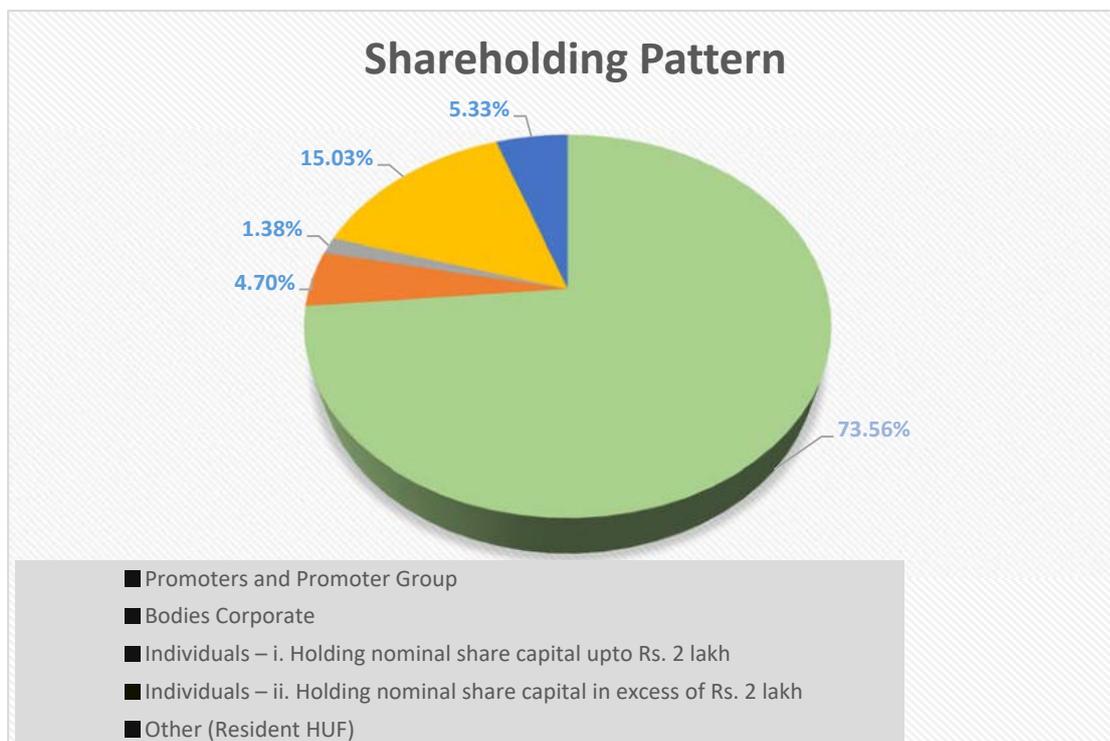
**(i) By size of shareholding:**

No. of Shares	No. of Shareholders	% of Total Shareholders	No. of Shares	% of Shareholding
<b>01 to 500</b>	192	70.59	8,004	0.06
<b>501 to 1000</b>	9	3.31	6,579	0.05
<b>1001 to 2000</b>	25	9.19	47,477	0.35
<b>2001 to 3000</b>	4	1.47	9,877	0.07
<b>3001 to 4000</b>	4	1.47	14,792	0.11
<b>4001 to 5000</b>	1	0.37	5,000	0.04
<b>5001 to 10000</b>	1	0.37	10,000	0.07
<b>10001 &amp; above</b>	36	13.24	1,35,98,271	99.26
<b>Total</b>	<b>272</b>	<b>100</b>	<b>1,37,00,000</b>	<b>100</b>

**(ii) Pattern of Shareholding:**

Sr. No.	Category	No. of Shares	% of total No. of shares
1	Promoters and Promoter Group	1,00,77,554	73.56%
2	Public Shareholding:		
	- Financial Institutions / Banks	0	0
	- Foreign Institutional Investors (FII)	0	0
	- Foreign Portfolio Investors	0	0
	- NBFCs registered with RBI	0	0
	- Central Government/ State Government(s)/ President of India (IEPF)	0	0
	- Bodies Corporate	6,43,726	4.7%
	- Individuals – i. Holding nominal share capital upto Rs. 2 lakh	1,89,672	1.38%
	- Individuals – ii. Holding nominal share capital in excess of Rs. 2 lakh	20,58,926	15.03%
	- Clearing Member	0	0
	- Non Resident Indians	25	0
	- Other (Resident HUF)	7,30,097	5.33%
	<b>Total</b>	<b>1,37,00,000</b>	<b>100.00 %</b>

**Categories of Shareholders as on 31<sup>st</sup> March, 2024:**



**(l) Dematerialization of shares and Liquidity:**

The Company's shares are compulsorily traded in dematerialized form on BSE. Bifurcation of the category of shares in physical and electronic mode as on March 31, 2024 is given below:

Sr. No.	Particulars	No. of Shares	% of Shares
<b>1</b>	Demat Segment:		
	NSDL	68,20,579	49.79
	CDSL	68,79,421	50.21
<b>2.</b>	Physical:	0.00	0.00
	<b>Total:</b>	<b>1,37,00,000</b>	<b>100.00</b>

**(m) Outstanding GDRS / ADRS / Warrants or any Convertible Instruments, conversion date and likely impact on equity:** Not Applicable

**(n) Commodity price risk or foreign exchange risk and hedging activities:** Not Applicable

**(o) Plant Locations:** Not Applicable

**(p) Address for correspondence:**

<b>To contact Registrar &amp; Transfer Agent for all matters relating to Shares, Annual Reports</b>	<b>Alankit Assignments Limited</b> Address: 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi-110055, Tel No.: 011 - 42541234 Email: <a href="mailto:rta@alankit.com">rta@alankit.com</a> Website: <a href="http://www.alankit.com">www.alankit.com</a>
<b>For any other General Matters or in case of any difficulties / grievances including matters relating to Shares, Annual Reports as above</b>	<b>Secretarial Department</b> <b>Ratnabhumi Developers Limited,</b> Ratna Corporate House, Near Santoor Bungalows, Ambli, Daskroi, Ahmedabad, 380058, Gujarat, India  Email: <a href="mailto:compliance@ratnagroup.co.in">compliance@ratnagroup.co.in</a> Website: <a href="https://ratnagroup.co.in/">https://ratnagroup.co.in/</a>  Tel No.: +91 87585 51175
<b>Name of the Compliance Officer</b>	<b>Ms. Divya Joshi</b> Company Secretary and compliance officer

- (q) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad: Not Applicable**

## **9. OTHER DISCLOSURES**

- (a) Disclosures on materially significant related party transactions that may have potential conflict with the interest of company at large:**

During the Financial year 2023-2024, the company had entered into material related party transactions, the details are provided in the note of financial statements which forms part of this Annual Report. Expect that no materially significant related party transaction undertaken by the Company under Section 188 of the Companies Act, 2013, read with rules framed thereunder, Indian Accounting Standards (Ind AS 24) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that may have potential conflict with the interest of the Company at large. The Company has entered into some transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, which were in the ordinary course of business and at arms' length basis and the same were duly approved or reviewed by the Audit Committee.

The necessary disclosures regarding the transactions with related parties are given in the notes to the financial statements. Your Company has formulated a Policy on materiality of Related Party Transactions and also dealing with Related Party Transaction. It is posted on the website of the company that can be accessed by the link:

<https://ratnagroup.co.in/files/investment/Related%20Party%20Transaction%20Policy.pdf>

- (b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or the Board or any statutory authority on any matter related to capital markets during the last three years: Not Applicable**

- (c) Whistle-blower policy and affirmation that no personnel have been denied access to the Audit Committee:**

Pursuant to the provision of the section 177(9) of the Companies Act, 2013 read with rules framed thereunder, Regulation 4(2)(d)(iv) and 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Your company has established Vigil Mechanism/ Whistle Blower Policy for their Directors and Employees to report concerns about illegal or unethical practices, unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy.

The details of establishment of such mechanism available on the website of the Company and it can be access by the following link:  
<https://ratnagroup.co.in/files/investment/Whistle-Blower-Policy.pdf>

It is affirmed that no personnel has been denied to access the Chairman of the Audit Committee.

**(d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:**

The Company has complied with all applicable mandatory requirements as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following non-mandatory requirements under Part E of Schedule II of the Listing Regulations to the extent they have been adopted are mentioned below:

**i. Modified Opinion in Auditors Report:**

The Company’s financial statements for the year ended 31<sup>st</sup> March, 2024 do not contain any modified opinion.

**ii. Reporting of Internal Auditor:**

The Internal Auditor directly reports to the Audit Committee.

**(e) Web link where policy on dealing with Material Subsidiaries:**

During the period under review, the Company does not have any material subsidiary Company/ LLP. The Company has formulated a policy for determining material subsidiary and it is available on the web link:

<https://ratnagroup.co.in/files/investment/Policy%20on%20Material%20Subsidiaries.pdf>

**(f) Web link where policy on dealing with related party transaction:**

The Policy on dealing with related party transaction is disclosed on the website of the Company and can be accessed at:

<https://ratnagroup.co.in/files/investment/Related%20Party%20Transaction%20Policy.pdf>

**(g) Disclosure of commodity price risks and commodity hedging activities: NIL**

**(h) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): NIL**

- (i) Certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.**

A certificate from Ms. Insiya Nalawala, Proprietor of M/s. Insiya Nalawala and Associates Practicing Company Secretaries (Membership No. - A57573 & COP No. - 22786) confirming that none of the Directors on the board of the Company were debarred or disqualified from being appointed or continuing as Directors of the Company by the SEBI, Ministry of Corporate Affairs or any other statutory authorities is attached as “Annexure – A”.

- (j) The board of directors of the company had accepted all the recommendation of the committee of the board which is mandatorily required during the financial year.**

- (k) Details of total fees paid by the company to the statutory auditor.**

<b>Statutory Auditor</b>	<b>M/s. DJNV &amp; CO. Chartered Accountants</b>
<b>Statutory Audit Fees</b>	Rs. 1,20,000/-

- (l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

<b>Number of complaints filed during the financial year</b>	<b>Number of complaints disposed of during the financial year</b>	<b>Number of complaints pending as on end of the financial year</b>
<b>NIL</b>		

- (m) Disclosure by listed entity and its subsidiaries of “Loans and Advances in the nature of loans to firms/companies in which directors are interested by name and amount: Not Applicable**

**10. Non-compliance of any requirement of corporate governance report of sub-para (2) to (10) of Schedule V (c) of the Listing Regulations: Not Applicable**

**11. The disclosure of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of Listing Regulations.**

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the listing regulations to the extent as applicable with regards to Corporate Governance.

**12. Disclosures with respect to demat suspense account/unclaimed suspense account:**

The Company does not have any shares in the demat suspense account or unclaimed suspense account.

**13. Particulars of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting have been provided in the Notice of the Annual General Meeting.**

**14. Declaration signed by the chief executive officer stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management:** The said declaration signed by Chairman and Managing Director is attached as “**Annexure – B**”.

**15. COMPLIANCE CERTIFICATE:** Certificate from Ms. Insiya Nalawala, Proprietor of M/s. Insiya Nalawala and Associates, Practicing Company Secretaries firm, confirming compliances with the conditions of Corporate Governance as stipulated under the Listing Regulations attached as “**Annexure – C**”.

**“Annexure - A”**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
*(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
 (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

**To,**  
**The Members of**  
**Ratnabhumi Developers Limited,**  
**CIN: L45200GJ2006PLC048776**  
**Ratna Corporate House, Nr. Santoor Bungalows,**  
**Ambli - Bopal Road, Ahmedabad - 380 058,**  
**Gujarat, India**

I, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Ratnabhumi Developers Limited** having **CIN: L45200GJ2006PLC048776** and having registered office at Ratna Corporate House, Nr. Santoor Bungalows, Ambli - Bopal Road, Ahmedabad - 380 058, Gujarat, India (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment in Company</b>
1.	Mr. Kaivan Shah	01887130	01-10-2016
2.	Mrs. Rinni Shah	07368796	16-02-2021
3.	Mr. Shaishav Shah	07894723	31-07-2017
4.	Mr. Smit Shah	07918521	29-09-2017
5.	Ms. Avani Sanghavi	09156980	07-06-2021

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Please take the same on your records.

Thanking you,

Yours Faithfully,

**For, Insiya Nalawala & Associates  
Company Secretaries**

**CS Insiya Nalawala  
(Proprietor)  
Membership No.: A57573  
COP No.: 22786  
Peer Review No.: 5443/2024  
UDIN: A057573F001075777**

**Date: 14-08-2024  
Place: Ahmedabad**



**“Annexure - B”****DECLARATION ON CODE OF CONDUCT**

This is to certify that Company “Ratnabhumi Developers Limited” has in place a Code of Conduct applicable to the Board Members as well as the Senior Management Personnel and that the same has been uploaded on the Company’s website ‘<https://ratnagroup.co.in>’. I further certify that all the board Members and the Senior Management personnel have affirmed compliance with the Code of Conduct for All Board Members and Senior Management Personnel of the company for the Financial Year 2024-25.

**Kaivan J. Shah**  
**Chairman and Managing Director**  
**Ratnabhumi Developers Limited**

**Date: August 14, 2024**  
**Place: Ahmedabad**



“Annexure - C”

**CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE**

**(Pursuant to Regulation 34(3) and Schedule V Para E of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

**To,  
The Members of  
Ratnabhumi Developers Limited,**

I, have examined the compliance of Corporate Governance of Ratnabhumi Developers Limited (“the Company”) for the year ended on 31<sup>st</sup> March, 2024 as stipulated in SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”).

It is the responsibility of management to comply with the conditions of Corporate Governance. My examination was limited to a review of procedures and implementations thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

During the period under review, the company had complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of Listing Regulations subject to the following observations mentioned below. Therefore, In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions as stipulated in SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as applicable to the Company.

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Observations
1	Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,	SEBI (Listing Obligations and Disclosure Requirements)	The Company was falling under top 2000 listed company, The composition board of director was less than six directors.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Thanking you,

Yours Faithfully,

**For, Insiya Nalawala & Associates  
Company Secretaries**

**CS Insiya Nalawala  
(Proprietor)**

**Membership No. : A57573**

**COP No.: 22786**

**Peer Review No.: 5443/2024**

**UDIN: A057573F001075744\***

**Date: 14-08-2024**

**Place: Ahmedabad**

\*due to some technical error on website of ICSI the UDIN was generated on later date but the date of signing report is August 14, 2024 and the same is approved by the Board of Directors of the company.

## MANAGEMENT DISCUSSION AND ANALYSIS

### OVERVIEW OF INDIAN ECONOMY

The global economy has achieved greater stability in 2023, although having global uncertainties and volatilities. While uncertainty stemming from adverse geopolitical developments remained elevated, global economic growth was surprisingly robust. As per the World Economic Outlook (WEO), April 2024 of the International Monetary Fund (IMF)<sup>1</sup>, the global economy registered a growth of 3.2 per cent in 2023, though marginally lower than in 2022 but higher compared to the projection of 2.8 per cent as per the April 2023 WEO.

The context in which the growth of 3.2 per cent in 2023 has been achieved is markedly different compared to the 2011-19 period. Inflationary pressures have been significantly higher on account of the persistence of core inflation. Global trade moderated due to rising geopolitical tensions, cross-border restrictions and slower growth in advanced economies (AEs). The muted trade growth occurred despite the easing of supply chain pressures. Further, geopolitical developments and monetary policy changes across countries resulted in increased caution among investors, culminating in moderation in foreign direct investment (FDI) flows.

The stark difference in the economic performance of countries has been on account of domestic structural issues, uneven exposure to geopolitical conflicts and the impact of monetary policy tightening. The economic shocks resulting from the Russia-Ukraine conflict had an outsized impact on Europe, leading to subdued growth in large countries like Germany and France. The US also faced high inflationary pressures and consequently raised the policy rates substantially. But, the pass-through to outstanding household mortgages was limited on account of the high share of fixed-rate mortgages and corporate debt being termed out at fixed rates, limiting the impact of higher policy rates on economic activity. India registered a steep decline in economic growth during the pandemic but recovered swiftly, aided by strong private consumption and government impetus to infrastructure investment.

According to projections by the Reserve Bank of India (RBI), the Gross Domestic Product (GDP) is anticipated to exhibit a robust growth of 7.2% in FY25. This optimistic outlook is supported by several potential factors such as the anticipated surge in household spending and the revival of the private capital investment cycle.

India has achieved a significant uptick in goods and services tax (GST) collection, with a remarkable increase of 11.7% to reach a substantial sum of ₹20.14 lakh crore. This upsurge in GST revenue shows a strong economic environment, with the average monthly GST collection for FY24 standing at ₹1.68 lakh crore, showing an increase compared to the preceding Financial period's ₹1.5 lakh crore. However, the robust performance continued throughout the year, as evidenced by the GST revenue and net refunds totalling ₹18.01 lakh crore for the entire financial year, having a growth rate of 13.4%.

India's outward foreign direct investment (OFDI), or overseas direct investment, declined by 39% to US\$ 28.64 billion in the year-end as of March 2024, through uncertain global economic conditions. Of the total overseas direct investments commitments through the equity route stood at US\$ 9.62 billion in fiscal 2024, compared to US\$ 19.13 billion in FY23. The equity contributed around 34% of the financial commitment in FY24.

India has shown remarkable growth in the real estate market in the year 2023, with exceeding the growth rates of all prior years and shattering all records. This growth has been fuelled by growing disposable incomes, policy changes, improved consumer needs and a desire for larger homes.

Further, the Government's support to simplify regulations, better processes and more transparency in the sector have contributed to this unprecedented growth.

India's real estate sector is expected to contribute 13% to the country's total GDP by 2025, highlighting its growing economic significance. According to IBEF (India Brand Equity Foundation), the property market in India is set to exhibit a compound annual growth rate (CAGR) of 9.2% from 2023 to 2028. This outlook positions India's real estate for significant growth and reinforces its pivotal role in the nation's economic development.

Rising international real estate development is expected to provide potential growth opportunity to the Indian market. For example, an MoU signed between J&K and the Government of Dubai (in October 2021) for the development of real estate projects (such as industrial parks, IT towers and super specialty hospitals) is expected to boost growth in the union territory. Private market investor, Blackstone, which has significantly invested in the Indian real estate sector worth Rs. 3.8 lakh crore (US\$ 50 billion), is seeking to invest an additional Rs. 1.7 lakh crore (US\$ 22 billion) by 2030.

The Real estate sector in India is expected to reach US\$ 1 trillion in market size by 2030, up from US\$ 200 billion in 2021. India's real estate market is estimated to increase at a CAGR of 19.5% during 2017- 2028. The market is forecast to reach US\$ 650 billion, representing 13% of India's GDP by 2025. India's real estate sector is expected to expand to US\$ 5.8 trillion by 2047, contributing 15.5% to the GDP from an existing share of 7.3%, a joint report by Knight Frank and National Real Estate Development Council said. Increasing share of real estate in the GDP would be supported by increasing industrial activity, improving income level and urbanisation

## OUTLOOK

IMF projects the global economy to grow at 3.2 per cent in 2024, with risks being broadly balanced. The average annual global growth was 3.7 per cent during the decade ending FY20. Inflationary pressures have moderated in most economies with declining global commodity prices and easing of supply chain pressures. However, core inflation remains sticky and driven by high service inflation. Many central banks have hinted at the peaking of the interest rate hike cycle. The ECB has already cut the policy rate, while the Fed has hinted at reducing the rate in 2024. If the services inflation across economies moderates faster, that may allow central banks to bring forward the monetary policy easing cycle earlier than currently anticipated. A likely reduction in policy rates by central banks of AEs, especially the Fed, will open the space for central banks of EMEs to follow the lead, bringing down the cost of capital.

On the downside, any escalation of geopolitical conflicts in 2024 may lead to supply dislocations, higher commodity prices, reviving inflationary pressures and stalling monetary policy easing with potential repercussions for capital flows. This can also influence RBI's monetary policy stance. The global trade outlook for 2024 remains positive, with merchandise trade expected to pick up after registering a contraction in volumes in 2023. Conversely, increased fragmentation along geopolitical lines and renewed thrust on protectionism may distort merchandise trade growth, impacting India's external sector. Global financial markets have scaled new heights, with investors betting on global economic expansion. However, any corrections in the elevated financial market valuations may have ramifications for household finances and corporate valuation, negatively impacting growth prospects. Hiring in the information technology sector had slowed down considerably in FY24, and even if hiring does not decline further, it is unlikely to pick up significantly. However, leveraging the initiatives taken by the government and capturing the untapped potential in emerging markets, exports of business, consultancy and IT-enabled services can expand. Despite the core inflation rate being around 3 per cent, the RBI, with one eye on the withdrawal of accommodation and another on the US Fed, has kept interest rates unchanged for quite some time, and the anticipated easing has been delayed.

Domestic growth drivers have supported economic growth in FY24 despite uncertain global economic performance. Improved balance sheets will help the private sector cater to strong investment demand. A note of caution is warranted here. Private capital formation after good growth in the last three years may turn slightly more cautious because of fears of cheaper imports from countries that have excess capacity. While merchandise exports are likely to increase with improving growth prospects in AEs, services exports are also likely to witness a further uptick. A normal rainfall forecast by the India Meteorological Department and the satisfactory spread of the southwest monsoon thus far are likely to improve agriculture sector performance and support the revival of rural demand. However, the monsoon season still has some ways to go. Structural reforms such as the GST and the IBC have also matured and are delivering envisaged results. Considering these factors, the Survey conservatively projects a real GDP growth of 6.5–7 per cent, with risks evenly balanced, cognizant of the fact that the market expectations are on the higher side.



## 1. INDUSTRY STRUCTURE AND DEVELOPMENT

In India, the real estate sector is the second-highest employment generator, after the agriculture sector. Real estate sector in India is expected to reach US\$ 1 trillion by 2030. By 2025, it will contribute 13% to the country's GDP. Rapid urbanisation bodes well for the sector. The number of Indians living in urban areas is expected to reach 542.7 million by 2025 and 675.5 million by 2035.

Construction is the third-largest sector in terms of FDI inflow. FDI in the sector (including construction development & activities) stood at US\$ 55.50 billion from April 2000-December 2022. Government of India's 'Housing for All' initiative is expected to bring US\$ 1.3 trillion investments in the housing sector by 2025. India's Global Real Estate Transparency Index ranking improved by three notches from 39 to 36 since the past eight years from 2014 until 2022 on the back of regulatory reforms, better market data and green initiatives, according to property consultant JLL.

The importance of the 'brand' in real estate has continued its upward journey. Housing is increasingly becoming a branded 'consumer product'. A strong housing brand in consumer's minds stands for superior product quality, avenue for life style upgrade, an aspirational address and above all certainty of timely delivery. The above can only be delivered by branded tier 1 developers, leading to the demand side consolidation. Branded tier-1 developers with strong execution capability are expected to leverage this opportunity to gain even more market share by bringing newer products suitable for the demand dynamics whilst offering quality, and a sustainable environment as well as social ecosystem.

Rising international real estate development is expected to provide potential growth opportunity to the Indian market. For example, an MoU signed between J&K and the Government of Dubai (in October 2021) for the development of real estate projects (such as industrial parks, IT towers and super specialty hospitals) is expected to boost growth in the union territory.

### Market Size

By 2040, real estate market is expected to grow to Rs. 65,000 crores. Real estate sector in India is expected to reach a market size of US\$ 1 trillion by 2030 and contribute 13% to the country's GDP by 2025. Retail, hospitality, and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs.

India's real estate market is estimated to increase at a CAGR of 19.5% during 2017- 2028. The market is forecast to reach US\$ 650 billion, representing 13% of India's GDP by 2025. In 2022, India's real estate sector experienced price growth of 6%. Increasing share of real estate in the GDP would be supported by increasing industrial activity, improving income level and urbanisation. A total of 431,510 new homes were launched in CY22, registering an increase of 101%.

In the review period, Ahmedabad registered the highest growth in average costs of flats, with average cost rising to Rs. 3,500-3,700 (US\$ 42.75-US\$ 45.19) per square foot, an increase of 8% YoY. Pune and Chennai recorded the highest annual appreciation of 9% each.



## Road Ahead

In 2023, the housing market stayed strong because of the big increase in prices and demand in the previous two years. Last year, 16,113 homes were sold, which is 15% more than the year before. Even though interest rates went up and housing prices reached new heights, people in Ahmedabad were still eager to buy homes

Ahmedabad's retail sector did well in 2023. Many stores were rented out on main streets, with a total of 0.18 million square feet in the first quarter and 85,000 square feet in the second quarter. The fourth quarter saw a 10% increase in rentals, with 75,000 square feet rented out. Rentals have remained steady throughout the year, with an 18-20% increase compared to last year. Some popular areas like Sindhu Bhavan Road and CG Road saw a 25-30% increase in rentals due to high demand and limited space. In the near future, new shopping areas will develop in various parts of the city, keeping rental prices stable and within a predictable range.

The government is welcoming new plans to build an entertainment and shopping hub in the central area and GIFT city. This will likely bring a lot of new retail activity to these areas in the future. The Malls in the city will remain crowded because the best malls have few empty spaces and no new malls are being built. However, the government has few plans to connect Gandhinagar and Ahmedabad.

## 2. OPPORTUNITIES AND THREATS

There is the opportunity for the domestic industry to become more organised, with the creation of more large firms through organic growth and acquisitions. This would

improve overall construction quality. Strong population growth and a growing economy is fuelling demand for infrastructure. The government is looking to attract private companies to invest in infrastructure through PPPs. Growing recognition of “Made in India” brand in global market. Favorable Government policies and market opportunities are making widening the scopes of the industry:

The Government of India is expected to invest heavily in the real estate sector, mainly highways, renewable energy and urban transport. Increasing budget allocations, Smart City Mission, Pradhan Mantri Awas Yojana, new metro rail policy, Housing for All and the North East Special Infrastructure Development Scheme are expected to contribute significantly to drive infrastructure growth in India.

### **3. SEGMENT-WISE / PRODUCT-WISE PERFORMANCE:**

The Company has delivered a satisfactory financial and operating performance for 2023-24. The total revenue from operations of Real Estate segment is ₹ 50.97 lakhs on standalone basis as compared to ₹ 66.09 lakhs in 2022-23 and ₹ 28.34 lakhs on a consolidated basis in F.Y. 2023-24. The Profit before interest and taxes stands ₹ 1578.78 lakhs for the FY 2023-24 as against ₹ 726.90 lakhs in 2022-23 on standalone basis.

### **4. OUTLOOK FOR FY 2023-24**

- Emphasis on increasing dealer’s network to achieve higher penetration;
- Emphasis on gaining market share from the local unorganised players;
- Expand portfolio with mid and high range residential and corporate schemes;
- Engage with various engineers, designers and architects to promote business.

### **5. RISK AND CONCERN**

The Company’s ability to foresee and manage business risks is crucial in achieving favourable results. Risk management at Ratnabhumi Developers Limited is an integral part of the business, focusing to mitigate the adverse impact of risks on business objectives. The Company has laid down a well-defined risk management procedure covering the risk identification, risk exposure, potential impact and risk mitigation process. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework.

### **6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an adequate internal control system adopted for operating procedures, policies and process guidelines. The guidelines are well-documented with clearly defined authority limits corresponding with the level of responsibility for each functional area. Further, the Company has budgetary control system to monitor expenditure against approved budgets on an ongoing basis. The Company’s robust internal audit programme which works to conduct a risk-based audit not only tests the adherence to laid down policies and procedures but also suggests improvements in the current processes and systems.

## 7. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Financial performance on standalone basis of the company during the FY 2023-24 as compared to FY 2022-2023 is as under:

Particulars	(Rs. In Lakhs)		
	2023-2024	2022-2023	% of Increase/Decrease
Gross Revenue from operations	50.97	66.09	-22.88 %
Profit Before Tax	23.37	22.74	2.77 %
Profit after Tax	31.02	23.39	32.62 %

### Operational Performance

The Company continued to focus on improving operational efficiency leading to better returns for the shareholders. Further, the company has significantly enhanced its operational performance by establishing prudent risk management framework.

## 8. MATERIAL DEVELOPMENT IN HUMAN RESOURCES/INDUSTRIAL RELATIONSHIP FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Human resource practices and policies at Ratnabhumi Developers Limited ensure that all employees, wherever they work, whatever their role is, are always treated equally, fairly and respectfully. We maintain consistent and transparent diversity policies.

Our human resource team believes in personnel management, which involves planning, organising, directing and controlling of the recruitment and resource management, training & development, compensation, integration and maintenance of people for the purpose of contributing to organizational, individual and social goals.

People power is one of the pillars of success of company and hence any creative suggestion by the employees are always welcomed by the Management. As on 31<sup>st</sup> March, 2024 the Company employs 15 employees. Going ahead, the Company aims to retain and develop the existing employees and align their goals with the common business vision and mission.

## 9. THE DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

During the financial year, the details of significant change in the key financial ratios as compared to the previous year along with the detailed explanation is summarized below on standalone basis:

Sr. No.	Key Financial Ratios	F. Y. 2023-24	F.Y. 2022-23	Changes in %	Reasons for change
1.	Debtors Turnover Ratio	1.58	1.32	20%	New project started so inventories increased so ratio decreased.
2.	Inventory Turnover Ratio	0.00	0.00	0.00	New project started so inventories increased so ratio decreased.
3.	Interest Coverage Ratio (in times)	NA	NA	NA	NA
4.	Current Ratio	2.62	2.83	-7 %	New project started so inventories increased but loans increased in compare with previous year so ratio decreased.
5.	Debt Equity Ratio (in times)	5.48	3.12	76 %	Secured loans taken during the year and unsecured loans increased during the year so ratio increased drastically.
7.	Net Profit Margin (in %)	140.57%	117.80%	19%	Profit increased during the year.

10. The Return on Capital Employed during the FY 2023-24 was 7.13% as compared to 5.05% in FY 2022-23. The increment of 41.19% in the return on Net Worth is mainly due to increase in profit during the FY 2023-24.

#### 11. CAUTIONARY STATEMENT

Statement made in the Management Discussion and Analysis describing the various parts may be “forward looking statement” within the meaning of application securities laws and regulations. The actual result may differ from those expectations depending upon the economic conditions, changes in Government regulation and amendments in tax laws and other internal and external factors.

## **Independent Auditor's Report on Standalone Financial Statements**

To  
The Members of  
**Ratnabhumi Developers Limited**  
Report on the audit of the Standalone Ind AS Financial Statements

### **Opinion**

We have audited the accompanying standalone Ind AS financial statements of Ratnabhumi Developers Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2024, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended on that date, and notes to the Standalone Ind AS Financial statements and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

### **Information other than the Standalone Financial Statement and Auditor's Report thereon**

The Company's Board of Directors is responsible for the presentation of other information and presentation of its report (herein after called as "Board Report") which comprises various information required under section 134(3) of the companies act, 2013. The other information comprises the information included in the annual report, but does not include the Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Ind AS Financial Statement does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Ind AS Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statement or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. When we read the other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

### **Responsibilities of Management and Those charged with Governance for the Standalone financial Statements**

The Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the company in accordance with the Ind AS and other accounting principles generally accepted in India, including Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibility for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from

error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors;
- Conclude on the appropriateness of the Management and Board of Director's use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure-A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books;
- c) The standalone balance sheet, the standalone statement of profit and loss including the standalone statement of other comprehensive income, standalone cash flow statement and standalone statement of changes in equity dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
- e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 with reference to standalone financial statements of the company and the operating effectiveness of such controls, refer to our separate report in "**Annexure-B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to standalone financial statements;
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that:

According to the records of the company examined by us and the information and explanation given to us, 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 of the Act; and

- h) 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, as amended, 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. Refer note 40 to the standalone financial statements.
  - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the standalone notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures we have considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.
- v. The company has neither declared nor paid dividend during the year as per Section 123 of the Companies Act, 2013.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility but the audit trail feature was not enabled throughout the year.

**For DJNV & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 0115145W**

**Date: 30 May 2024**  
**Place: Ahmedabad**

**Nirav R Choksi**  
**(Partner)**  
**Membership No. 112249**  
**ICAI UDIN: 24112249BKCZIK4782**

**Annexure “A” To the Independent Auditor’s Report on Standalone Financial Statements**  
(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our Report of even date)

**To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in normal course of audit, we state that:**

- (i) In respect of property, plant & equipment and Intangible Assets:
- (a)
- (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets;
- (B) The company does not hold any intangible asset as at the balance sheet date;
- (b) The company has a programme of physical verification of its Property, Plant and Equipment and right-of-use assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business and no material discrepancies were noticed on such verification;
- (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company;
- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year;
- (e) As disclosed in note 36 of the Standalone Financial Statements, the company does not have any proceedings initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under;
- (ii)
- (a) The inventory has been physically verified by the Management during the year. In our opinion the frequency of verification, coverage and procedure of such verification by the management is appropriate. No material discrepancies were noticed on such physical verification;
- (b) The company has not been sanctioned working capital limits in excess of five crore rupees during any point of time of the year;
- (iii) The company has made investments in, provided guarantee or security and has not granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, in respect of which:
- (a) The company has provided guarantee or security during the year and details of which are given below:

<b>Particulars</b>	<b>₹ in Lakhs</b>
Aggregate amount of guarantee provided during the year to subsidiary	300.00
Balance outstanding as at balance sheet date	300.00

<b>Particulars</b>	<b>₹ in Lakhs</b>
Aggregate amount of guarantee provided during the year to other entities	1610.00
Balance outstanding as at balance sheet date	1549.94

- (b) The investments made and guarantees or securities provided during the year are, in our opinion, prima facie, not prejudicial to the company's interest;  
Since there are no loans or advances granted, the clause 3(iii)(c),(d),(e) and (f) are not applicable to the company;
- (iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investment, guarantees and security;
- (v) The Company has not accepted any deposits as defined in the Companies (Acceptance of Deposits) Rules, 2014. Accordingly, the provision of Clause 3(v) of the order is not applicable to the Company;
- (vi) The provisions of section 148 (1) of Companies Act, 2013 with regard to maintenance of cost records are not applicable to the Company;
- (vii) In respect of statutory dues:
- (a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, value added tax, cess and other material statutory dues as may be applicable to it from time to time;
- (b) There are no material dues of income tax or goods and services tax or service tax or sales tax or duty of customs or duty of excise or value added tax which have not been deposited with the appropriate authorities on account of any dispute;
- (viii) As disclosed in note no 36 of the Standalone Financial Statements, there are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961;
- (ix)
- (a) The company has not defaulted in the repayment of loans and borrowings to financial institutions and banks during the year;
- (b) As disclosed in note no 36 of the Standalone Financial Statements, the company is not declared wilful defaulter by any bank or financial institution or other lender;
- (c) The company has applied the term loans for the purpose for which the loans were obtained;
- (d) The company has not utilised fund raised on short term basis have been utilised for long term purposes;
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary and associates, this clause is not applicable to the company;
- (f) The company has not raised loans during the year on the pledge of securities held in its subsidiary and associates;

- (x)**
- (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year;
  - (b) During the year, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and therefore, the reporting under clause 3(x)(b) of the Order is not applicable to the company;
- (xi)**
- (a) No fraud by the company and no material fraud on the company by its officers or employees has been noticed or reported during the year;
  - (b) No report under sub-section (12) of section 143 of the Companies Act has not been filed by the auditors in Form ADT-4, the clause for rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report;
  - (c) There are no whistle-blower complaints received during the year by the company;
- (xii)** The Company is not a Nidhi company. Accordingly reporting under clause 3(xii) of the Order is not applicable;
- (xiii)** The Company is in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable for all transactions with related parties and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards;
- (xiv)**
- (a) The company has an internal audit system commensurate with the size and nature of its business;
  - (b) We have considered the reports of the Internal Auditors for the period under audit and there are no adverse comments made by the Internal Auditors;
- (xv)** During the year the Company has not entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company;
- (xvi)**
- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the reporting under clause (xvi) of the Order is not applicable to the company;
  - (b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
  - (d) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India; accordingly, this clause is not applicable to the company;
- (xvii)** The Company has not incurred cash losses in the financial year and in the immediately preceding financial year;
- (xviii)** There has not been any resignation of statutory auditors during the year;

- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due;
- (xx) The company has no obligation to spend under corporate social responsibility. So, reporting under clause (xx) of the order is not applicable for the year.

**For DJNV & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 0115145W**

**Date: 30 May 2024**  
**Place: Ahmedabad**

**Nirav R Choksi**  
**(Partner)**  
**Membership No. 112249**  
**ICAI UDIN: 24112249BKCZIK4782**

## **Annexure “B” To the Independent Auditor’s Report on Standalone Financial Statements**

[Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date]

### **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 Ratnabhumi Developers Limited (“the Company”) as of March 31, 2024 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 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 have 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 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- i. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- ii. 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
- iii. 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 standalone 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 Guidance Note on Audit of 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, 2024, 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 DJNV & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 0115145W**

**Nirav R Choksi**  
**(Partner)**

**Date: 30 May 2024**  
**Place: Ahmedabad**

**Membership No. 112249**  
**ICAI UDIN: 24112249BKCZIK4782**

## Ratnabhumi Developers Limited

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

### Standalone Balance Sheet as at 31 March 2024

(₹ in Lakhs)			
Particulars	Notes	31 March 2024	31 March 2023
<b>ASSETS</b>			
<b>I. Non-current assets</b>			
(a) Property, plant and equipment	3	366.21	30.63
(b) ROU assets	3	247.46	-
(c) Capital work in progress	3	-	231.22
(d) Financial assets			
(i) Investments	4	1,486.95	302.15
(ii) Other financial assets	5	46.94	-
(e) Deferred tax assets (net)	6	10.38	1.90
(f) Other non-current assets	7	13.33	10.52
<b>Total non-current assets</b>		<b>2,171.27</b>	<b>576.41</b>
<b>II. Current assets</b>			
(a) Inventories	8	29,874.41	21,096.48
(b) Financial assets			
(i) Trade receivables	9	13.95	13.95
(ii) Cash and cash equivalents	10	105.04	18.56
(iii) Bank balances other than (ii) above	10	238.70	66.33
(iv) Loans	11	3.30	3.00
(v) Other financial assets	12	17.88	7.95
(c) Current tax assets (net)	13	31.13	11.65
(d) Other current assets	14	2,053.09	198.22
<b>Total current assets</b>		<b>32,337.49</b>	<b>21,416.15</b>
<b>Total assets</b>		<b>34,508.76</b>	<b>21,992.56</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	15	1,370.00	1,370.00
(b) Other equity	16	2,147.48	2,130.71
<b>Total equity</b>		<b>3,517.48</b>	<b>3,500.71</b>
<b>LIABILITIES</b>			
<b>I. Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17	18,378.84	10,905.88
(ii) Lease liabilities	18	250.75	-
(b) Other non-current liabilities	19	9.47	9.42
<b>Total non-current liabilities</b>		<b>18,639.06</b>	<b>10,915.30</b>
<b>II. Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17	661.24	-
(ii) Trade payables	20		
(a) total outstanding dues to micro and small enterprises		-	-
(b) total outstanding dues of creditors other than micro and small enterprises		308.68	1,018.88
(iii) Other financial liabilities	21	968.56	1,015.55
(b) Other current liabilities	22	10,413.75	5,542.11
<b>Total current liabilities</b>		<b>12,352.22</b>	<b>7,576.55</b>
<b>Total liabilities</b>		<b>30,991.28</b>	<b>18,491.85</b>
<b>Total Equity and Liabilities</b>		<b>34,508.76</b>	<b>21,992.56</b>

Material accounting policies

1 & 2

The accompanying notes form an integral part of the standalone financial statements.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIK4782

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

## Ratnabhumi Developers Limited

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

### Standalone Statement of Profit and Loss for the year ended 31 March 2024

(₹ in Lakhs except per share data)

Particulars	Notes	Year ended 31 March 2024	Year ended 31 March 2023
<b>Income</b>			
Revenue from operations	23	50.97	66.09
Other income	24	78.60	1.23
<b>Total income (I)</b>		<b>129.57</b>	<b>67.32</b>
<b>Expenses</b>			
Purchase of stock-in-trade	25	4,049.94	8,738.65
Changes in inventories of finished goods and work-in-progress	26	-8,777.92	-12,286.25
Employee benefits expense	27	107.51	104.19
Finance costs	28	1,555.41	704.16
Depreciation and amortisation expense	3	79.03	13.00
Other expenses	29	3,092.23	2,770.83
<b>Total expenses (II)</b>		<b>106.20</b>	<b>44.58</b>
<b>Profit/ (loss) before tax (I - II)</b>		<b>23.37</b>	<b>22.74</b>
<b>Tax expense</b>			
Current tax		-	-
Deferred tax		-8.47	-0.65
Adjustment of tax relating to earlier periods		0.82	-
<b>Total tax expense</b>	30	<b>-7.66</b>	<b>-0.65</b>
<b>Profit/ (loss) for the year from continuing operations</b>		<b>31.02</b>	<b>23.39</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss		-	-
Income tax related to items that will not be reclassified to profit or loss		-	-
<b>Total comprehensive income for the year</b>		<b>31.02</b>	<b>23.39</b>
<b>Earnings per equity share</b>			
Equity share of face value INR 10/- each			
Basic	31	0.23	0.17
Diluted	31	0.23	0.17

Material accounting policies 1 & 2  
The accompanying notes form an integral part of the standalone financial statements.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIK4782

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

**Ratnabhumi Developers Limited**

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

**Standalone Statement of Changes in Equity for the year ended 31 March 2024**

**A. Equity share capital**

**(1) Current reporting period**

(₹ in Lakhs)

Particulars	Balance as at April 1, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year	Balance as at March 31, 2024
Equity share capital	1,370.00	-	1,370.00	-	1,370.00

**(2) Previous reporting period**

(₹ in Lakhs)

Particulars	Balance as at April 1, 2022	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2022	Changes in equity share capital during the year	Balance as at March 31, 2023
Equity share capital	1,370.00	-	1,370.00	-	1,370.00

**B. Other equity**

**(1) Current reporting period**

(₹ in Lakhs)

Particulars	Reserves and surplus		
	Securities premium	Retained earnings	Total
Balance as at April 1, 2023	1,907.60	223.11	2,130.71
Changes/ adjustments in other equity due to prior period errors	-	(14.25)	(14.25)
<b>Restated balance as at April 1, 2023</b>	<b>1,907.60</b>	<b>208.86</b>	<b>2,116.46</b>
Total comprehensive income for the year	-	31.02	31.02
<b>Balance as at March 31, 2024</b>	<b>1,907.60</b>	<b>239.88</b>	<b>2,147.48</b>

**(2) Previous reporting period**

(₹ in Lakhs)

Particulars	Reserves and surplus		
	Securities premium	Retained earnings	Total
Balance as at April 1, 2022	1,907.60	199.72	2,107.32
Changes/ adjustments in other equity due to prior period errors	-	-	-
<b>Restated balance as at April 1, 2022</b>	<b>1,907.60</b>	<b>199.72</b>	<b>2,107.32</b>
Total comprehensive income for the year	-	23.39	23.39
<b>Balance as at March 31, 2023</b>	<b>1,907.60</b>	<b>223.11</b>	<b>2,130.71</b>

For description of reserves refer note 16

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIK4782

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

## Ratnabhumi Developers Limited

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

### Standalone Statement of Cash Flow for the year ended 31 March 2024

(₹ in Lakhs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>Cash flow from operating activities</b>		
<b>Profit before tax</b>	23.37	22.74
<i>Adjustments for:</i>		
Depreciation and amortisation expense	79.03	13.00
Finance costs	1,555.37	704.16
Notional interest on rent deposit	-0.41	0.04
Finance income	-12.95	-0.27
<b>Operating profit before working capital adjustments</b>	<b>1,644.41</b>	<b>739.67</b>
<i>Working capital adjustments</i>		
(Increase)/decrease in inventories	-8,777.92	-12,286.25
(Increase)/decrease in trade receivables	-	2.21
(Increase)/decrease in current financial assets	-9.93	230.13
(Increase)/decrease in other current assets	-1,854.87	-17.53
(Decrease)/increase in trade payables	-710.21	313.93
(Decrease)/increase in provisions	-	0.14
(Decrease)/increase in current financial liabilities	-47.00	-
(Decrease)/increase in other current liabilities	4,871.63	5,061.45
<b>Cash generated from operations</b>	<b>-4,883.88</b>	<b>-5,956.24</b>
Taxes paid (net of refund)	20.29	-
<b>Net cash (used in)/ generated from operating activities (A)</b>	<b>-4,904.18</b>	<b>-5,956.24</b>
<b>Cash flow from investing activities</b>		
Payments for purchase of property, plant and equipment	-148.86	-260.74
Proceeds from sale of investments	21.57	-
Payments for purchase of investments	-1,206.38	-236.09
Payments for purchase of other non-current deposits	-2.36	-
Loans and advances given	-0.30	44.07
Finance income received	12.95	0.27
Other bank balances	-219.30	-66.33
<b>Net cash (used in)/generated from investing activities (B)</b>	<b>-1,542.68</b>	<b>-518.81</b>
<b>Cash flow from financing activities</b>		
Finance cost paid	-1,556.99	-704.16
Proceeds from current borrowings	661.24	-
Proceeds from non-current borrowings	7,472.97	6,742.06
Principal payment of lease liabilities	-43.88	-
<b>Net cash (used in)/generated from financing activities (C)</b>	<b>6,533.34</b>	<b>6,037.90</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>86.48</b>	<b>-437.15</b>
<b>Cash and cash equivalents at the beginning of the year (Refer note 10)</b>	<b>18.56</b>	<b>455.71</b>
<b>Cash and cash equivalents at the end of the period (Refer note 10)</b>	<b>105.04</b>	<b>18.56</b>

**Notes:**

1. The standalone statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 on statement of cash flows notified under Section 133 of The Companies Act, 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).
2. Cash and cash equivalents includes bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

(₹ in Lakhs)

3. Components of cash and cash equivalents:	As at 31 March 2024	As at 31 March 2023
Balances with banks		
-In current accounts	104.31	16.83
Deposits with bank (with maturity up to 3 months)	-	-
Cash on hand	0.73	1.73
<b>Total cash and cash equivalent at the end of the year</b>	<b>105.04</b>	<b>18.56</b>

4. Negative figures indicate cash outflow.

5. Previous period figures have been regrouped/ reclassified wherever necessary.

The accompanying notes form an integral part of the standalone financial statements.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIK4782

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

## **1. Reporting entity**

Ratnabhumi Developers Limited ('the Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its equity shares are listed on the Bombay Stock Exchange ('BSE') in India. The registered office of the Company is located at Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

The Company is involved in the business of construction of buildings and other construction related services and renting services.

## **2. Basis of preparation**

### **2.1 Statement of compliance**

These Standalone financial statements of the Company comprises, the standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (herein referred to as "Standalone financial statements"). These standalone financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under Section 133 of Companies Act, 2013, (the 'Act') and guidelines issued by the Securities and Exchange Board of India (SEBI).

Details of the Company's material accounting policies are included in Note 2.5.

### **2.2 Accounting convention and basis of measurement**

The financial statements of company have been prepared in accordance with Indian Accounting Standards ("IND AS") notified under the Companies (Indian Accounting Standards) Rules, 2015. The Financial Statements have been prepared on the historical cost convention basis except for certain financial assets and liabilities which have been measured at fair value. Refer accounting policy regarding financial instruments (financial assets and financial liabilities).

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors at its meeting held on May 30, 2024.

The financial statements are presented in INR and all values are rounded to nearest Lakhs (INR 00,000), except where otherwise indicated.

### **2.3 Use of estimates and judgements**

The preparation of the standalone financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the standalone financial statements and reported amounts of revenues and expenses during the period.

The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates and judgements are reflected in the

financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the standalone financial statements.

#### *Assumptions and estimation uncertainties*

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment is included in the following notes:

- **Note 3** – estimate of useful life used for the purposes of depreciation and amortisation on property plant and equipment and ROU asset.
- **Note 18** - Ind AS 116 Leases requires lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised.

In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying to the Company's operations taking into account the location of the underlying asset and the availability of the suitable alternatives.

- The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The discount rate is generally based on the implicit borrowing rate specific to the lease being evaluated (lessor's IRR) or incremental borrowing rate of lessee.

- **Note 6** - Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

- **Note 9** - Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Estimated irrecoverable amounts are derived based on a provision matrix which takes into account various factors such as customer specific risks, geographical region, product type, currency fluctuation risk, repatriation policy of the country, country specific economic risks, customer rating, and type of customer, etc. The allowances for doubtful trade receivables were NIL as at March 31, 2024 (as at March 31, 2023: Rs. NIL).

Individual trade receivables are written off when the management deems them not to be collectable.

#### **2.4 Measurement of fair values**

Some of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a financial reporting team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer.

The financial reporting team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as pricing services, is used to measure fair values, then the financial reporting team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

## **2.5 Material accounting policies**

### **a. Operating cycle and classification of current and non-current**

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has considered the operating cycle as the life of the project for project related assets and liabilities and for rest of the assets and liabilities it has been considered as twelve months.

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

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized 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 treated as 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.

All other liabilities are classified as non-current.

**b. Foreign currency transactions**

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Nonmonetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in statement of profit and loss.

**c. Property, plant and equipment**

*Recognition and measurement*

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

*Subsequent measurement*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

*Depreciation*

The estimate of the useful life of the assets has been assessed based on technical advice which considers the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. Details of useful life considered for depreciation along with method of depreciation are provided below:

<b>Particulars</b>	<b>Depreciation method</b>	<b>Useful life</b>
All properties, plants and equipment other than Land	Written Down Value Basis	As prescribed in Schedule II to the Companies Act, 2013

The Management believes that these estimated useful lives reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

#### ***Capital Work in Progress (CWIP)***

Cost of assets not ready for intended use, as on the balance sheet date, is shown as CWIP. CWIP is stated at cost, net of accumulated impairment loss, if any.

Advances given towards acquisition of assets (including CWIP) and outstanding at each balance sheet date are disclosed as "Other Non-Current Assets".

#### ***De-recognition***

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The consequential gain or loss is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the statement of profit and loss.

#### **d. Financial Instrument**

##### ***Initial Recognition***

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value net of directly attributable transaction cost on initial recognition.

##### ***Subsequent measurement***

###### ***Non derivative financial instrument***

###### ***Financial assets carried at amortized cost***

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

###### ***Financial assets at fair value through other comprehensive income***

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

### ***Financial assets at fair value through profit or loss***

A financial asset which is not classified in any of the above categories are subsequently measured at fair valued through profit or loss. Fair value changes are recognised as other income in the Statement of Profit or Loss.

### ***Financial liabilities at Fair Value through Profit or Loss***

A financial liability may be designated as at FVTPL upon initial recognition if:

(a) such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

(b) The financial liability whose performance is evaluated on a fair value basis, in accordance with the Company's documented risk management; Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on measurement recognised in the Statement of Profit and Loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

### ***Financial liabilities at amortised cost***

Financial liabilities that are not held for trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Trade and other payables are recognised at the transaction cost, which is its fair value, and subsequently measured at amortised cost.

### ***Equity instruments***

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of equity instruments are recognised as a deduction from equity instrument net of any tax effects.

### ***De-recognition***

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability is derecognized when obligation specified in the contract is discharged or cancelled or expired.

An exchange of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Similarly, a substantial modification of the terms of an existing financial liability or a part of it is also accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

### ***Off-setting***

Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the company currently has a legally enforceable right to offset the recognised amount and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

### ***Modification***

A modification of a financial asset or liabilities occurs when the contractual terms governing the cash flows of a financial asset or liabilities are renegotiated or otherwise modified between initial recognition and maturity of the financial instruments. Any gain/ loss on modification is charged to statement of profit and loss.

## **e. Impairment**

### ***Impairment of financial assets***

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being significantly past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;

or

- it is probable that the borrower will enter bankruptcy or other financial reorganization.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables. Under the simplified approach, the Company is not required to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime Expected credit losses ("ECL") together with appropriate Management's estimate of credit loss at each reporting date, from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the group of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

### ***Measurement of expected credit losses***

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfall (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

### ***Presentation of allowance for expected credit losses in the balance sheet***

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

### ***Write off***

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

### ***Impairment of non-financial assets***

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value.

Using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the assets of the CGU (or group of CGUs) on a pro rata basis.

Assets (other than goodwill) for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**f. Leases**

*Company as lessee*

The Company's lease asset classes primarily consist of leases for office building. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) The contract involves the use of an identified asset;
- (ii) The Company has substantially all of the economic benefits from use of the asset through the period of the lease; and
- (iii) The Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated amortisation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**g. Inventories**

Inventories are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a First in First out (FIFO). Cost includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net Realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make sale.

**h. Cash and cash equivalents**

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

**i. Borrowing cost**

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets, wherever applicable, till the assets are ready for their intended use. Such capitalisation is done only when it is probable that the asset will result in future economic benefits and the costs can be measured reliably. Capitalisation of borrowing costs commences when all the following conditions are satisfied:

1. Expenditure for the acquisition, construction or production of a qualifying asset is being incurred;
2. Borrowing costs are being incurred; and
3. Activities that are necessary to prepare the asset for its intended use are in progress.

A qualifying asset is one which necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to revenue account. Capitalisation of borrowing cost is suspended when active development is interrupted.

**j. Employee benefits**

*Short term employee benefits*

All employee benefits payable within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

*Defined contribution plans*

A defined contribution plan is a post-employment benefit plan under which the company makes specified monthly contributions towards government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit and loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

**k. Provisions, contingent liability and contingent assets**

*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. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and 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, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### ***Contingent liabilities***

Contingent liability arises when the Company has:

- a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- b) a present obligation that arises from past events but is not recognised because:
  - (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - (ii) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recorded in the Standalone financial statement but, rather, are disclosed in the note to the Standalone financial statements.

### ***Contingent assets***

Contingent assets are not recognised in the financial statements. A contingent asset is disclosed where an inflow of economic benefits is probable. Contingent assets are assessed continually and, if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

## **1. 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 Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Based on Ind AS 115 issued by the ICAI, the Company has assumed that recovery of excise duty flows to the Company on its own account. This is for the reason that it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Company on its own account, revenue includes excise duty.

However, sales tax/ value added tax (VAT)/Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognized:

### ***Sale of goods and service***

Revenue from the sale of products is recognised when the significant risks and rewards of ownership of the products have passed to the buyer, usually on delivery of the products. Revenue from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Sale of shops/offices are recognized when the ownership and the final possession of the shops/offices is transferred to the buyers.

Sale of services is recognised when performance obligations are satisfied.

#### ***Interest income***

Interest income is recognized on accrual basis as per the terms of relevant contracts or by using the effective interest method, where applicable.

#### ***Dividend income***

Dividend income is recognized when the right to receive payment is established.

### **m. Taxes on income**

Tax on Income comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

#### ***Current tax***

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals. 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. 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 current tax 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 recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date. Deferred tax liability are generally recorded for all temporary timing differences. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences can be utilised. Deferred tax relating to items recognized outside the statement of profit and loss is recognized outside the statement of profit and loss, either in other comprehensive income or directly in equity. The carrying amount of deferred tax assets is reviewed at each reporting date.

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

**n. Investment in subsidiary and associates**

The Company has elected to recognise its investments in subsidiary and associate companies at cost in accordance with the option available in Ind AS 27, Separate Financial Statements.

Investments by way of capital in LLP are stated at the amount invested.

**o. Cash flow statement**

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

The cash flows from the operating, investing and financing activities of the Company are segregated.

**p. Earnings per share**

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing dilutive earnings per share, only potential equity shares that are dilutive and that would, if issued, either reduce future earnings per share or increase loss per share, are included.

**2.6 Recent pronouncements**

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

**3 Property, plant and equipment**

(₹ in Lakhs)

Particulars	Gross block (At cost)				Accumulated depreciation				Carrying value (Net)	
	As at 01 April 2023	Additions	Deletions/ Adjustments	As at 31 March 2024	Upto 31 March 2023	For the period	Deletions/ Adjustments	Upto 31 March 2024	As at 31 March 2024	As at 31 March 2023
Office building	-	148.09	-	148.09	-	3.55	-	3.55	144.54	-
Electric fittings	-	66.06	-	66.06	-	8.55	-	8.55	57.51	-
Furniture and fixtures	-	117.10	-	117.10	-	15.71	-	15.71	101.39	-
Plant and machinery	28.56	27.42	-	55.98	10.44	5.38	-	15.82	40.15	18.12
Vehicles	0.57	-	-	0.57	0.51	0.01	-	0.52	0.05	0.06
Office equipments	13.06	14.85	-	27.91	4.13	6.20	-	10.33	17.58	8.93
Computers	13.72	6.56	-	20.28	10.19	5.10	-	15.29	4.99	3.53
<b>Total</b>	<b>55.90</b>	<b>380.08</b>	<b>-</b>	<b>435.98</b>	<b>25.27</b>	<b>44.50</b>	<b>-</b>	<b>69.77</b>	<b>366.21</b>	<b>30.63</b>
Previous year	26.38	29.52	-	55.90	12.27	13.00	-	25.27	30.63	14.11

**3 The following is the movement in Right of use Asset (ROU) during the year ended March 31, 2024**

(₹ in Lakhs)

Particulars	Gross block (At cost)				Accumulated amortisation				Carrying value (Net)	
	As at 01 April 2023	Additions	Deletions/ Adjustments	As at 31 March 2024	Upto 31 March 2023	For the period	Deletions/ Adjustments	Upto 31 March 2024	As at 31 March 2024	As at 31 March 2023
Corporate house - Land	-	281.99	-	281.99	-	34.53	-	34.53	247.46	-
<b>Total</b>	<b>-</b>	<b>281.99</b>	<b>-</b>	<b>281.99</b>	<b>-</b>	<b>34.53</b>	<b>-</b>	<b>34.53</b>	<b>247.46</b>	<b>-</b>
Previous year	-	-	-	-	-	-	-	-	-	-

**3 Capital work in progress**

(₹ in Lakhs)

Particulars	As at 01 April 2023	Additions	Deletions/ Adjustments	As at 31 March 2024
Ratna corporate house - Furniture and fixtures	62.58	-	-	62.58
Ratna corporate house - Electric fittings	35.65	-	-	35.65
Ratna corporate house - Office building	132.98	-	-	132.98
<b>Total</b>	<b>231.22</b>	<b>-</b>	<b>-</b>	<b>231.22</b>
Previous Year	-	231.22	-	231.22

**Capital work-in-progress ageing schedule**

**i) For the year ending 31st March 2024**

(₹ in Lakhs)

Capital work-in-progress	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

Note: There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

**ii) For the year ending 31st March 2023**

(₹ in Lakhs)

Capital work-in-progress	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3	
Projects in progress	231.22	-	-	-	231.22
Projects temporarily suspended	-	-	-	-	-

Note: There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

**4 Non-Current - Financial assets - Investments**

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Investments in associates</b>		
<b>Raivat Projects LLP</b>		
Fixed contribution in Raivat Projects LLP carried at 50 % of the total fixed capital of the firm.	0.25	0.25
Current contribution in Raivat Projects LLP.	601.90	41.00
<b>Rajul Projects LLP</b>		
Fixed contribution in Rajul Projects LLP carried at 50 % of the total fixed capital of the firm.	0.25	0.25
Current contribution in Rajul Projects LLP.	165.07	186.65
<b>Ratnamani Buildspace LLP</b>		
Fixed contribution in Ratnamani Buildspace LLP carried at 28.34 % of the total fixed capital of the firm.	0.14	0.14
Current contribution in Ratnamani Buildspace LLP	718.34	73.86
<b>(A)</b>	<b>1,485.95</b>	<b>302.15</b>
<b>Investment in subsidiary company (Fully paid-up) (at cost)- Unquoted</b>		
1,00,000 equity shares (NIL equity shares as at 31 March 2023) of Rs. 10 each of Ratnabhumi Techno Engg Private Limited	1.00	-
<b>(B)</b>	<b>1.00</b>	<b>-</b>
<b>Total investments</b>	<b>(A) + (B) 1,486.95</b>	<b>302.15</b>
Aggregate value of unquoted investment in subsidiary	1.00	-

# The Company's investments on disposal will fetch only the principal amount invested and hence the company considers cost and fair value to be the same.

**5 Non-current - Other financial assets**

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Deposits with financial institution earmarked as margin money	46.94	-
<b>Total non-current other financial assets</b>	<b>46.94</b>	<b>-</b>

**6 Deferred tax assets (net)**

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Opening balance	1.90	1.25
Less: Deferred tax liabilities	61.53	-
Add: Deferred tax assets	70.00	0.65
Closing balance	10.38	1.90
<b>Total</b>	<b>10.38</b>	<b>1.90</b>

**6.1 Movement in deferred tax balances**

(₹ in Lakhs)

Particulars	As at 01 April 2023	Recognised in the statement of profit and loss	As at 31 March 2024
Property, plant and equipment	1.88	(0.61)	1.27
Right of Use assets	-	(62.28)	(62.28)
Lease liabilities	-	70.00	70.00
Security deposits - Financial	0.02	2.47	2.49
Advance lease (Due to fair value measurement of security deposits - Financial)	-	(1.11)	(1.11)
<b>Deferred tax assets/ (liabilities)</b>	<b>1.90</b>	<b>8.47</b>	<b>10.38</b>

(₹ in Lakhs)

Particulars	As at 01 April 2022	Recognised in the statement of profit and loss	As at 31 March 2023
Property, plant and equipment	1.24	0.64	1.88
Right of Use assets	-	-	-
Lease liabilities	-	-	-
Security deposits - Financial	0.01	0.01	0.02
Advance lease (Due to fair value measurement of security deposits - Financial)	-	-	-
<b>Deferred tax assets/ (liabilities)</b>	<b>1.25</b>	<b>0.65</b>	<b>1.90</b>

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

7 Other non-current assets		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
<b>Unsecured, considered good</b>			
AUDA Rent deposit	0.25	0.14	
Other security deposits	13.08	10.38	
<b>Total other non-current assets</b>	<b>13.33</b>	<b>10.52</b>	

Security deposits are primarily in relation to public utility services and rental properties.

8 Inventories		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
<b>(At lower of cost and net realisable value)</b>			
Work in progress inventory	29,500.53	20,722.61	
Finished goods inventory	89.07	89.07	
Stock - Land	284.80	284.80	
<b>Total inventories</b>	<b>29,874.41</b>	<b>21,096.48</b>	

9 Trade receivables		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
<b>Unsecured, considered good</b>			
Less: Allowance for expected credit loss	-	-	
<b>Total trade receivables</b>	<b>13.95</b>	<b>13.95</b>	
Receivables from related parties	-	-	
Receivables from others	13.95	13.95	
<b>Total</b>	<b>13.95</b>	<b>13.95</b>	

9.1 Trade receivable ageing schedule as at 31st March 2024 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	-	-	-	-	13.95	13.95
Undisputed Trade Receivables-considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>	-	-	-	-	13.95	13.95
Less: Allowance for expected credit loss						
<b>Total</b>						<b>13.95</b>

9.2 Trade receivable ageing schedule as at 31st March 2023 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	-	-	-	-	13.95	13.95
Undisputed Trade Receivables-considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>	-	-	-	-	13.95	13.95
Less: Allowance for expected credit loss						
<b>Total</b>						<b>13.95</b>

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

10 Cash and bank balances		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
<b>(a) Cash and cash equivalents</b>			
Balances with bank			
Current accounts and debit balance in cash credit accounts	104.31	16.83	
Cash on hand	0.73	1.73	
<b>Total cash and cash equivalents</b>	<b>105.04</b>	<b>18.56</b>	
<b>(b) Bank balances other than above</b>			
Margin money deposits	238.70	66.33	
<b>Total other bank balances</b>	<b>238.70</b>	<b>66.33</b>	
<b>Total cash and bank balances</b>	<b>343.74</b>	<b>84.89</b>	

11 Current Financial assets - Loans		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
<b>Unsecured, considered good</b>			
Loans to employees	3.30	3.00	
<b>Total Loans</b>	<b>3.30</b>	<b>3.00</b>	

12 Current - Other financial assets		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Rent receivable	4.92	5.47	
Interest receivable from deposits with financial institution	8.26	-	
Other current financial assets	4.70	2.48	
<b>Total current - other financial assets</b>	<b>17.88</b>	<b>7.95</b>	

13 Current tax assets (net)		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Advance Tax and TDS (Net of provisions)	31.13	11.65	
<b>Total current tax assets (net)</b>	<b>31.13</b>	<b>11.65</b>	

14 Other current assets		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Receivable from government authorities	35.00	31.97	
Advance to suppliers	93.96	44.04	
Prepaid expenses	5.15	9.86	
Other advances	1,904.20	102.37	
Other current assets	14.78	9.99	
<b>Total other current assets</b>	<b>2,053.09</b>	<b>198.22</b>	

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

**15 Equity share capital**

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Authorised share capital</b>		
1,40,00,000 Equity shares of INR 10/- each	1,400.00	1400.00
<b>Issued, subscribed and fully paid up</b>		
1,37,00,000 Equity shares of INR 10/- each fully paid up	1,370.00	1,370.00
<b>Total equity share capital</b>	<b>1,370.00</b>	<b>1,370.00</b>

**15.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting year**

Particulars	31 March 2024		31 March 2023	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares at the beginning of the year	1,37,00,000	1,370.00	1,37,00,000	1,370.00
Addition	-	-	-	-
Deletion	-	-	-	-
Shares at the end of the year	1,37,00,000	1,370.00	1,37,00,000	1,370.00

**15.2 Rights, preferences and restrictions attached to the equity shares**

The company has only one class of shares referred to as equity shares having face value of Rs. 10 /-. Each holder of equity share is entitled to one vote per share.

As per the Companies Act 2013, in the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the shareholders.

**15.3 Details of Share Holders Holding more than 5% shares in the company**

Particulars	No. of shares as at 31 March 2024	% held to total Shares	No. of shares as at 31 March 2023	% held to total Shares
Kaivan J Shah	1,00,77,494	73.56%	1,00,77,494	73.56%

**15.4 Shares held by promoters at the end of the year**

Promoter's name	No. of shares as at 31 March 2024	% held to total Shares	% change during the year
Kaivan J Shah	1,00,77,494	73.56%	0.00%
Meghna M Shah	-	0.00%	-100.00%

Promoter's name	No. of shares as at 31 March 2023	% held to total Shares	% change during the year
Kaivan J Shah	1,00,77,494	73.56%	0.00%
Meghna M Shah	1,900	0.014%	0.00%

**16 Other equity**

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Securities premium reserve</b>		
Balance at the beginning of the year	1,907.60	1,907.60
Changes/ adjustments due to prior period errors	-	-
<b>Balance at the end of the year</b>	<b>1,907.60</b>	<b>1,907.60</b>
<b>Retained earnings</b>		
<b>Balance at the beginning of the year</b>	223.11	199.72
Changes/ adjustments due to prior period errors	-14.25	-
Add: Profit for the year	31.02	23.39
Other comprehensive (loss)/ income for the year (net of taxes)	-	-
<b>Balance at the end of the year</b>	<b>239.88</b>	<b>223.11</b>
<b>Total other equity</b>	<b>2,147.48</b>	<b>2,130.71</b>

## 16.1 Description of other equity

### Securities premium

In cases where the company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares has been transferred to "Securities Premium". The Company may issue fully paid-up bonus shares to its members out of the securities premium and to buy-back of shares.

### Retained earnings

Retained earnings represents undistributed profit of the company which can be distributed to its equity shareholders in accordance with requirements of Companies Act, 2013.

## 17 Borrowings

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Non-current borrowings</b>		
<b>Secured</b>		
<b>Term Loans facilities</b>		
Secured term loan from banks	9,459.83	3,985.60
Secured term loan from others - financial institutions	922.83	740.93
<b>Unsecured</b>		
Loans from directors and other related parties	8,657.42	6,179.35
<b>Total non-current borrowings (A)</b>	<b>19,040.09</b>	<b>10,905.88</b>
<b>Current maturities of long term borrowings disclosed under "current borrowings"</b>		
<b>Secured</b>		
<b>Term Loans facilities</b>		
Secured term loan from banks	96.43	-
Secured term loan from others - financial institutions	564.81	-
<b>Current maturities of long term borrowings disclosed under "current borrowings" (B)</b>	<b>661.24</b>	<b>-</b>
<b>Total non-current borrowings (A) - (B)</b>	<b>18,378.84</b>	<b>10,905.88</b>
<b>Current Borrowings</b>		
<b>Current maturities of long term borrowings</b>		
<b>Secured</b>		
<b>Term Loans facilities</b>		
Secured term loan from banks	96.43	-
Secured term loan from others - financial institutions	564.81	-
<b>Total current borrowings</b>	<b>661.24</b>	<b>-</b>
<b>Total borrowings</b>	<b>19,040.09</b>	<b>10,905.88</b>
Aggregate secured loan	10,382.67	4,726.53
Aggregate unsecured loan	8,657.42	6,179.35

### 17.1 Terms for secured loans and nature of securities

- a. Term loan of SBI [Closing balance of Rs. 43.50 crores (PY Rs. 18.25 crores)] carries interest @ 9.25% p.a. The sanctioned limit is Rs. 53 crores as per sanction letter dated 08 March 2022 for construction and development of project Turquoise Grandeur. The loan is repayable in 12 EMI of Rs. 4.4167 crores commencing from April 2025.

The loan is secured by way of:

- Mortgage of Godhavi - Manipur, Taluka Sanand, District Ahmedabad property as primary security.
- Hypothecation of entire project current assets (present and future) including receivables and assets created out of bank finance as primary security.
- Exclusive charge on proposed projected cash flow (present and future) to be routed through RERA account as primary security.
- Turquoise III property as collateral security.
- Personal guarantee of directors and promoter of the company and corporate guarantee of Ratnabhumi Buildspace LLP.

- b. Term loan from SBI [closing balance Rs. 44.31 crores (PY Rs. 21.60 crores)] carries interest @ 9.25% p.a. The sanctioned limit is Rs. 47 crores as per sanction letter dated 08 March 2022 for construction and development of project Turquoise Greenz. The loan is repayable in 12 EMI of Rs. 3.9167 crores commencing from April 2025.

The loan is secured by way of:

- Mortgage of Shela, Taluka Sanand, District Ahmedabad property as primary security.
- Hypothecation of entire project current assets (present and future) including receivables and assets created out of bank finance as primary security.
- Exclusive charge on proposed projected cash flow (present and future) to be routed through RERA account as primary security.
- Turquoise III property as collateral security.
- Personal guarantee of directors and promoter of the company and corporate guarantee of Ratnabhumi Buildspace LLP.

c. Term loan from Bajaj Housing Finance Limited [closing balance Rs. 4.68 crores (PY Rs. 7.41 crores)] carries interest @ 13.70% p.a. The sanctioned limit is Rs. 14 crores as per sanction letter dated 17 February 2022 for construction and development of project Turquoise Dreamz. The loan is repayable in 30 EMI of Rs. 0.47 crores commencing after principal standstill period of 30 months from the date of first disbursement of facility.

The loan is secured by way of:

- Mortgage of Shilaj Property as primary security.
- Hypothecation of entire project current assets (present and future) including receivables and assets created out of bank finance as primary security.
- Exclusive charge on proposed projected cash flow (present and future) of the project.

d. Term loan from Ratnafin Capital Private Limited [closing balance Rs. 4.55 crores (PY Rs. Nil)] carries interest @ 12.90% p.a. The loan amount is Rs. 4.5 crores as per sanction letter dated 24 August 2023 for the purpose of using the facility in the ordinary course of business. The loan is repayable in 36 EMI of Rs. 0.15 crores commencing from July 2024.

The loan is secured by way of:

- Mortgage of land as a collateral security situated at Godhavi-Manipur, Sanand, Ahmedabad.
- Personal guarantee of directors and promoter of the company.

e. Term loan from Indian Bank [closing balance Rs. 6.78 crores (PY Rs. NIL)] carries interest @ 9.50% p.a. The loan amount is Rs. 6.75 crores as per the sanction letter dated 29 January 2024 for the purpose of using the facility in the ordinary course of business. The loan is repayable in 84 monthly instalments commencing from April 2024.

The loan is secured by way of:

- Simple mortgage of units of scheme - "Turquoise IV" situated at Sarkhej, Ahmedabad.
- Personal guarantee of director/ promoter of the company.

f. Unsecured loan from directors is repayable on demand and carries interest @ 9% p.a. (PY 9% p.a.)

g. Unsecured loan from subsidiary and other parties is repayable on demand and carries interest @ 12% p.a. (PY NIL)

**18 Lease liabilities** (₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
<b>For rental properties</b>		
Non-current	278.13	-
Current maturities of lease obligations	-27.39	-
<b>Total lease liabilities</b>	<b>250.75</b>	<b>-</b>

**19 Other non-current liabilities** (₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Rent deposits	9.47	9.42
<b>Total other non-current liabilities</b>	<b>9.47</b>	<b>9.42</b>

**20 Trade payables** (₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Total outstanding dues of micro and small enterprises	-	-
Total outstanding dues of creditors other than micro and small enterprises	308.68	1,018.88
<b>Total trade payables</b>	<b>308.68</b>	<b>1,018.88</b>
Dues to related parties	-	-
Dues to others	308.68	1,018.88
<b>Total</b>	<b>308.68</b>	<b>1,018.88</b>

**20.1 Trade payable ageing schedule as at 31st March 2024** (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-
Others	291.2588	6.1428	11.2745	-	308.6762
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
<b>Sub total</b>	<b>291.2588</b>	<b>6.1428</b>	<b>11.2745</b>	<b>-</b>	<b>308.6762</b>
MSME - Undue					-
Others - Undue					-
<b>Total</b>					<b>308.6762</b>

## 20.2 Trade payable ageing schedule as at 31st March 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-
Others	1,007.55	11.33	-	-	1,018.88
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
Sub total	1,007.55	11.33	-	-	1,018.88
MSME - Undue					-
Others - Undue					-
Total					1,018.88

## 21 Current - Other financial liabilities

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Creditors for expenses	831.45	934.87
Current maturities of lease obligations	27.39	-
Salaries and wages payable	9.75	8.42
Statutory dues	99.97	72.27
<b>Total current - other financial liabilities</b>	<b>968.56</b>	<b>1,015.55</b>

## 22 Other current liabilities

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Advances from customers - contract liabilities	10,413.70	5,542.05
Other current liabilities	0.05	0.07
<b>Total other current liabilities</b>	<b>10,413.75</b>	<b>5,542.11</b>

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

23 Revenue from operations		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Other operating revenues	6.27	1.78	
Share in profit of associates	22.63	44.46	
Rent income (Immovable properties)	22.07	19.86	
<b>Total revenue from operations</b>	<b>50.97</b>	<b>66.09</b>	

24 Other income		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Partner's interest income	64.39	0.27	
Sundry balance written off	0.02	0.96	
Finance income	14.19	-	
<b>Total other income</b>	<b>78.60</b>	<b>1.23</b>	

25 Purchase of stock-in-trade		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Purchases during the year	2,378.37	4,738.03	
Direct expenses	1,671.57	4,000.62	
<b>Total purchases of stock-in-trade</b>	<b>4,049.94</b>	<b>8,738.65</b>	

26 Changes in inventories of finished goods and work-in-progress		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
<b>Inventories at the beginning of the year</b>			
Work in progress inventory	20,722.61	8,436.36	
Finished goods inventory	89.07	89.07	
Stock - Land	284.80	284.80	
<b>Inventories at the end of the year</b>			
Work in progress inventory	29,500.53	20,722.61	
Finished goods inventory	89.07	89.07	
Stock - Land	284.80	284.80	
<b>Total changes in inventory of finished goods and work-in-progress</b>	<b>-8,777.92</b>	<b>-12,286.25</b>	

27 Employee benefits expenses		(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023	
Director's remuneration	21.00	21.00	
Salaries, wages and bonus	85.37	81.63	
Staff welfare expense	1.14	1.56	
<b>Total employee benefit expenses</b>	<b>107.51</b>	<b>104.19</b>	

## 28 Finance costs

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Interest paid to banks and financial institutions	904.28	254.54
Interest paid to directors and related parties	593.61	449.47
Bank charges	31.56	0.11
Other finance costs	25.97	0.04
<b>Total finance costs</b>	<b>1,555.41</b>	<b>704.16</b>

## 29 Other expenses

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Legal charges	5.15	0.35
Power and fuel	86.63	56.09
Rent expense	2.94	35.10
Brokerage expenses	61.85	-
Site expenses	8.24	12.08
Insurance expenses	7.02	6.56
Rates and taxes	31.83	1.53
Sales promotion and advertisement	29.61	101.51
Water expenses	1.33	1.57
GST input reversal expenses	819.11	1,204.11
Labour expenses	1,651.31	380.63
Transportation expense	9.58	19.45
Office, stationery and printing expenses	2.89	7.78
Donation	-	5.51
Professional and consultant fees	114.84	115.31
Computer and Software expense	3.56	1.02
Plantation expense	5.10	2.37
Security expenses	10.90	7.91
Testing expenses	-	2.29
TDR utilisation	182.49	790.24
Fire NOC expenses	17.16	-
Website expenses	1.41	-
Gas connection expenses	16.78	-
Recruitment and employment charges	1.50	-
House keeping expenses	7.00	-
Miscellaneous expense	7.63	13.66
<b>Equity expenses:</b>		
Annual listing expenses	4.75	4.25
RTA Expenses	0.42	0.32
<b>Remuneration to auditors:</b>		
For audit purpose	1.20	1.20
For other purpose	-	-
<b>Total other expenses</b>	<b>3,092.23</b>	<b>2,770.83</b>

## 30 Tax expenses

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
Current tax	-	-
Deferred tax	-8.47	-0.65
Adjustment of tax relating to earlier periods	0.82	-
<b>Total tax expenses</b>	<b>-7.66</b>	<b>-0.65</b>

**Ratnabhumi Developers Limited**  
**Notes to Standalone Financial Statements for the year ended 31 March 2024**

**31 Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the 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.

**31.1** The following reflects the income and share used in the basic and diluted EPS computation:

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Profit/(loss) after tax (Amount in Lakhs)	31.02	23.39
Nominal value of equity share (Amount in ₹)	10.00	10.00
Total number of equity shares	1,37,00,000	1,37,00,000
Weighted average number of equity shares for basic and diluted EPS (nominal value of equity share INR 10)*	1,37,00,000	1,37,00,000
<b>Earnings per equity share (Amount in ₹)</b>		
Basic and diluted earnings per share	0.23	0.17

\*Outstanding number of shares as at year ended March 31, 2024 and March 31, 2023 are same

**Ratnabhumi Developers Limited**  
**Notes to Standalone Financial Statements for the year ended 31 March 2024**

**32 Related party transactions**

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the Company are as follows :

**32.1 Name of related parties and their relationship :**

Name of the party	Relationship
Kaivan J Shah	Chairman and Managing Director
Smit Sanjaykumar Shah	Non-Executive Independent Director
Shaishav Amitbhai Shah	Non-Executive Independent Director
Rinni Kaivan Shah	Executive Director and CFO
Divya Joshi	Company Secretary
Avani Sanghvi	Non-Executive Independent Director
Munir M Shah	Relative of Chairman and Managing Director
Meghna Munir Shah	
Raivat Projects LLP	Associate Concerns
Rajul Projects LLP	
Ratnamani Buildspace LLP	
Ratnabhumi Techno Engg Private Limited	Subsidiary Company

32.2 Nature of transactions with related parties	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
<b>Directors' remuneration</b>		
Kaivan J Shah	9.00	9.00
Rinni Kaivan Shah	12.00	12.00
<b>Directors' sitting fees</b>		
Shaishav A Shah	0.05	0.05
Smit Shah	0.05	0.05
Avani Sanghvi	0.05	0.05
<b>Loan taken from</b>		
Kaivan J Shah	7,608.24	6,151.15
Rinni Kaivan Shah	71.00	160.00
Ratnabhumi Techno Engg Private Limited	264.00	-
<b>Loan repaid to</b>		
Kaivan J Shah	6,089.44	3,937.41
<b>Interest paid to</b>		
Kaivan J Shah	576.47	448.33
Rinni Kaivan Shah	15.92	1.14
Ratnabhumi Techno Engg Private Limited	0.90	-
<b>Purchase of equity shares of Ratnabhumi Techno Engg Private Limited</b>		
Kaivan J Shah	0.50	-
<b>Salary paid to</b>		
Divya Joshi	0.82	-
<b>Associate concerns</b>		
<b>Partner's interest income</b>		
Ratnamani Buildspace LLP	36.38	0.27
Raivat Project LLP	28.02	-
<b>Receipts from LLP</b>		
Raivat Project LLP	310.00	144.00
Rajul Project LLP	51.12	70.85
<b>Payments to LLP</b>		
Raivat Project LLP	832.00	96.00
Rajul Project LLP	18.50	250.00
Ratnamani Buildspace LLP	607.40	75.00
<b>Share in profits of associates</b>		
Raivat Project LLP	10.89	24.08
Rajul Project LLP	11.05	18.76
Ratnamani Buildspace LLP	0.70	1.62

(₹ in Lakhs)

32.3	Outstanding balances at the end of the year	As at 31 March 2024	As at 31 March 2023
	<b>Loans payable to directors &amp; other related parties</b>		
	Kaivan J Shah	8,057.96	6,018.32
	Rinni K Shah	246.36	161.03
	Ratnabhumi Techno Engg Private Limited	264.81	-
	<b>Remuneration/ salary payable to</b>		
	Kaivan J Shah	0.67	0.67
	Smit S Shah	0.05	0.05
	Shaishav A Shah	0.05	0.05
	Rinni K Shah	0.86	0.86
	Divya Joshi	0.45	
	Avani Sanghvi	0.05	0.05
	<i>Associate concerns</i>		
	<b>Investments in LLP (Fixed Capital)</b>		
	Raivat Project LLP	0.25	0.25
	Rajul Project LLP	0.25	0.25
	Ratnamani Buildspace LLP	0.14	0.14
	<b>Investments in LLP (Current Capital)</b>		
	Raivat Project LLP	601.90	41.00
	Rajul Project LLP	165.07	186.65
	Ratnamani Buildspace LLP	718.34	73.86
	<i>Investment in subsidiary</i>		
	Ratnabhumi Techno Engg Private Limited	1.00	-

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

33 A. Financial instruments by category and their fair value

(₹ in Lakhs)

As at 31 March 2024	Carrying amount			
	FVTPL	FVTOCI	Amortised cost	Total
<b>Financial assets</b>				
<b>Investments</b>				
Quoted	-	-	-	-
Unquoted	-	-	1,486.95	1,486.95
<b>Loans</b>				
Current	-	-	3.30	3.30
<b>Trade receivables</b>	-	-	13.95	13.95
<b>Cash and cash equivalents</b>	-	-	105.04	105.04
<b>Other bank balances</b>	-	-	238.70	238.70
<b>Other financial assets</b>				
Non-current	-	-	46.94	46.94
Current	-	-	17.88	17.88
<b>Total financial assets</b>	-	-	<b>1,912.76</b>	<b>1,912.76</b>
<b>Financial liabilities</b>				
<b>Borrowings</b>				
Non-current	-	-	18,378.84	18,378.84
Current	-	-	661.24	661.24
<b>Other financial liabilities</b>				
Non-current	-	-	250.75	250.75
Current	-	-	968.56	968.56
<b>Trade payables</b>	-	-	308.68	308.68
<b>Total financial liabilities</b>	-	-	<b>20,568.07</b>	<b>20,568.07</b>

Fair value of financial assets and liabilities measured at amortized cost is not materially different from the amortized cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

(₹ in Lakhs)

As at 31 March 2023	Carrying amount			
	FVTPL	FVTOCI	Amortised cost	Total
<b>Financial assets</b>				
<b>Investments</b>				
Quoted	-	-	-	-
Unquoted	-	-	302.15	302.15
<b>Loans</b>				
Current	-	-	3.00	3.00
<b>Trade receivables</b>	-	-	13.95	13.95
<b>Cash and cash equivalents</b>	-	-	18.56	18.56
<b>Other bank balances</b>	-	-	66.33	66.33
<b>Other financial assets</b>				
Non-current	-	-	-	-
Current	-	-	7.95	7.95
<b>Total financial assets</b>	-	-	<b>411.93</b>	<b>411.93</b>
<b>Financial liabilities</b>				
<b>Borrowings</b>				
Non-current	-	-	10,905.88	10,905.88
Current	-	-	-	-
<b>Other financial liabilities</b>				
Non-current	-	-	-	-
Current	-	-	1,015.55	1,015.55
<b>Trade payables</b>	-	-	1,018.88	1,018.88
<b>Total financial liabilities</b>	-	-	<b>12,940.31</b>	<b>12,940.31</b>

Fair value of financial assets and liabilities measured at amortized cost is not materially different from the amortized cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

**Types of inputs are as under :**

**Input Level I** (Directly Observable) which includes quoted prices in active markets for identical assets such as quoted price for an equity security on Security Exchanges.

**Input Level II** (Indirectly Observable) which includes prices in active markets for similar assets such as quoted price for similar assets in active markets, valuation multiple derived from prices in observed transactions involving similar businesses etc.

**Input Level III** (Unobservable) which includes management's own assumptions for arriving at a fair value such as projected cash flows used to value a business etc.

**B. Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

**Transfers between Levels 1 and 2**

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

**Level 2 Fair Values**

Movements in the values of unquoted equity instruments for the period ended 31 March 2024 and 31 March 2023 is as below:

Particulars	(₹ in Lakhs)
	Amount
<b>As at 1 April 2022</b>	-
Acquisitions/ (Disposals)	-
Gains/ (Losses) recognised in other comprehensive income	-
<b>As at 31 March 2023</b>	-
Acquisitions/ (Disposals)	1.00
Gains/ (Losses) recognised in other comprehensive income	-
<b>As at 31 March 2024</b>	<b>1.00</b>

**Transfer out of Level 3**

There were no transfers out of level 3 during the year 2022-23 and 2023-24.

**C. Financial risk management**

The company's principal financial liabilities comprises of loans & borrowings and trade & other payables. The main purpose of these financial liabilities is to finance the company operations and to provide guarantees to support its operations. The Company's principal financial assets include trade & other receivables, cash & cash equivalents and investments that are derived directly from its operations. The Company has exposure to the following risks arising from financial instruments:

- i. Credit risk
- ii. Liquidity risk
- iii. Market risk

**(i) Credit risk**

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the company. The potential activities where credit risks may arise include from cash and cash equivalents, derivative financial instruments and security deposits or other deposits and principally from credit exposures to customers relating to outstanding receivables. The maximum credit exposure associated with financial assets is equal to the carrying amount. Details of the credit risk specific to the company along with relevant mitigation procedures adopted have been enumerated below:

**Trade receivables**

The Company's exposure to credit risk is the exposure that company has on account of property sold or services rendered to a contractual counterparty or counterparties, whether with collateral or otherwise for which the contracted consideration is yet to be received. The company's customer base are commercial and residential.

Services are generally subject to security deposit and/or bank guarantee clauses to ensure that in the event of non-payment the company's receivables are secured. The company provides for allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix.

**Trade receivables ageing schedule****(₹ in Lakhs)**

Particulars	As at	
	31 March 2024	31 March 2023
Not Due	-	-
0-3 Months	-	-
3-6 Months	-	-
6-12 Months	-	-
1-3 Years	-	-
>3 Years	13.95	13.95

The above receivables which are past due but not impaired are assessed on case-to-case basis. The instances pertain to third party customers which have a proven creditworthiness record. Management is of the view that these financial assets are not impaired as there has not been any adverse change in credit quality and are envisaged as recoverable based on the historical payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings, if they are available. Consequently, no additional provision has been created on account of expected credit loss on the receivables. There are no other classes of financial assets that are past due but not impaired. The provision for impairment of trade receivables, movement of which has been provided below, is not significant / material. The concentration of credit risk is limited due to fact that the customer base is large and unrelated.

**Other financial assets**

Other financial assets comprise of cash and cash equivalents, loans provided to employees and rent receivables, interest receivables and other financial assets.

Cash and cash equivalents and Bank deposits are placed with banks having good reputation and past track record with adequate credit rating. The Company reviews their credit-worthiness at regular intervals.

**(ii) Liquidity risk**

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The company's financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

**Exposure to liquidity risk**

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross/undiscounted values and include estimated interest payments and exclude the impact of netting agreements.

**(₹ in Lakhs)**

Particulars	Contractual cash flows based on maturity for the year ended 31 March 2024			
	Carrying amount	Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Non-current borrowings	18,378.84	18,378.84	-	18,378.84
Current borrowings	661.24	661.24	661.24	-
Non-current other financial liabilities	250.75	250.75	-	250.75
Current other financial liabilities	968.56	968.56	968.56	-
Trade and other payables	308.68	308.68	308.68	-
<b>Total</b>	<b>20,568.07</b>	<b>20,568.07</b>	<b>1,938.47</b>	<b>18,629.59</b>

**(₹ in Lakhs)**

Particulars	Contractual cash flows based on maturity for the year ended 31 March 2023			
	Carrying amount	Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Non-current borrowings	10,905.88	10,905.88	-	10,905.88
Current borrowings	-	-	-	-
Non-current other financial liabilities	-	-	-	-
Current other financial liabilities	1,015.55	1,015.55	1,015.55	-
Trade and other payables	1,018.88	1,018.88	1,018.88	-
<b>Total</b>	<b>12,940.31</b>	<b>12,940.31</b>	<b>2,034.44</b>	<b>10,905.88</b>

**(iii) Market risk**

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the present/future performance of a business. The market risks include price risk, currency risk and interest rate risk. The primary price risk for the company is commodity price risk i.e. price risk of that could adversely affect the value of the Company's financial assets, liabilities or expected future cash flows.

**Interest rate risk**

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Interest risk arises to the Company mainly from borrowings with variable rates. The company measures risk through sensitivity analysis. The banks are now finance at variable rate only, which is the inherent business risk.

**D. Capital management**

The company defines capital as total equity including issued equity capital, share premium and all other equity reserves attributable to equity holders of the company (which is the company's net asset value). The primary objective of the company's financial framework is to support the pursuit of value growth for shareholders, while ensuring a secure financial base.

The company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio was as follows -

(₹ in Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Total non-current liabilities</b>	<b>18,639.06</b>	<b>10,915.30</b>
Less : Cash and bank balances	105.04	18.56
<b>Adjusted net debt</b>	<b>18,534.01</b>	<b>10,896.74</b>
<b>Total equity</b>	<b>3,517.48</b>	<b>3,500.71</b>
Adjusted net debt to adjusted equity ratio	5.27:1 times	3.11:1 times

**Ratnabhumi Developers Limited**  
Notes to Standalone Financial Statements for the year ended 31 March 2024

**34 Ratio analysis and its elements**

Sr. No.	Particulars	Numerator/Denominator	As at 31 March 2024	As at 31 March 2023	% change from 31 March 2023 to 31 March 2024
1	Current ratio	<u>Current assets</u> Current liabilities	2.618	2.827	-7%
2	Debt- equity ratio	<u>Total debt</u> Shareholder's equity	5.484	3.115	76%
3	Debt service coverage ratio	<u>Earnings available for debt services</u> Debt service	0.191	0.170	12%
4	Return on equity ratio	<u>Net profits attributable to equity shareholders</u> Average equity shareholder's fund	0.884%	0.670%	32%
5	Inventory turnover ratio	<u>Turnover</u> Average inventories	0.0009	0.0013	-35%
6	Trade receivables turnover ratio	<u>Credit sales</u> Average accounts receivables	1.582	1.319	20%
7	Trade payables turnover ratio	<u>Annual net credit purchases</u> Average accounts payables	6.101	10.139	-40%
8	Net capital turnover ratio	<u>Turnover</u> Net working capital	0.0011	0.0014	-23%
9	Net Profit ratio	<u>Net profit after tax</u> Turnover	140.569%	117.800%	19%
10	Return on capital employed	<u>Earnings before interest and taxes</u> Capital employed	7.126%	5.042%	41%
11	Return on investment	<u>Return/ Profit/ Earnings</u> Investments	5.852%	14.805%	-60%

**34.1 Reasons for change more than 25% in above ratios**

Sr. No.	Particulars	Reasons for % change from March 31, 2023 to March 31, 2024
1	Debt- equity ratio	Debt to equity ratio has been increased due to increase in the secured and unsecured borrowings during the current year.
2	Return on equity ratio	Return on equity ratio has been increased due to increase in net profits attributable to equity shareholders in the current year.
3	Inventory turnover ratio	Inventory turnover ratio has been decreased due to increase in average inventories in the current year.
4	Trade payable turnover ratio	Trade payable turnover ratio has been decreased due to decrease in net annual credit purchases in the current year.
5	Return on capital employed	Return on capital employed has been increased due to increase in earnings before interest and taxes in the current year.
6	Return on investment	Return on investment has been decreased due to increase in investments in the current year.

35 In the opinion of the Board, current assets, loans and advances are approximately of the value stated if realized in the ordinary course of the business.

**36 Other statutory disclosures**

The Company does not have anything to report in respect of the following:

- Benami properties
- Trading or investment in crypto or virtual currency
- Giving/receiving of any loan or advance or funds with the understanding that the recipient shall lend, invest, provide security or guarantee on behalf of the Company/funding party
- Transactions not recorded in books that were surrendered or disclosed as income during income-tax assessment
- Charges or satisfaction not registered with ROC beyond statutory period
- Title deeds in respect of freehold immovable properties not being held in the name of the Company.
- Transactions with struck-off companies
- Non-compliance with number of layers as prescribed under the Companies Act, 2013, read with Companies (Restriction on number of Layers) Rules, 2017.
- Wilful Defaulter by any bank or financial institution or other lender.

37 The balances of sundry debtors, creditors, loans & advances and deposits are subject to confirmation. Provision for all liabilities is adequate in opinion of the company.

**38 Segment reporting**

The company has single reportable business segment. Hence, no separate information for segment-wise disclosure is given in accordance with the requirements of Ind AS 108 - Operation Segments.

39 The Company has not received intimation from its vendor regarding their status under Micro, Small and Medium Enterprise Development Act, 2006, and hence, relevant disclosures has not been given.

**40 Contingent liabilities and commitments (to the extent not provided for)**

Particulars	As at 31 March 2024	As at 31 March 2023
In respect of guarantee provided to subsidiary and other entities	1,910.00	-
In respect of demand raised by Income Tax Authorities	-	5.93

41 Figures of previous years have been recasted/ restated where necessary.

Notes to accounts form an integral part of the financial statements 1 to 41.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCCZIK4782

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

## **Independent Auditor's Report on Consolidated Financial Statements**

To  
The Members of  
**Ratnabhumi Developers Limited**  
Report on the Consolidated Ind AS Financial Statements

### **Opinion**

We have audited the accompanying Consolidated financial statements of Ratnabhumi Developers Limited ("the Holding Company"), its Subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associates, comprising of the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss, including Other Comprehensive Income, the Consolidated Cash flow statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to Consolidated Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of subsidiary and associates, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at March 31, 2024, their consolidated profit and other comprehensive income, consolidated cash flows and the consolidated changes in equity for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group and its associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

## **Information other than the Consolidated Financial Statement and Auditor's Report thereon**

The Holding Company's Management and Board of Directors is responsible for the other information. The other information comprises the information included in Management discussion and Analysis, Board's Report including Annexures to that Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statement does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statement or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. When we read the other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associates in accordance with the accounting principles generally accepted in India, including Indian accounting Standards (Ind AS) specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding of the assets of the Group and of its associates 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of the preparation of the Consolidated Financial Statements by the management and the board of directors of the Holding Company's, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Management and Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

## **Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and of its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and of its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates of which we are independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our

audit opinion. Our responsibilities in this regard are further described in paragraph a) of the section titled 'Other matters' in this audit report.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Other Matters**

The Consolidated Financial Statements also include Group's share of net profit after tax of Rs. 0.70 Lakhs and total comprehensive income Rs NIL for the year ended March 31, 2024 as considered in consolidated financial statements, in respect of an associate, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the Consolidated Financial Statements, in so far as it relates to amounts and disclosures included in respect of this associate and our report in terms of sub-sections (3) and (11) of section 143 of the Companies Act, 2013 in so far as it relates to aforesaid associate, is based solely on the reports of such other auditor.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the matters covered in above paragraph with respect to our reliance on the work done and the reports of the other auditor and the financial statements and other financial information certified by the management.

### **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and other financial information of associate, as noted in 'Other Matters' paragraph we report, to the extent applicable, 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 of the aforesaid Consolidated Financial Statements;

- b) In our opinion, proper books of account as required by law relating to preparation of aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and Consolidated statement of Changes in Equity dealt with by this Report are in relevant agreement with the books of account maintained for the purpose of preparation of the Consolidated Financial Statements;
- d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with the rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors of the Holding company as on March 31, 2024 taken on record by the Board of Directors of the Holding company and based on the considerations of report of statutory auditors of its associate, incorporated in India, none of the directors of the Holding Company and its associate incorporated in India are disqualified as on March 31, 2024 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 with reference to Consolidated Financial Statements of the Holding Company and its associate incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**” which is based on the auditors’ reports of the Holding Company and its associate incorporated in India;
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197 (16) of the Act, as amended:  
In our opinion and to the best of our information and according to explanations given to us and based on the considerations of auditors’ report of the Holding company and its associate incorporated in India, the remuneration paid by the holding company and its associate incorporated in India to their directors during the year is in accordance with the provisions of section 197 of the Act;
- h) 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, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements as also the other financial information of associate as noted in ‘Other matters’ paragraph:
- i. The Consolidated Financial Statements disclose the impact of pending litigations on its consolidated financial position of the Group and its associates in its Consolidated Financial Statements – Refer note no. 40 to the Consolidated Financial Statements;
- ii. Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts to the extent entered by the Group and its associate;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its associates.
- iv.
- a) The respective managements of the Holding Company and its associate which are the companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such associate respectively that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the

Holding Company or its associate to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or its associate (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The respective managements of the Holding Company and its associate which are the companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such associate respectively that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or its associate from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its associate shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the associate which is the company incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor’s notice that has caused us or the other auditors to believe that the representations under subclause a) and b) contain any material mis-statement;
- v. The company has not declared and paid dividend during the year as per Section 123 of the Companies Act, 2013.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility but the audit trail feature was not enabled throughout the year.
1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor’s Report) Order, 2020 (the “Order”/ “CARO”) issued by the Central Government in terms of section 143(11) of the Act, to be included in the Auditors’ Report, according to the information and explanations given to us and based on the CARO report issued by us for the Holding Company whose financial information has been considered in the Consolidated Financial Statements and to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

**For DJNV & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 0115145W**

**Date: 30 May 2024**  
**Place: Ahmedabad**

**Nirav R Choksi**  
**(Partner)**  
**Membership No. 112249**  
**ICAI UDIN: 24112249BKCZIL5656**

## **Annexure “A” To the Independent Auditor’s Report on Consolidated Financial Statements**

[Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date]

### **Report on the Internal Financial Controls with reference to the aforesaid Consolidated Financial Statements 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 Ratnabhumi Developers Limited (“the Holding Company”) and its associate company wherein such audit of internal financial controls over financial reporting was carried out by other auditors whose reports have been forwarded to us and have been appropriately dealt with by us in making this report as on March 31, 2024 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

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

The respective Management and Board of Directors of the Company and its associate company, which is company incorporated in India are 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 internal financial controls with reference to financial statements of the Company that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 have 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, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 internal financial controls with reference to financial statements of the company were established and maintained and if such controls operated effectively in all material aspects.

Our audit involves performing procedures to obtain audit evidence about the internal financial controls system with reference to financial statements of the company 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 Consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and audit evidence obtained by other auditors in terms of their reports referred to in other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) 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 authorisations of management and directors of the company; and
- (iii) 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 and to the best of our information and according to the explanations given to us, the Holding Company and its associate has, in all material respects, an internal financial controls with reference to financial statements of the Holding Company and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by 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.

### **Other Matters**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and the operating effectiveness of the internal financial controls over financial reporting in so far as it relates to associate company, which is incorporated in India, are based on the corresponding reports of the auditors of such company incorporated in India.

Our Opinion is not modified in respect of above matter.

**For DJNV & Co.  
Chartered Accountants  
Firm Reg. No. 0115145W**

**Date: 30 May 2024  
Place: Ahmedabad**

**Nirav R Choksi  
(Partner)  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIL5656**

**Ratnabhumi Developers Limited**

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

**Consolidated Balance Sheet as at 31 March 2024**

(₹ In Lakhs)

Particulars	Notes	31 March 2024	31 March 2023
<b>ASSETS</b>			
<b>I. Non-current assets</b>			
(a) Property, plant and equipment	3	366.21	30.63
(b) ROU assets	3	247.46	-
(c) Capital work in progress	3	-	231.22
(d) Financial assets			
(i) Investments	4	1,485.95	302.15
(ii) Other financial assets	5	77.29	-
(e) Deferred tax assets (net)	6	10.38	1.90
(f) Other non-current assets	7	13.33	10.52
<b>Total non-current assets</b>		<b>2,200.62</b>	<b>576.41</b>
<b>II. Current assets</b>			
(a) Inventories	8	29,874.41	21,096.48
(b) Financial assets			
(i) Trade receivables	9	13.95	13.95
(ii) Cash and cash equivalents	10	105.24	18.56
(iii) Bank balances other than (ii) above	10	238.70	66.33
(iv) Loans	11	3.30	3.00
(v) Other financial assets	12	18.40	7.95
(c) Current tax assets (net)	13	31.22	11.65
(d) Other current assets	14	2,054.69	198.22
<b>Total current assets</b>		<b>32,339.89</b>	<b>21,416.15</b>
<b>Total Assets</b>		<b>34,540.52</b>	<b>21,992.56</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	15	1,370.00	1,370.00
(b) Other equity	16	2,143.38	2,130.71
<b>Total equity</b>		<b>3,513.38</b>	<b>3,500.71</b>
<b>LIABILITIES</b>			
<b>I. Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17	18,400.22	10,905.88
(ii) Lease liabilities	18	250.75	-
(d) Other non-current liabilities	19	9.47	9.42
<b>Total non-current liabilities</b>		<b>18,660.43</b>	<b>10,915.30</b>
<b>II. Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17	675.05	-
(ii) Trade payables	20		
(a) total outstanding dues to micro and small enterprises			
(b) total outstanding dues of creditors other than micro and small enterprises		308.68	1,018.88
(iii) Other financial liabilities	21	969.18	1,015.55
(b) Other current liabilities	22	10,413.79	5,542.11
<b>Total current liabilities</b>		<b>12,366.70</b>	<b>7,576.55</b>
<b>Total liabilities</b>		<b>31,027.13</b>	<b>18,491.85</b>
<b>Total Equity and Liabilities</b>		<b>34,540.52</b>	<b>21,992.56</b>

**Material accounting policies**

The accompanying notes forms an integral part of the consolidated financial statements.

1 & 2

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIL5656

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

**Ratnabhumi Developers Limited**

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

**Consolidated Statement of Profit and Loss for the year ended 31 March 2024**

(₹ in Lakhs except per share data)

Particulars	Notes	Year ended 31 March 2024	Year ended 31 March 2023
<b>Income</b>			
Revenue from operations	23	28.34	21.63
Other income	24	78.67	1.23
<b>Total income (I)</b>		<b>107.01</b>	<b>22.86</b>
<b>Expenses</b>			
Purchase of stock-in-trade	25	4,049.94	8,738.65
Changes in inventories of finished goods and work-in-progress	26	-8,777.92	-12,286.25
Employee benefits expense	27	107.51	104.19
Finance costs	28	1,559.82	704.16
Depreciation and amortisation expense	3	79.03	13.00
Other expenses	29	3,092.44	2,770.83
<b>Total expenses (II)</b>		<b>110.81</b>	<b>44.58</b>
<b>Profit/ (loss) before tax (I - II)</b>		<b>-3.80</b>	<b>-21.72</b>
<b>Tax expense</b>			
Current tax		-	-
Deferred tax		-8.47	-0.65
Adjustment of tax relating to earlier periods		0.82	-
<b>Total tax expense</b>	30	<b>-7.66</b>	<b>-0.65</b>
<b>Profit/ (loss) for the year from continuing operations</b>		<b>3.86</b>	<b>-21.07</b>
Share in profit/ (loss) of associates and joint ventures		22.63	44.46
<b>Profit/ (loss) for the period</b>		<b>26.48</b>	<b>23.39</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss		-	-
Income tax related to items that will not be reclassified to profit or loss		-	-
<b>Total comprehensive income for the year</b>		<b>26.48</b>	<b>23.39</b>
<b>Earnings per equity share</b>			
Equity share of face value INR 10/- each			
Basic	31	0.19	0.17
Diluted	31	0.19	0.17

Material accounting policies

1 & 2

The accompanying notes forms an integral part of the consolidated financial statements.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIL5656

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

**Ratnabhumi Developers Limited**

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

**Consolidated Statement of Changes in Equity for the year ended 31 March 2024**

**A. Equity share capital**

**(1) Current reporting period**

(₹ In Lakhs)

Particulars	Balance as at April 1, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year	Balance as at March 31, 2024
Equity share capital	1,370.00	-	1,370.00	-	1,370.00

**(2) Previous reporting period**

(₹ In Lakhs)

Particulars	Balance as at April 1, 2022	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2022	Changes in equity share capital during the year	Balance as at March 31, 2023
Equity share capital	1,370.00	-	1,370.00	-	1,370.00

**B. Other equity**

**(1) Current reporting period**

(₹ In Lakhs)

Particulars	Other equity			
	Securities premium	Retained earnings	Total	
Balance as at April 1, 2023	1,907.60	223.11		2,130.71
Changes/ adjustments in other equity due to prior period errors	-	(14.25)		(14.25)
<b>Restated balance as at April 1, 2023</b>	<b>1,907.60</b>	<b>208.86</b>		<b>2,116.46</b>
Total Comprehensive Income for the year	-	26.48		26.48
<b>Balance as at March 31, 2024</b>	<b>1,907.60</b>	<b>235.34</b>		<b>2,142.95</b>

**(2) Previous reporting period**

(₹ In Lakhs)

Particulars	Other equity			
	Securities premium	Retained earnings	Total	
Balance as at April 1, 2022	1,907.60	199.72		2,107.32
Changes/ adjustments in other equity due to prior period errors	-	-		-
<b>Restated balance as at April 1, 2022</b>	<b>1,907.60</b>	<b>199.72</b>		<b>2,107.32</b>
Total Comprehensive Income for the year	-	23.39		23.39
<b>Balance as at March 31, 2023</b>	<b>1,907.60</b>	<b>223.11</b>		<b>2,130.71</b>

For description of reserves refer note 16

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on Behalf of the Board of Directors of  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIL5656

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

## Ratnabhumi Developers Limited

CIN: L45200GJ2006PLC048776

Registered office: Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

### Consolidated Statement of Cash Flow for the year ended 31 March 2024

(₹ In Lakhs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>Cash flow from operating activities</b>		
<b>Profit before tax</b>	18.83	22.74
<i>Adjustments for:</i>		
Depreciation and amortisation expense	79.03	13.00
Finance costs	1,559.78	704.16
Notional interest on rent deposit	-0.41	0.04
Finance income	-13.02	-0.27
<b>Operating profit before working capital adjustments</b>	<b>1,644.20</b>	<b>739.67</b>
<i>Working capital adjustments</i>		
(Increase)/decrease in inventories	-8,777.92	-12,286.25
(Increase)/decrease in trade receivables	-	2.21
(Increase)/decrease in current financial assets	-10.45	230.13
(Increase)/decrease in other current assets	-1,855.44	-17.53
(Decrease)/increase in trade payables	-710.21	313.93
(Decrease)/increase in provisions	-	0.14
(Decrease)/increase in current financial liabilities	-46.47	-
(Decrease)/increase in other current liabilities	4,871.68	5,061.45
<b>Cash generated from operations</b>	<b>-4,884.63</b>	<b>-5,956.24</b>
Taxes paid (net of refund)	20.38	-
<b>Net cash (used in)/ generated from operating activities (A)</b>	<b>-4,905.01</b>	<b>-5,956.24</b>
<b>Cash flow from investing activities</b>		
Payments for purchase of property, plant and equipment	-148.86	-260.74
Proceeds from sale of investments	21.57	-
Payments for purchase of investments	-1,205.86	-236.09
Payments for purchase of other non-current deposits	-2.36	-
Loans and advances given	-0.30	44.07
Finance income received	13.02	0.27
Other bank balances	-249.66	-66.33
<b>Net cash (used in)/generated from investing activities (B)</b>	<b>-1,572.44</b>	<b>-518.81</b>
<b>Cash flow from financing activities</b>		
Finance cost paid	-1,561.40	-704.16
Proceeds from current borrowings	675.05	-
Proceeds from non-current borrowings	7,494.34	6,742.06
Principal payment of lease liabilities	-43.88	-
<b>Net cash (used in)/generated from financing activities (C)</b>	<b>6,564.13</b>	<b>6,037.90</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>86.68</b>	<b>-437.15</b>
<b>Cash and cash equivalents at the beginning of the year (Refer note 10)</b>	<b>18.56</b>	<b>455.71</b>
<b>Cash and cash equivalents at the end of the period (Refer note 10)</b>	<b>105.24</b>	<b>18.56</b>

**Notes:**

1. The consolidated statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 on statement of cash flows notified under Section 133 of The Companies Act, 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).

2. Cash and cash equivalents includes bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

(₹ in Lakhs)

2. Components of cash and cash equivalents:	As at 31 March 2024	As at 31 March 2023
Balances with banks		
-In current accounts	104.46	16.83
Deposits with bank (with maturity up to 3 months)	-	-
Cash on hand	0.78	1.73
<b>Total cash and cash equivalent at the end of the year</b>	<b>105.24</b>	<b>18.56</b>

3. Figures in bracket indicate cash outflow.

4. Previous period figures have been regrouped/ reclassified wherever necessary.

The accompanying notes forms an integral part of the consolidated financial statements.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on behalf of Board of Directors  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIL5656

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F

## **1. Reporting entity**

Ratnabhumi Developers Limited ('the holding Company or Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its equity shares are listed on the Bombay Stock Exchange ('BSE') in India. The registered office of the Company is located at Ratna Corporate House, Near Santoor Bunglaows, Ambli Daskroi, Ahmedabad, Gujarat 380 058.

These consolidated financial statements comprise the Company and its subsidiaries (referred to collectively as the 'Group') and the Group's interest in associates.

The Group is involved in the business of construction of buildings and other construction related services and renting services.

## **2. Basis of preparation**

### **2.1 Statement of compliance**

These Consolidated financial statements of the Group comprises, the Consolidated balance sheet, the Consolidated statement of profit and loss (including other comprehensive income), Consolidated statement of changes in equity and Consolidated statement of cash flows for the year then ended, and notes to the Consolidated financial statements, including a summary of the significant accounting policies and other explanatory information (herein referred to as "Consolidated financial statements"). These Consolidated financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under Section 133 of Companies Act, 2013, (the 'Act') and guidelines issued by the Securities and Exchange Board of India (SEBI).

Details of the Group's material accounting policies are included in Note 2.5.

### **2.2 Accounting convention and basis of measurement**

The financial statements of Group have been prepared in accordance with Indian Accounting Standards ("IND AS") notified under the Companies (Indian Accounting Standards) Rules, 2015. The Consolidated Financial Statements have been prepared on the historical cost convention basis except for certain financial assets and liabilities which have been measured at fair value. Refer accounting policy regarding financial instruments (financial assets and financial liabilities).

The consolidated financial statements were authorized for issue in accordance with a resolution of the Board of Directors at its meeting held on May 30, 2024.

The consolidated financial statements are presented in INR and all values are rounded to nearest Lakhs (INR 00,000), except where otherwise indicated.

### **2.3 Use of estimates and judgements**

The preparation of the consolidated financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period.

The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those

estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates and judgements are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

#### *Assumptions and estimation uncertainties*

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment is included in the following notes:

- **Note 3** - estimate of useful life used for the purposes of depreciation and amortisation on property plant and equipment and ROU asset.
- **Note 18** - Ind AS 116 Leases requires lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised.

In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying to the Group's operations taking into account the location of the underlying asset and the availability of the suitable alternatives.

- The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The discount rate is generally based on the implicit borrowing rate specific to the lease being evaluated (lessor's IRR) or incremental borrowing rate of lessee.

- **Note 6** - Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.
- **Note 9** - Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Estimated irrecoverable amounts are derived based on a provision matrix which takes into account various factors such as customer specific risks, geographical region, product type, currency fluctuation risk, repatriation policy of the country, country specific economic risks, customer rating, and type of customer, etc. The allowances for doubtful trade receivables were NIL as at March 31, 2024 (as at March 31, 2023: Rs. NIL).

Individual trade receivables are written off when the management deems them not to be collectable.

## **2.4 Measurement of fair values**

Some of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a financial reporting team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer.

The financial reporting team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as pricing services, is used to measure fair values, then the financial reporting team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

## **2.5 Material accounting policies**

### **a. Business combinations**

#### **(i) Subsidiaries**

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

#### **(ii) Equity accounted investee**

The Group's interests in equity accounted investees comprise interests in associates.

An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies. Interests in associates are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and OCI of equity accounted investees until the date on which significant influence ceases.

#### **(iii) Transactions eliminated on consolidation**

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

**b. Operating cycle and classification of current and non-current**

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has considered the operating cycle as the life of the project for project related assets and liabilities and for rest of the assets and liabilities it has been considered as twelve months.

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

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized 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 treated as 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.

All other liabilities are classified as non-current.

**c. Foreign currency transactions**

The functional currency of the Group is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions in foreign currencies are translated into the functional currency of the Group at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Nonmonetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in statement of profit and loss.

**d. Property, plant and equipment**

*Recognition and measurement*

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs

of dismantling and removing the item and restoring the site on which it is located. The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

#### ***Subsequent measurement***

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

#### ***Depreciation***

The estimate of the useful life of the assets has been assessed based on technical advice which considers the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. Details of useful life considered for depreciation along with method of depreciation are provided below:

<b>Particulars</b>	<b>Depreciation method</b>	<b>Useful life</b>
All properties, plants and equipment other than Land	Written Down Value Basis	As prescribed in Schedule II to the Companies Act, 2013

The Management believes that these estimated useful lives reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

#### ***Capital Work in Progress (CWIP)***

Cost of assets not ready for intended use, as on the balance sheet date, is shown as CWIP. CWIP is stated at cost, net of accumulated impairment loss, if any.

Advances given towards acquisition of assets (including CWIP) and outstanding at each balance sheet date are disclosed as "Other Non-Current Assets"

#### ***De-recognition***

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The consequential gain or loss is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the statement of profit and loss.

**e. Financial Instrument**

***Initial Recognition***

The group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value net of directly attributable transaction cost on initial recognition.

***Subsequent measurement***

***Non derivative financial instrument***

***Financial assets carried at amortized cost***

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

***Financial assets at fair value through other comprehensive income***

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

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

A financial asset which is not classified in any of the above categories are subsequently measured at fair valued through profit or loss. Fair value changes are recognised as other income in the Statement of Profit or Loss.

***Financial liabilities at Fair Value through Profit or Loss***

A financial liability may be designated as at FVTPL upon initial recognition if:

- (a) such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- (b) The financial liability whose performance is evaluated on a fair value basis, in accordance with the Group's documented risk management; Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on measurement recognised in the Statement of Profit and Loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

***Financial liabilities at amortised cost***

Financial liabilities that are not held for trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Trade and other payables are recognised at the transaction cost, which is its fair value, and subsequently measured at amortised cost.

### ***Equity instruments***

An equity instrument is a contract that evidences residual interest in the assets of the group after deducting all of its liabilities. Incremental costs directly attributable to the issuance of equity instruments are recognised as a deduction from equity instrument net of any tax effects.

### ***De-recognition***

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability is derecognized when obligation specified in the contract is discharged or cancelled or expired.

An exchange of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability or a part of it is also accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

### ***Off-setting***

Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the group currently has a legally enforceable right to offset the recognised amount and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

### ***Modification***

A modification of a financial asset or liabilities occurs when the contractual terms governing the cash flows of a financial asset or liabilities are renegotiated or otherwise modified between initial recognition and maturity of the financial instruments. Any gain/ loss on modification is charged to statement of profit and loss.

## **f. Impairment**

### ***Impairment of financial assets***

The Group recognises loss allowances for expected credit losses on financial assets measured at amortised cost.

At each reporting date, the Group assesses whether financial assets carried at amortised cost credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;

- a breach of contract such as a default or being significantly past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise; or
- it is probable that the borrower will enter bankruptcy or other financial reorganization.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables. Under the simplified approach, the Group is not required to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime Expected credit losses ("ECL") together with appropriate Management's estimate of credit loss at each reporting date, from its initial recognition.

The Group uses a provision matrix to determine impairment loss allowance on the group of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

#### ***Measurement of expected credit losses***

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfall (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

#### ***Presentation of allowance for expected credit losses in the balance sheet***

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

#### ***Write off***

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

#### ***Impairment of non-financial assets***

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value.

Using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the assets of the CGU (or group of CGUs) on a pro rata basis.

Assets (other than goodwill) for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**g. Leases**

*Group as lessee*

The Group's lease asset classes primarily consist of leases for office building. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (i) The contract involves the use of an identified asset;
- (ii) The Group has substantially all of the economic benefits from use of the asset through the period of the lease; and
- (iii) The Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated amortisation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

#### **h. Inventories**

Inventories are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a First in First out (FIFO). Cost includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net Realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make sale.

#### **i. Cash and cash equivalents**

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

#### **j. Borrowing cost**

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets, wherever applicable, till the assets are ready for their intended use. Such capitalisation is done only when it is probable that the asset will result in future economic benefits and the costs can be measured reliably. Capitalisation of borrowing costs commences when all the following conditions are satisfied:

1. Expenditure for the acquisition, construction or production of a qualifying asset is being incurred;
2. Borrowing costs are being incurred; and
3. Activities that are necessary to prepare the asset for its intended use are in progress.

A qualifying asset is one which necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to revenue account. Capitalisation of borrowing cost is suspended when active development is interrupted.

#### **k. Employee benefits**

##### *Short term employee benefits*

All employee benefits payable within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

##### *Defined contribution plans*

A defined contribution plan is a post-employment benefit plan under which the Group makes specified monthly contributions towards government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit and loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

## **1. Provisions, contingent liability and contingent assets**

### ***Provisions***

Provisions are recognised when the Group 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. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and 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, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### ***Contingent liabilities***

Contingent liability arises when the Group has:

- a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- b) a present obligation that arises from past events but is not recognised because:
  - (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - (ii) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recorded in the consolidated financial statement but, rather, are disclosed in the note to the consolidated financial statements.

### ***Contingent assets***

Contingent assets are not recognised in the consolidated financial statements. A contingent asset is disclosed where an inflow of economic benefits is probable. Contingent assets are assessed continually and, if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

## **m. Revenue recognition**

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Group 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 Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Based on Ind AS 115 issued by the ICAI, the Group has assumed that recovery of excise duty flows to the Group on its own account. This is for the reason that it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Group on its own account, revenue includes excise duty.

However, sales tax/ value added tax (VAT)/Goods and Service Tax (GST) is not received by the Group on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognized:

#### *Sale of goods and service*

Revenue from the sale of products is recognised when the significant risks and rewards of ownership of the products have passed to the buyer, usually on delivery of the products. Revenue from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Sale of shops/offices are recognized when the ownership and the final possession of the shops/offices is transferred to the buyers.

Sale of services is recognised when performance obligations are satisfied.

#### *Interest income*

Interest income is recognized on accrual basis as per the terms of relevant contracts or by using the effective interest method, where applicable.

#### *Dividend income*

Dividend income is recognized when the right to receive payment is established.

### **n. Taxes on income**

Tax on Income comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

#### *Current tax*

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals. 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. 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 current tax 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 recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date. Deferred tax liability are generally recorded for all temporary timing differences. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences can be utilised. Deferred tax relating to items recognized outside the statement of profit and loss is recognized outside the statement of profit and loss, either in other comprehensive income or directly in equity. The carrying amount of deferred tax assets is reviewed at each reporting date.

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

#### **o. Investment in associates**

Investments by way of capital in LLP are stated at the amount invested.

#### **p. Cash flow statement**

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from the operating, investing and financing activities of the Group are segregated.

#### **q. Earnings per share**

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing dilutive earnings per share, only potential equity shares that are dilutive and that would, if issued, either reduce future earnings per share or increase loss per share, are included.

## **2.6 Recent pronouncements**

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

**Ratnabhumi Developers Limited**  
Notes to Consolidated Financial Statements for the year ended 31 March 2024

3 Property, plant and equipment

(₹ In Lakhs)

Particulars	Gross block (At cost)				Accumulated depreciation				Carrying value (net)	
	As at 01 April 2023	Additions	Deletions/ Adjustments	As at 31 March 2024	Upto 31 March 2023	For the period	Deletions/ Adjustments	Upto 31 March 2024	As at 31 March 2024	As at 31 March 2023
Office building	-	148.09	-	148.09	-	3.55	-	3.55	144.54	-
Electric fittings	-	66.06	-	66.06	-	8.55	-	8.55	57.51	-
Furniture and fixtures	-	117.10	-	117.10	-	15.71	-	15.71	101.39	-
Plant and machinery	28.56	27.42	-	55.98	10.44	5.38	-	15.82	40.15	18.12
Vehicles	0.57	-	-	0.57	0.51	0.01	-	0.52	0.05	0.06
Office equipments	13.06	14.85	-	27.91	4.13	6.20	-	10.33	17.58	8.93
Computers	13.72	6.56	-	20.28	10.19	5.10	-	15.29	4.99	3.53
<b>Total</b>	<b>55.90</b>	<b>380.08</b>	<b>-</b>	<b>435.98</b>	<b>25.27</b>	<b>44.50</b>	<b>-</b>	<b>69.77</b>	<b>366.21</b>	<b>30.63</b>
Previous year	26.38	29.52	-	55.90	12.27	13.00	-	25.27	30.63	14.11

3 The following is the movement in Right of use Asset (ROU) during the year ended March 31, 2024

(₹ In Lakhs)

Particulars	Gross block (At cost)				Accumulated amortisation				Carrying value (net)	
	As at 01 April 2023	Additions	Deletions/ Adjustments	As at 31 March 2024	Upto 31 March 2023	For the period	Deletions/ Adjustments	Upto 31 March 2024	As at 31 March 2024	As at 31 March 2023
Corporate house - Land	-	281.99	-	281.99	-	34.53	-	34.53	247.46	-
<b>Total</b>	<b>-</b>	<b>281.99</b>	<b>-</b>	<b>281.99</b>	<b>-</b>	<b>34.53</b>	<b>-</b>	<b>34.53</b>	<b>247.46</b>	<b>-</b>
Previous year	-	-	-	-	-	-	-	-	-	-

3 Capital work in progress

(₹ In Lakhs)

Particulars	As at 01 April 2023	Additions	Deletions/ Adjustments	As at 31 March 2024
Ratna corporate house - Furniture and fixtures	62.58	-	-	62.58
Ratna corporate house - Electric fittings	35.65	-	-	35.65
Ratna corporate house - Office building	132.98	-	-	132.98
<b>Total</b>	<b>231.22</b>	<b>-</b>	<b>-</b>	<b>231.22</b>
Previous Year	-	231.22	-	231.22

Capital work-in-progress ageing schedule

i) For the year ending 31st March 2024

(₹ in Lakhs)

Capital work-in-progress	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

Note: There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

ii) For the year ending 31st March 2023

(₹ in Lakhs)

Capital work-in-progress	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3	
Projects in progress	231.22	-	-	-	231.22
Projects temporarily suspended	-	-	-	-	-

Note: There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

**Ratnabhumi Developers Limited**  
Notes to Consolidated Financial Statements for the year ended 31 March 2024

**4 Non-Current Financial assets - Investments**

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Investments in associates (equity method)</b>		
<b>Raivat Projects LLP</b>		
Fixed contribution in Raivat Projects LLP carried at 50 % of the total fixed capital of the firm.	0.25	0.25
Current contribution in Raivat Projects LLP before profit for the year.	591.01	16.91
Add: Profit for the year from Raivat Projects LLP.	10.89	24.08
<b>Total current contribution in Raivat Projects LLP</b>	<b>601.90</b>	<b>41.00</b>
<b>Total contribution in Raivat Projects LLP</b>	<b>602.15</b>	<b>41.25</b>
<b>Rajul Projects LLP</b>		
Fixed contribution in Rajul Projects LLP carried at 50 % of the total fixed capital of the firm.	0.25	0.25
Current contribution in Rajul Projects LLP before profit for the year.	154.03	167.89
Add: Profit for the year from Rajul Projects LLP.	11.05	18.76
<b>Total current contribution in Rajul Projects LLP</b>	<b>165.07</b>	<b>186.65</b>
<b>Total contribution in Rajul Projects LLP</b>	<b>165.32</b>	<b>186.90</b>
<b>Ratnamani Buildspace LLP</b>		
Fixed contribution in Ratnamani Buildspace LLP carried at 28.34 % of the total fixed capital of the firm.	0.14	0.14
Current contribution in Ratnamani Buildspace LLP before profit for the year.	717.64	72.24
Add: Profit for the year from Ratnamani Buildspace LLP.	0.70	1.62
<b>Total current contribution in Ratnamani Buildspace LLP</b>	<b>718.34</b>	<b>73.86</b>
<b>Total contribution in Ratnamani Buildspace LLP</b>	<b>718.48</b>	<b>74.01</b>
<b>Total investments in associates</b>	<b>1,485.95</b>	<b>302.15</b>

# The Group's investments on disposal will fetch only the principal amount invested and hence the company considers cost and fair value to be the same.

4.1 The investments in associates are accounted for using Equity method.

**5 Non-current - Other financial assets**

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Deposits with financial institution earmarked as margin money	77.29	-
<b>Total non-current other financial assets</b>	<b>77.29</b>	<b>-</b>

**6 Deferred tax assets (net)**

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Opening balance	1.90	1.25
Less: Deferred tax liabilities	61.53	-
Add: Deferred tax assets	70.00	0.65
Closing balance	10.38	1.90
<b>Total</b>	<b>10.38</b>	<b>1.90</b>

**6.1 Movement in deferred tax balances**

(₹ In Lakhs)

Particulars	As at 01 April 2023	Recognised in the statement of profit and loss	As at 31 March 2024
Property, plant and equipment	1.88	(0.61)	1.27
Right of Use assets	-	(62.28)	(62.28)
Lease liabilities	-	70.00	70.00
Security deposits - Financial	0.02	2.47	2.49
Advance lease (Due to fair value measurement of security deposits - Financial)	-	(1.11)	(1.11)
<b>Deferred tax assets/ (liabilities)</b>	<b>1.90</b>	<b>8.47</b>	<b>10.38</b>

(₹ In Lakhs)

Particulars	As at 01 April 2022	Recognised in the statement of profit and loss	As at 31 March 2023
Property, plant and equipment	1.24	0.64	1.88
Right of Use assets	-	-	-
Lease liabilities	-	-	-
Security deposits - Financial	0.01	0.01	0.02
Advance lease (Due to fair value measurement of security deposits - Financial)	-	-	-
<b>Deferred tax assets/ (liabilities)</b>	<b>1.25</b>	<b>0.65</b>	<b>1.90</b>

**Ratnabhumi Developers Limited**  
Notes to Consolidated Financial Statements for the year ended 31 March 2024

7 Other non-current assets		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
Unsecured, considered good			
AUDA Rent deposit	0.25	0.14	
Other security deposits	13.08	10.38	
<b>Total other non-current assets</b>	<b>13.33</b>	<b>10.52</b>	

Security deposits are primarily in relation to public utility services and rental properties.

8 Inventories		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
(At lower of cost and net realisable value)			
Work in progress inventory	29,500.53	20,722.61	
Finished goods inventory	89.07	89.07	
Stock - Land	284.80	284.80	
<b>Total inventories</b>	<b>29,874.41</b>	<b>21,096.48</b>	

9 Trade receivables		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
Unsecured, considered good	13.95	13.95	
Less: Allowance for expected credit loss	-	-	
<b>Total trade receivables</b>	<b>13.95</b>	<b>13.95</b>	
Receivables from related parties	-	-	
Receivables from others	13.95	13.95	
<b>Total trade receivables</b>	<b>13.95</b>	<b>13.95</b>	

9.1 Trade receivable ageing schedule as at 31st March 2024		(₹ in Lakhs)				
Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	-	-	-	-	13.95	13.95
Undisputed Trade Receivables-considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>13.95</b>	<b>13.95</b>
Less: Allowance for expected credit loss						-
<b>Total</b>						<b>13.95</b>

9.2 Trade receivable ageing schedule as at 31st March 2023		(₹ in Lakhs)				
Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	-	-	-	-	13.95	13.95
Undisputed Trade Receivables-considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>13.95</b>	<b>13.95</b>
Less: Allowance for expected credit loss						-
<b>Total</b>						<b>13.95</b>

10 Cash and bank balances		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
(a) Cash and cash equivalents			
Balances with bank			
Current accounts and debit balance in cash credit accounts	104.46	16.83	
Cash on hand	0.78	1.73	
<b>Total cash and cash equivalents</b>	<b>105.24</b>	<b>18.56</b>	
(b) Bank balances other than above			
Margin money deposits	238.70	66.33	
<b>Total other bank balances</b>			
<b>Total cash and cash equivalents</b>	<b>343.94</b>	<b>84.89</b>	

**Ratnabhumi Developers Limited**  
Notes to Consolidated Financial Statements for the year ended 31 March 2024

11 Current Financial assets - Loans		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
Unsecured, considered good Loans to employees	3.30	3.00	
<b>Total Loans</b>	<b>3.30</b>	<b>3.00</b>	

12 Current - Other financial assets		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
Rent receivable	4.92	5.47	
Interest receivable from deposits with financial institution	8.26	-	
Other current financial assets	5.22	2.48	
<b>Total current - other financial assets</b>	<b>18.40</b>	<b>7.95</b>	

13 Current tax assets (net)		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
Advance Tax and TDS (Net of provisions)	31.22	11.65	
<b>Total current tax assets (net)</b>	<b>31.22</b>	<b>11.65</b>	

14 Other current assets		(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023	
Receivable from government authorities	35.59	31.97	
Advance to suppliers	93.96	44.04	
Prepaid expenses	5.15	9.86	
Other advances	1,904.20	102.37	
Other current assets	15.78	9.99	
<b>Total other current assets</b>	<b>2,054.69</b>	<b>198.22</b>	

**Ratnabhumi Developers Limited**  
Notes to Consolidated Financial Statements for the year ended 31 March 2024

		(₹ In Lakhs)	
15 Equity share capital		31 March 2024	31 March 2023
Particulars			
<b>Authorised share capital</b>			
1,40,00,000 Equity shares of INR 10/- each		1,400.00	1400.00
<b>Issued, subscribed and fully paid up</b>			
1,37,00,000 Equity shares of INR 10/- each fully paid up		1,370.00	1,370.00
<b>Total equity share capital</b>		<b>1,370.00</b>	<b>1,370.00</b>

15.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting year

Particulars	31 March 2024		31 March 2023	
	No. of shares	(₹ In Lakhs)	No. of shares	(₹ In Lakhs)
Shares at the beginning of the year	1,37,00,000	1,370.00	1,37,00,000	1,370.00
Addition	-	-	-	-
Deletion	-	-	-	-
Shares at the end of the year	1,37,00,000	1,370.00	1,37,00,000	1,370.00

15.2 Rights, preferences and restrictions attached to the equity shares

The Holding Company has only one class of shares referred to as equity shares having face value of Rs. 10 /-. Each holder of equity share is entitled to one vote per share. As per the Companies Act, 2013, in the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the shareholders.

15.3 Details of Share Holders Holding more than 5% shares in the company

Particulars	No. of shares as at 31 March 2024	% held to total Shares	No. of shares as at 31 March 2023	% held to total Shares
Kaivan J Shah	1,00,77,494	73.56%	1,00,77,494	73.56%

15.4 Shares held by promoters at the end of the year

Promoter's name	No. of shares as at 31 March 2024	% held to total Shares	% change during the year
Kaivan J Shah	1,00,77,494	73.56%	0.00%
Meghna M Shah	-	0.00%	-100.00%

Promoter's name	No. of shares as at 31 March 2023	% held to total Shares	% change during the year
Kaivan J Shah	1,00,77,494	73.56%	0.00%
Meghna M Shah	1,900	0.014%	0.00%

		(₹ In Lakhs)	
16 Other equity		31 March 2024	31 March 2023
Particulars			
<b>Securities premium reserve</b>			
Balance at the beginning of the year		1,907.60	1,907.60
Changes/ adjustments due to prior period errors		-	-
<b>Balance at the end of the year</b>		<b>1,907.60</b>	<b>1,907.60</b>
<b>Retained earnings</b>			
<b>Balance at the beginning of the year</b>		223.55	199.72
Changes/ adjustments due to prior period errors		-14.25	-
Add: Profit for the year		26.48	23.39
Other comprehensive (loss)/ income for the year (net of taxes)		-	-
<b>Balance at the end of the year</b>		<b>235.78</b>	<b>223.11</b>
<b>Total other equity</b>		<b>2,143.38</b>	<b>2,130.71</b>

16.1 Description of other equity

**Securities premium**

In cases where the holding company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares has been transferred to "Securities Premium". The holding company may issue fully paid-up bonus shares to its members out of the securities premium and to buy-back of shares.

**Retained earnings**

Retained earnings represents undistributed profit of the Group which can be distributed to its equity share holders in accordance with requirements of Companies Act, 2013.

## 17 Borrowings

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Non-current borrowings</b>		
<b>Secured</b>		
<b>Term Loans facilities</b>		
Secured term Loan from banks	9,459.83	3,985.60
Secured term Loan from others - financial institutions	1,222.83	740.93
<b>Unsecured</b>		
Loans from directors and other related parties	8,392.61	6,179.35
<b>Total non-current borrowings (A)</b>	<b>19,075.28</b>	<b>10,905.88</b>
<b>Current maturities of long term borrowings disclosed under "current borrowings"</b>		
<b>Secured</b>		
<b>Term Loans facilities</b>		
Secured term Loan from bank	96.43	-
Secured term Loan from others - financial institution	578.63	-
<b>Current maturities of long term borrowings disclosed under "current borrowings" (B)</b>	<b>675.05</b>	<b>-</b>
<b>Total non-current borrowings (A) - (B)</b>	<b>18,400.22</b>	<b>10,905.88</b>
<b>Current Borrowings</b>		
<b>Current maturities of long term borrowings</b>		
<b>Secured</b>		
<b>Term Loans facilities</b>		
Secured term Loan from bank	96.43	-
Secured term Loan from others - financial institution	578.63	-
<b>Total current borrowings</b>	<b>675.05</b>	<b>-</b>
<b>Total borrowings</b>	<b>19,075.28</b>	<b>10,905.88</b>
Aggregate secured loan	10,682.67	4,726.53
Aggregate unsecured loan	8,657.42	6,179.35

## 17.1 Terms for secured loans and nature of securities

- a. Term loan of SBI [Closing balance of Rs. 43.50 crores (PY Rs. 18.25 crores)] carries interest @ 9.25% p.a. The sanctioned limit is Rs. 53 crores as per sanction letter dated 08 March 2022 for construction and development of project Turquoise Grandeure. The loan is repayable in 12 EMI of Rs. 4.4167 crores commencing from April 2025.

The loan is secured by way of:

- Mortgage of Godhavi - Manipur, Taluka Sanand, District Ahmedabad property as primary security.
- Hypothecation of entire project current assets (present and future) including receivables and assets created out of bank finance as primary security.
- Exclusive charge on proposed projected cash flow (present and future) to be routed through RERA account as primary security.
- Turquoise III property as collateral security.
- Personal guarantee of directors and promoter of the Group Company and corporate guarantee of Ratnabhumi Buildspace LLP.

- b. Term loan from SBI [closing balance Rs. 44.31 crores (PY Rs. 21.60 crores)] carries interest @ 9.25% p.a. The sanctioned limit is Rs. 47 crores as per sanction letter dated 08 March 2022 for construction and development of project Turquoise Greenz. The loan is repayable in 12 EMI of Rs. 3.9167 crores commencing from April 2025.

The loan is secured by way of:

- Mortgage of Shela, Taluka Sanand, District Ahmedabad property as primary security.
- Hypothecation of entire project current assets (present and future) including receivables and assets created out of bank finance as primary security.
- Exclusive charge on proposed projected cash flow (present and future) to be routed through RERA account as primary security.
- Turquoise III property as collateral security.
- Personal guarantee of directors and promoter of the Group Company and corporate guarantee of Ratnabhumi Buildspace LLP.

- c. Term loan from Bajaj Housing Finance Limited [closing balance Rs. 4.68 crores (PY Rs. 7.41 crores)] carries interest @ 13.70% p.a. The sanctioned limit is Rs. 14 crores as per sanction letter dated 17 February 2022 for construction and development of project Turquoise Dreamz. The loan is repayable in 30 EMI of Rs. 0.47 crores commencing after principal standstill period of 30 months from the date of first disbursement of facility.

The loan is secured by way of:

- Mortgage of Shilaj Property as primary security.
- Hypothecation of entire project current assets (present and future) including receivables and assets created out of bank finance as primary security.
- Exclusive charge on proposed projected cash flow (present and future) of the project.

- d. Term loan from Ratnafin Capital Private Limited [closing balance Rs. 4.55 crores (PY Rs. Nil)] carries interest @12.90% p.a. The loan amount is Rs. 4.5 crores as per sanction letter dated 24 August 2023 for the purpose of using the facility in the ordinary course of business. The loan is repayable in 36 EMI of Rs. 0.15 crores commencing from July 2024.

The loan is secured by way of:

- Mortgage of land as a collateral security situated at Godhavi-Manipur, Sanand, Ahmedabad.
- Personal guarantee of directors and promoter of the Group Company.

- e. Term loan from Ratnafin Capital Private Limited [closing balance Rs. 3 crores (PY Rs. Nil)] carries interest @12.90% p.a. The loan amount is Rs. 3 crores as per sanction letter dated 24 August 2023 for the purpose of using the facility in the ordinary course of business. The loan is repayable in 36 EMI of Rs. 0.10 crores commencing from February 2025.

The loan is secured by way of:

- Mortgage of land as a collateral security situated at Godhavi-Manipur, Sanand, Ahmedabad.
- Corporate guarantee of Ratnabhumi Developers Limited (Holding Company).
- Personal guarantee of directors and promoter of the Group Company.

f. Term loan from Indian Bank [closing balance Rs. 6.78 crores (PY Rs. NIL)] carries interest @ 9.75% p.a. The loan amount is Rs. 6.75 crores as per the sanction letter dated 29 January 2024 for the purpose of using the facility in the ordinary course of business. The loan is repayable in 84 monthly instalments commencing from April 2024.

The loan is secured by way of:

- Simple mortgage of units of scheme - "Turquoise IV" situated at Sarkhej, Ahmedabad.
- Personal guarantee of director/ promoter of the company.

g. Unsecured loan from directors is repayable on demand and carries interest @ 9% p.a. (PY 9% p.a.)

h. Unsecured loan from other parties is repayable on demand and carries interest @ 12% p.a. (PY NIL)

18 Lease liabilities			(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023		
<b>For rental properties</b>				
Non-current	278.13	-		
Current maturities of lease obligations	-27.39	-		
<b>Total lease liabilities</b>	<b>250.75</b>	<b>-</b>		

19 Other non-current liabilities			(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023		
Rent deposits	9.47	9.42		
<b>Total other non-current liabilities</b>	<b>9.47</b>	<b>9.42</b>		

20 Trade payables			(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023		
Total outstanding dues of micro and small enterprises	-	-		
Total outstanding dues of creditors other than micro and small enterprises	308.68	1,018.88		
<b>Total trade payables</b>	<b>308.68</b>	<b>1,018.88</b>		
Dues to related parties	-	-		
Dues to others	308.68	1,018.88		
<b>Total</b>	<b>308.68</b>	<b>1,018.88</b>		

20.1 Trade payable ageing schedule as at 31st March 2024						(₹ in Lakhs)
Particulars	Outstanding for following periods from due date of payment				Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
MSME	-	-	-	-	-	-
Others	291.26	6.14	11.27	-	308.68	-
Disputed dues- MSME	-	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-	-
Sub total	291.26	6.14	11.27	-	308.68	-
MSME - Undue						-
Others - Undue						-
<b>Total</b>						<b>308.68</b>

20.2 Trade payable ageing schedule as at 31st March 2023						(₹ in Lakhs)
Particulars	Outstanding for following periods from due date of payment				Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
MSME	-	-	-	-	-	-
Others	1,007.55	11.33	-	-	1,018.88	-
Disputed dues- MSME	-	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-	-
Sub total	1,007.55	11.33	-	-	1,018.88	-
MSME - Undue						-
Others - Undue						-
<b>Total</b>						<b>1,018.88</b>

21 Current - Other financial liabilities			(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023		
Creditors for expenses	831.55	934.87		
Current maturities of lease obligations	27.39	-		
Salaries and wages payable	9.75	8.42		
Statutory dues	100.50	72.27		
<b>Total current - other financial liabilities</b>	<b>969.18</b>	<b>1,015.55</b>		

22 Other current liabilities			(₹ In Lakhs)	
Particulars	31 March 2024	31 March 2023		
Advances from customers - contract liabilities	10,413.70	5,542.05		
Other current liabilities	0.09	0.07		
<b>Total other current liabilities</b>	<b>10,413.79</b>	<b>5,542.11</b>		

**Ratnabhumi Developers Limited**  
**Notes to Consolidated Financial Statements for the year ended 31 March 2024**

**23 Revenue from operations** (₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Other operating revenues	6.27	1.78
Rent income (Immovable properties)	22.07	19.86
<b>Total revenue from operations</b>	<b>28.34</b>	<b>21.63</b>

**24 Other income** (₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Partner's interest income	64.39	0.27
Sundry balance written off	0.02	0.96
Finance income	14.26	-
<b>Total other income</b>	<b>78.67</b>	<b>1.23</b>

**25 Purchase of stock-in-trade** (₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Purchases during the year	2,378.37	4,738.03
Direct expenses	1,671.57	4,000.62
<b>Total purchases of stock-in-trade</b>	<b>4,049.94</b>	<b>8,738.65</b>

**26 Changes in inventories of finished goods and work-in-progress** (₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Inventories at the beginning of the year</b>		
Work in progress inventory	20,722.61	8,436.36
Finished goods inventory	89.07	89.07
Stock - Land	284.80	284.80
<b>Inventories at the end of the year</b>		
Work in progress inventory	29,500.53	20,722.61
Finished goods inventory	89.07	89.07
Stock - Land	284.80	284.80
<b>Total changes in inventory of finished goods and work-in-progress</b>	<b>-8,777.92</b>	<b>-12,286.25</b>

**27 Employee benefits expenses** (₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Director's remuneration	21.00	21.00
Salaries, wages and bonus	85.37	81.63
Staff welfare expense	1.14	1.56
<b>Total employee benefit expenses</b>	<b>107.51</b>	<b>104.19</b>

## 28 Finance costs

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest paid to banks and financial institutions	906.50	254.54
Interest paid to directors and related parties	592.70	449.47
Bank charges	34.64	0.11
Other finance costs	25.97	0.04
<b>Total finance costs</b>	<b>1,559.82</b>	<b>704.16</b>

## 29 Other expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Legal charges	5.20	0.35
Power and fuel	86.63	56.09
Rent expense	2.94	35.10
Brokerage expenses	61.85	-
Site expenses	8.24	12.08
Insurance expenses	7.02	6.56
Rates and taxes	31.83	1.53
Sales promotion and advertisement	29.61	101.51
Water expenses	1.33	1.57
GST input reversal expenses	819.11	1,204.11
Labour expenses	1,651.31	380.63
Transportation expense	9.58	19.45
Office, stationery and printing expenses	2.89	7.78
Donation	-	5.51
Professional and consultant fees	114.90	115.31
Computer and Software expense	3.56	1.02
Plantation expense	5.10	2.37
Security expenses	10.90	7.91
Testing expenses	-	2.29
TDR utilisation	182.49	790.24
Fire NOC expenses	17.16	-
Website expenses	1.41	-
Gas connection expenses	16.78	-
Recruitment and employment charges	1.50	-
House keeping expenses	7.00	-
Miscellaneous expense	7.63	13.66
<b>Equity expenses:</b>		
Annual listing expenses	4.75	4.25
RTA Expenses	0.42	0.32
<b>Payment to auditors:</b>		
For audit purpose	1.30	1.20
For other purpose	-	-
<b>Total other expenses</b>	<b>3,092.44</b>	<b>2,770.83</b>

## 30 Tax expenses

Particulars	31 March 2024	31 March 2023
Current tax	-	-
Deferred tax	-8.47	-0.65
Adjustment of tax relating to earlier periods	0.82	-
<b>Total tax expenses</b>	<b>-7.66</b>	<b>-0.65</b>

**Ratnabhumi Developers Limited**  
**Notes to Consolidated Financial Statements for the year ended 31 March 2024**

**31 Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the 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.

**31.1** The following reflects the income and share used in the basic and diluted EPS computation:

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Profit/(loss) after tax (Amount in Lakhs)	26.48	23.39
Nominal value of equity share (Amount in ₹)	10.00	10.00
Total number of equity shares	1,37,00,000	1,37,00,000
Weighted average number of equity shares for basic and diluted EPS (nominal value of equity share INR 10)*	1,37,00,000	1,37,00,000
<b>Earnings per equity share (Amount in ₹)</b>		
Basic and diluted earnings per share	0.19	0.17

\*Outstanding number of shares as at year ended March 31, 2024 and March 31, 2023 are same

**Ratnabhumi Developers Limited**  
**Notes to Consolidated Financial Statements for the year ended 31 March 2024**

**32 Related party transactions**

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the Group are as follows :

**32.1 Name of related parties and their relationship :**

Name of the Party	Relationship
Kaivan J Shah	Chairman and Managing Director
Smit Sanjaykumar Shah	Non-Executive Independent Director
Shaishav Amitbhai Shah	Non-Executive Independent Director
Rinni Kaivan Shah	Executive Director and CFO
Divya Joshi	Company Secretary
Avani Sanghvi	Non-Executive Independent Director
Vaishali M Jain	Non-Executive Director of Ratnabhumi Techno Engg Private Limited
Munir M Shah	Relative of Chairman and Managing Director
Meghna Munir Shah	
Raivat Projects LLP	Associate concerns
Rajul Projects LLP	
Ratnamani Buildspace LLP	

(₹ in Lakhs)

32.2 Nature of transactions with related Parties	Year ended 31 March 2024	Year ended 31 March 2023
<b>Directors Remuneration</b>		
Kaivan J Shah	9.00	9.00
Rinni Kaivan Shah	12.00	12.00
<b>Director Sitting Fees</b>		
Shaishav A Shah	0.05	0.05
Smit Shah	0.05	0.05
Avani Sanghvi	0.05	0.05
<b>Loan taken from</b>		
Kaivan J Shah	7,608.24	6,151.15
Rinni Kaivan Shah	71.00	160.00
<b>Loan repaid to</b>		
Kaivan J Shah	6,089.44	3,937.41
<b>Interest paid to</b>		
Kaivan J Shah	576.47	448.33
Rinni Kaivan Shah	15.92	1.14
<b>Purchase of equity shares of Ratnabhumi Techno Engg Private Limited</b>		
Kaivan J Shah	0.50	-
Vaishali M Jain	0.50	-
<b>Salary paid to</b>		
Divya Joshi	0.82	-
<b>Associate concerns</b>		
<b>Partner Interest Income</b>		
Ratnamani Buildspace LLP	36.38	0.27
Raivat Project LLP	28.02	-
<b>Receipts from LLP</b>		
Raivat Project LLP	310.00	144.00
Rajul Project LLP	51.12	70.85
<b>Payments to LLP</b>		
Raivat Project LLP	832.00	96.00
Rajul Project LLP	18.50	250.00
Ratnamani Buildspace LLP	607.40	75.00
<b>Share in profits of associates</b>		
Raivat Project LLP	10.89	24.08
Rajul Project LLP	11.05	18.76
Ratnamani Buildspace LLP	0.70	1.62

(₹ in Lakhs)

32.3	Outstanding balances at the end of the year	As at 31 March 2024	As at 31 March 2023
	<b>Loans payable to directors &amp; other related parties</b>		
	Kaivan J Shah	8,057.96	6,018.32
	Rinni K Shah	246.36	161.03
	<b>Remuneration/ salary payable to</b>		
	Kaivan J Shah	0.67	0.67
	Smit S Shah	0.05	0.05
	Shaishav A Shah	0.05	0.05
	Rinni K Shah	0.86	0.86
	Divya Joshi	0.45	-
	Avani Sanghvi	0.05	0.05
	<i>Associate concerns</i>		
	<b>Investments in LLP (Fixed Capital)</b>		
	Raivat Project LLP	0.25	0.25
	Rajul Project LLP	0.25	0.25
	Ratnamani Buildspace LLP	0.14	0.14
	<b>Investments in LLP (Current Capital)</b>		
	Raivat Project LLP	601.90	41.00
	Rajul Project LLP	165.07	186.65
	Ratnamani Buildspace LLP	718.34	73.86

**Ratnabhumi Developers Limited**  
**Notes to Consolidated Financial Statements for the year ended 31 March 2024**

33 A. Financial instruments by category and their fair value

(₹ in Lakhs)

As at 31 March 2024	Carrying amount			
	FVTPL	FVTOCI	Amortised cost	Total
<b>Financial assets</b>				
<b>Investments</b>				
Quoted	-	-	-	-
Unquoted	-	-	1,485.95	1,485.95
<b>Loans</b>				
Current	-	-	3.30	3.30
<b>Trade receivables</b>	-	-	13.95	13.95
<b>Cash and cash equivalents</b>	-	-	105.24	105.24
<b>Other bank balances</b>	-	-	238.70	238.70
<b>Other financial assets</b>				
Non-current	-	-	77.29	77.29
Current	-	-	18.40	18.40
<b>Total financial assets</b>	-	-	1,942.83	1,942.83
<b>Financial liabilities</b>				
<b>Borrowings</b>				
Non-current	-	-	18,400.22	18,400.22
Current	-	-	675.05	675.05
<b>Other financial liabilities</b>				
Non-current	-	-	250.75	250.75
Current	-	-	969.18	969.18
<b>Trade payables</b>	-	-	308.68	308.68
<b>Total financial liabilities</b>	-	-	20,603.88	20,603.88

Fair value of financial assets and liabilities measured at amortized cost is not materially different from the amortized cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

As at 31 March 2023	Carrying amount			
	FVTPL	FVTOCI	Amortised cost	Total
<b>Financial assets</b>				
<b>Investments</b>				
Quoted	-	-	-	-
Unquoted	-	-	302.15	302.15
<b>Loans</b>				
Current	-	-	3.00	3.00
<b>Trade receivables</b>	-	-	13.95	13.95
<b>Cash and cash equivalents</b>	-	-	18.56	18.56
<b>Other bank balances</b>	-	-	66.33	66.33
<b>Other financial assets</b>				
Non-current	-	-	-	-
Current	-	-	7.95	7.95
<b>Total financial assets</b>	-	-	411.93	411.93
<b>Financial liabilities</b>				
<b>Borrowings</b>				
Non-current	-	-	10,905.88	10,905.88
Current	-	-	-	-
<b>Other financial liabilities</b>				
Non-current	-	-	-	-
Current	-	-	1,015.55	1,015.55
<b>Trade payables</b>	-	-	1,018.88	1,018.88
<b>Total financial liabilities</b>	-	-	12,940.31	12,940.31

Fair value of financial assets and liabilities measured at amortized cost is not materially different from the amortized cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

**Types of inputs are as under :**

**Input Level I** (Directly Observable) which includes quoted prices in active markets for identical assets such as quoted price for an equity security on Security Exchanges.

**Input Level II** (Indirectly Observable) which includes prices in active markets for similar assets such as quoted price for similar assets in active markets, valuation multiple derived from prices in observed transactions involving similar businesses etc.

**Input Level III** (Unobservable) which includes management's own assumptions for arriving at a fair value such as projected cash flows used to value a business etc.

**B. Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

**Transfers between Levels 1 and 2**

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

**Transfer out of Level 3**

There were no transfers out of level 3 during the year 2022-23 and 2023-24.

**C. Financial risk management**

The Group's principal financial liabilities comprises of loans & borrowings and trade & other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include trade & other receivables, cash & cash equivalents and investments that are derived directly from its operations. The Group has exposure to the following risks arising from financial instruments:

- i. Credit risk
- ii. Liquidity risk
- iii. Market risk

**(i) Credit risk**

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the Group. The potential activities where credit risks may arise include from cash and cash equivalents, derivative financial instruments and security deposits or other deposits and principally from credit exposures to customers relating to outstanding receivables. The maximum credit exposure associated with financial assets is equal to the carrying amount. Details of the credit risk specific to the Group along with relevant mitigation procedures adopted have been enumerated below:

**Trade receivables**

The Group's exposure to credit risk is the exposure that Group has on account of property sold or services rendered to a contractual counterparty or counterparties, whether with collateral or otherwise for which the contracted consideration is yet to be received. The Group's customer base are commercial and residential.

Services are generally subject to security deposit and/or bank guarantee clauses to ensure that in the event of non-payment the Group's receivables are secured. The Group provides for allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables.

The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix.

**Trade receivables ageing schedule**

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2024	31 March 2023
Not Due	-	-
0-3 Months	-	-
3-6 Months	-	-
6-12 Months	-	-
1-3 Years	-	-
>3 Years	13.95	13.95

The above receivables which are past due but not impaired are assessed on case-to-case basis. The instances pertain to third party customers which have a proven creditworthiness record. Management is of the view that these financial assets are not impaired as there has not been any adverse change in credit quality and are envisaged as recoverable based on the historical payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings, if they are available. Consequently, no additional provision has been created on account of expected credit loss on the receivables. There are no other classes of financial assets that are past due but not impaired. The concentration of credit risk is limited due to fact that the customer base is large and unrelated.

#### Other financial assets

Other financial assets comprise of cash and cash equivalents, loans provided to employees and rent receivables, interest receivables and other financial assets.

Cash and cash equivalents and Bank deposits are placed with banks having good reputation and past track record with adequate credit rating. The Group reviews their credit-worthiness at regular intervals.

#### (ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The Group's financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

#### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross/undiscounted values and include estimated interest payments and exclude the impact of netting agreements.

(₹ in Lakhs)

Particulars	Contractual cash flows based on maturity for the year ended 31 March 2024			
	Carrying amount	Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Non-current borrowings	18,400.22	18,400.22	-	18,400.22
Current borrowings	675.05	675.05	675.05	-
Non-current other financial liabilities	250.75	250.75	-	250.75
Current other financial liabilities	969.18	969.18	969.18	-
Trade and other payables	308.68	308.68	308.68	-
<b>Total</b>	<b>20,603.88</b>	<b>20,603.88</b>	<b>1,952.91</b>	<b>18,650.97</b>

(₹ in Lakhs)

Particulars	Contractual cash flows based on maturity for the year ended 31 March 2023			
	Carrying amount	Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Non-current borrowings	10,905.88	10,905.88	-	10,905.88
Current borrowings	-	-	-	-
Non-current other financial liabilities	-	-	-	-
Current other financial liabilities	1,015.55	1,015.55	1,015.55	-
Trade and other payables	1,018.88	1,018.88	1,018.88	-
<b>Total</b>	<b>12,940.31</b>	<b>12,940.31</b>	<b>2,034.44</b>	<b>10,905.88</b>

#### (iii) Market risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the present/future performance of a business. The market risks include price risk, currency risk and interest rate risk. The primary price risk for the Group is commodity price risk i.e. price risk of that could adversely affect the value of the Group's financial assets, liabilities or expected future cash flows.

#### Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Interest risk arises to the Group mainly from borrowings with variable rates. The Group measures risk through sensitivity analysis. The banks are now finance at variable rate only, which is the inherent business risk.

#### D. Capital management

The Group defines capital as total equity including issued equity capital, share premium and all other equity reserves attributable to equity holders of the Group (which is the Group's net asset value). The primary objective of the Group's financial framework is to support the pursuit of value growth for shareholders, while ensuring a secure financial base.

The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

#### The Group's adjusted net debt to equity ratio was as follows -

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2024	31 March 2023
<b>Total non-current liabilities</b>	<b>18,660.43</b>	<b>10,915.30</b>
Less : Cash and bank balances	105.24	18.56
<b>Adjusted net debt</b>	<b>18,555.20</b>	<b>10,896.74</b>
<b>Total equity</b>	<b>3,513.38</b>	<b>3,500.71</b>
Adjusted net debt to adjusted equity ratio	5.28:1 times	3.11:1 times

**Ratnabhumi Developers Limited**  
Notes to Consolidated Financial Statements for the year ended 31 March 2024

**34 Ratio analysis and its elements**

Sr. No.	Particulars	Numerator/Denominator	As at 31 March 2024	As at 31 March 2023	% change from 31 March 2023 to 31 March 2024
1	Current ratio	<u>Current assets</u> Current liabilities	2.615	2.827	-7%
2	Debt- equity ratio	<u>Total debt</u> Shareholder's equity	5.429	3.115	74%
3	Debt service coverage ratio	<u>Earnings available for debt services</u> Debt service	0.189	0.160	18%
4	Return on equity ratio	<u>Net profits attributable to equity shareholders</u> Average equity shareholder's fund	0.755%	0.670%	13%
5	Inventory turnover ratio	<u>Turnover</u> Average inventories	0.0009	0.0013	-35%
6	Trade receivables turnover ratio	<u>Credit sales</u> Average accounts receivables	1.582	1.319	20%
7	Trade payables turnover ratio	<u>Annual net credit purchases</u> Average accounts payables	6.101	10.139	-40%
8	Net capital turnover ratio	<u>Turnover</u> Net working capital	0.0011	0.0014	-23%
9	Net Profit ratio	<u>Net profit after tax</u> Turnover	120.007%	117.800%	2%
10	Return on capital employed	<u>Earnings before interest and taxes</u> Capital employed	7.017%	4.734%	48%
11	Return on investment	<u>Return/ Profit/ Earnings</u> Investments	5.856%	14.805%	-60%

**34.1 Reasons for change more than 25% in above ratios**

Sr. No.	Particulars	Reasons for % change from 31 March 2023 to 31 March 2024
1	Debt- equity ratio	Debt to equity ratio has been increased due to increase in the secured and unsecured borrowings during the current year.
2	Inventory turnover ratio	Inventory turnover ratio has been decreased due to increase in average inventories in the current year.
3	Trade payable turnover ratio	Trade payable ratio has been decreased due to decrease in net annual credit purchases in the current year.
4	Return on capital employed	Return on capital ratio has been increased due to increase in earnings before interest and taxes in the current year.
5	Return on investment	Return on investment has been decreased due to increase in investments in the current year.

35 In the opinion of the Board, current assets, loans and advances are approximately of the value stated if realized in the ordinary course of the business.

**36 Other statutory disclosures**

The Group does not have anything to report in respect of the following:

- Benami properties
- Trading or investment in crypto or virtual currency
- Giving/receiving of any loan or advance or funds with the understanding that the recipient shall lend, invest, provide security or guarantee on behalf of the Company/funding party
- Transactions not recorded in books that were surrendered or disclosed as income during income-tax assessment
- Charges or satisfaction not registered with ROC beyond statutory period
- Title deeds in respect of freehold immovable properties not being held in the name of the Company.
- Transactions with struck-off companies
- Non-compliance with number of layers as prescribed under the Companies Act, 2013, read with Companies (Restriction on number of Layers) Rules, 2017.
- Wilful Defaulter by any bank or financial institution or other lender.

37 The balances of sundry debtors, creditors, loans & advances and deposits are subject to confirmation. Provision for all liabilities is adequate in opinion of the group.

**38 Segment reporting**

The group has single reportable business segment. Hence, no separate information for segment-wise disclosure is given in accordance with the requirements of Ind AS 108 - Operation Segments.

39 The Group has not received intimation from its vendor regarding their status under Micro, Small and Medium Enterprise Development Act, 2006, and hence, relevant disclosures has not been given.

**40 Contingent liabilities and commitments (to the extent not provided for)**

(₹ in Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
In respect of guarantee provided to other entities	1,910.00	-
In respect of demand raised by Income Tax Authorities	-	5.93

41 Figures of previous years have been recasted/ restated where necessary.  
Notes to accounts form an integral part of the financial statements 1 to 41.

As per our Report of even date attached  
For DJNV & Co.  
Chartered Accountants  
Firm's Registration No. 0115145W

For and on behalf of Board of Directors  
Ratnabhumi Developers Limited

Nirav R Choksi  
Partner  
Membership No. 112249  
ICAI UDIN: 24112249BKCZIL5656

Kaivan J Shah  
Chairman and Managing Director  
DIN: 01887130

Rinni K Shah  
Whole Time Director and CFO  
DIN: 07368796

Date: 30 May 2024  
Place: Ahmedabad

Divya Joshi  
Company Secretary  
PAN: ASIPJ4402F