MGF DEVELOPMENTS

# M G F Developments Limited

## *Annual Report*

FY 2025 – 26

BUILDING INFRASTRUCTURE · BUILDING TRUST · BUILDING TOMORROW

MGF DEVELOPMENTS

# NOTICE

**NOTICE** is hereby given that the 30th Annual General Meeting of the members of M G F Developments Limited ("Company") will be held on Wednesday, the 30th day of September 2026 at 11:00 A.M. at Rajendra Bhawan Building No 210, Pandit Deen Dayal Upadhyay Marg, New Delhi-110002 to transact the following business:

## ORDINARY BUSINESS

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2026 and the Reports of the Board of Directors and the Auditors thereon.

2. To re-appoint Mr. Shravan Gupta (DIN: 00002707), who retires by rotation, and being eligible, offers himself for re-appointment.

## SPECIAL BUSINESS

3. Ratification and Approval of remuneration of Cost Auditor of the Company

   To consider and if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution: -

   **"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to M/s. Sarat Mondal & Co., Cost Accountants (Firm Registration No: 24642) , appointed by the Board of Directors of the Company as Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year 2026-27, being INR 40,000 /- (Rupees Forty Thousand only) plus applicable taxes and out of pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed.

   **RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To Approve the Appointment of Mr. Shashwat Gaur (DIN: 09047030) as a Director of the Company in the category of Non-Executive Independent Director of the Company

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

   **"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, and based on the recommendation of the Board of Directors and the Nomination and Remuneration Committee, the approval of the Members of the Company be and is hereby accorded to re-appoint Mr. Shashwat Gaur (DIN: 09047030), who was appointed as an Additional Director of the Company with effect from February 14, 2026 and who holds office

up to the date of this Annual General Meeting, and who has submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and is eligible for re-appointment, as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years with effect from February 14, 2026 up to February 13, 2031.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

**By the Order of the Board of Directors**
**M G F Developments Limited**

**Sd/-**
**Chandeep Kumar**
**Company Secretary**
**Membership No.- F8230**
**Address- H-1, F/F, Panchsheel Garden, Near Kalka Sweets House, Naveen Shahdara, Delhi – 110032**

**Place: New Delhi**
**Date: 01.09.2026**

**NOTES:**

(1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED AND RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT 4/17-B, MGF HOUSE, ASAF ALI ROAD, NEW DELHI 110002, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ENSUING ANNUAL GENERAL MEETING.**

(2) Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

(3) Corporate members intending to send their authorized representatives to attend and vote on their behalf at the Meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative(s) to attend along with specimen signature of authorized representative(s).

(4) Copy of the documents referred in the Notice are available for inspection at the registered office of the Company at 4/17-B, MGF House, Asaf Ali Road, New Delhi 110002 between 11:00 a.m. to 2:00 p.m. on any working day from the date hereof, upto the date of the Annual General Meeting.

(5) Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at this Annual General Meeting, is annexed.

(6) Members seeking further clarification, if any, on accounts or any other relevant matters, are requested to write to the Company at least one week before the date of Annual General Meeting, giving details of the information required.

(7) The route map of the place of Annual General Meeting is annexed hereto and forms part of the notice.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 3**

**Ratification and Approval of remuneration of Cost Auditor**

The Board, on the recommendation of the Audit Committee, has approved the re-appointment and remuneration of M/s. Sarat Mondal & Co., Cost Accountant in practice as the Cost Auditor to conduct the audit of the Cost Accounts of the Company for the Financial Year 2026-27 at a remuneration of INR 40,000/- (Rupees Forty Thousand only) plus applicable taxes and out of pocket expenses incurred by them in connection with the aforesaid audit.

In terms of provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial Year 2026-27.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise in this matter except to the extent of their shareholding in the Company

**ITEM NO. 4**

**Regularization of Mr. Shashwat Gaur (DIN: 09047030) as Non-Executive Independent Director**

Mr. Shashwat Gaur (DIN: 09047030) has been serving as an Independent Director of the Company, and his first term as such concluded on February 14, 2026

Considering his valuable contribution during his first term and the Board's assessment that his continued association would be of immense benefit to the Company, the Board of Directors, at its meeting held on February 13, 2026, approved the re-appointment of Mr. Shashwat Gaur (DIN: 09047030) as an Additional Director of the Company, in the category of Non-Executive – Independent Director with effect from February 14, 2026, to hold office up to the date of the ensuing 30th Annual General Meeting ("AGM").

In terms of Section 149(10) of the Act, an Independent Director is eligible for re-appointment for a second term of up to five consecutive years, subject to the passing of a Special Resolution by the Company, it is proposed to re-appoint Mr. Shashwat Gaur (DIN: 09047030) as an Independent Director of the Company for a second term of 5 (five) consecutive years, with effect from February 14, 2026 up to February 13, 2031, and he shall not be liable to retire by rotation.

Mr. Shashwat Gaur (DIN: 09047030) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company. The Company

has also received a declaration from Mr. Shashwat Gaur (DIN: 09047030) that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act.

A copy of the draft letter of re-appointment of Mr. Shashwat Gaur (DIN: 09047030) as an Independent Director, setting out the terms and conditions of his re-appointment, is available for inspection, without any fee, by the Members at the Company's Registered Office during normal business hours on working days, up to the date of the 30th AGM.

In compliance with the provisions of Section 149 read with Schedule IV and Section 149(10) of the Act, his re-appointment as an Independent Director of the Company for a second term is now being placed before the Members for their approval by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, except Mr. Shashwat Gaur (DIN: 09047030), being the appointee, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for the approval of the Members.

**By the Order of the Board of Directors**
**M G F Developments Limited**

**Sd/-**
**Chandeep Kumar**
**Company Secretary**
**Membership No.- F8230**
**Address- H-1, F/F, Panchsheel Garden, Near Kalka Sweets House, Naveen Shahdara, Delhi – 110032**

**Place: New Delhi**
**Date: 01.09.2026**

**ATTENDANCE SLIP**
**30th Annual General Meeting**

Sr. No……

| | |
|---|---|
| **NAME (IN BLOCK LETTERS)** | |
| **ADDRESS** | |
| **REGISTERED FOLIO NO. / DP ID & CLIENT ID** | |
| **SHAREHOLDER / PROXY/ AUTHORISED REPRESENTATIVE** | |

I/We hereby record my/our presence at the 30th Annual General Meeting of the Company being held on Wednesday, the 30th day of September 2026 at 11:00 AM at Rajendra Bhawan, Building No. 210, Pandit Deen Dayal Upadhyay Marg, New Delhi-110002

Signature of Shareholder / Proxy / Authorised Representative

***Note:*** *Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.*

**Notes:**

1) Each equity share of the Company carries one vote.
2) Members are requested to read the Instructions and Notes carefully before casting their votes.
3) For Security Purpose Mobile Phone, Umbrella, Bag will not be allowed in the meeting hall.

**MGT 11- Proxy Form**

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

CIN: U74899DL1996PLC081965
Name of the Company: M G F Developments Limited
Registered Office: 4/17-B, MGF House, Asaf Ali Road, New Delhi – 110002

| | |
|---|---|
| **Name of the Member(s):** | |
| **Registered Address:** | |
| **E-mail Id:** | |
| **Folio No. / Client Id:** | |
| ***DP ID:** | |

I/we, being the member(s) of ……. Equity shares of the above-named Company, hereby appoint:

1. Name : ……
   Address : ……...
   E-mail Id : ……...
   Signature : ……, or failing him

2. Name : ……
   Address : ……
   E-mail Id : ……..
   Signature : ……, or failing him

3. Name : ……...
   Address : ……...
   E-mail Id : ……
   Signature : ……, or failing him

as my/our proxy to attend and vote for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Wednesday, the 30th day of September 2026 at 11:00 AM at Rajendra Bhawan, Building No. 210, Pandit Deen Dayal Upadhyay Marg, New Delhi-110002 and at any adjournment thereof in respect of such resolutions as are indicated below:

| **S.NO.** | **RESOLUTIONS** | **OPTIONAL** | |
|---|---|---|---|
| **Ordinary Business(es):** | | For | Against |
| 1 | To consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2026 and the Reports of the Board of Directors and the Auditors thereon | | |
| 2 | To re-appoint Mr. Shravan Gupta (DIN: 00002707), who retires by rotation, and being eligible, offers himself for re-appointment | | |
| **Special Business (es)** | | | |
| 3 | Ratification and Approval of remuneration of Cost Auditor of the Company | | |
| 4 | To Approve the Appointment of Mr. Shashwat Gaur (DIN: 09047030) as a Director of the Company in the category of Non-Executive Independent Director of the Company | | |

Affix Rs. 1
Revenue
Stamp

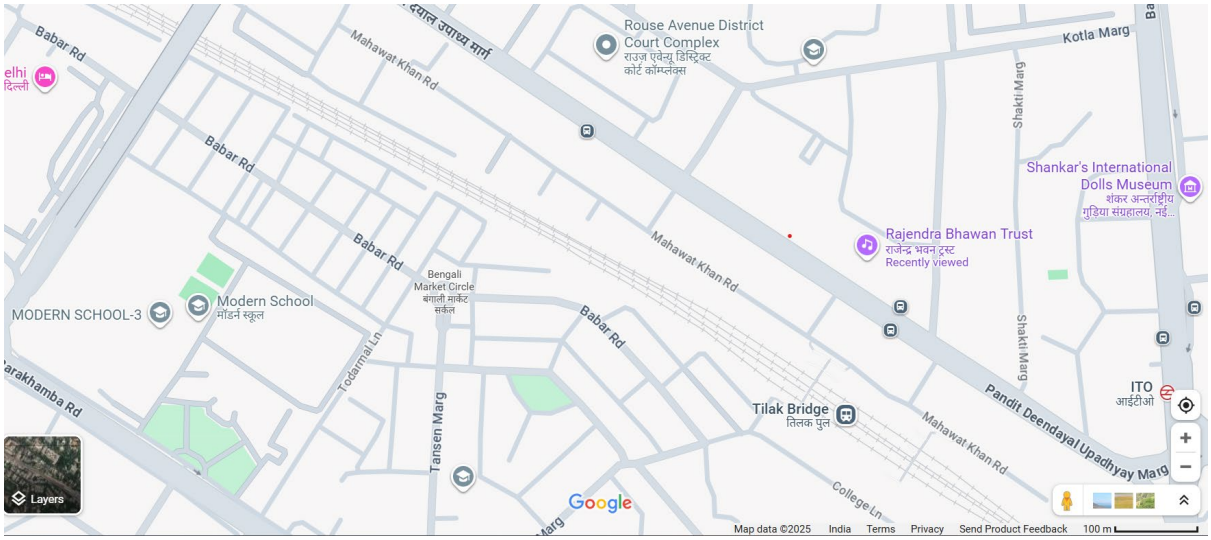
*Applicable for investors holding shares in electronic form.
Signed this ……. Day of ……. 2026

……
Signature of Shareholder

| …… | ……. | …… |
|---|---|---|
| Signature of first proxy holder | Signature of Second proxy holder | Signature of Third proxy holder |

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting**

**Route Map for Venue**




**M G F Developments Limited**
**CIN NO.: U74899DL1996PLC081965**
4/17-B, MGF House, Asaf Ali Road, New Delhi – 110 002
Ph. : +91-11-42322200, 23272216-17-18 Fax : +91-11-23280388
Email: info@mgfindia.co |Website: www.mgfgroup.in

## ATTENDANCE SLIP

**Registered Folio/DP ID & Client ID** :
**Name** :
**Address of Shareholder** :

I/ We hereby record my/our presence at the Annual General Meeting of the Company to be held on Wednesday, 30th Day of September, 2026 at 11:00 A.M at Rajendra Bhawan Building No 210, Pandit Deen Dayal Upadhyay Marg, New Delhi-110002.

Signature of Shareholder/ Proxy:
……

**Note:** You are requested to sign and hand this over at the entrance

**M G F Developments Limited**
**CIN NO.: U74899DL1996PLC081965**
4/17-B, MGF House, Asaf Ali Road, New Delhi – 110 002
Ph. : +91-11-42322200, 23272216-17-18 Fax : +91-11-23280388
Email: info@mgfindia.co |Website: www.mgfgroup.in

# DIRECTORS' REPORT

**Dear Members,**

The Board of Directors of your Company is pleased to present its 30th Annual Report together with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026.

## Financial Performance

The highlights of financial performance of your Company (on standalone basis) for Financial Year ended on March 31, 2026 are as under:

***(Amount in Rs. Lakhs)***

| Particulars | For the year ended 31st March 2026 | For the year ended 31st March 2025 |
|---|---|---|
| Revenue from Operations | 15,168.70 | 3,863.33 |
| Other Income | 11,532.64 | 1,074.56 |
| Total Income | 26,701.34 | 4,937.89 |
| Total Operating Expenditure excluding Interest, Depreciation and Amortization | 11,503.59 | 6,328.56 |
| Finance Cost | 306.40 | 363.79 |
| Depreciation and Amortization expenses | 91.03 | 97.84 |
| Total Expense | 11,901.02 | 6,790.19 |
| Profit / (Loss) before tax | 14,652.06 | (1,847.79) |
| Profit / (Loss) after tax | 10,949.08 | (1,444.73) |
| Net Worth | 2,67,043.00 | 2,56,091.71 |

As reported above, the total revenue during the Financial Year ended March 31, 2026, stood at INR 1,51,68,70,000 (Rupees One Hundred Fifty-One Crore Sixty-Eight Lakhs Seventy Thousand Only) as compared to INR 38,63,33,000 (Rupees Thirty-Eight Crores, Sixty-Three Lacs Thirty-Three Thousand Only) during the previous Financial Year. The Company incurred a profit of INR 1,09,49,08,000 (One hundred nine crore forty-nine lakh eight thousand rupees Only) during the financial year under review as compared to loss of INR 14,44,73,000 (Rupees Fourteen Crores Forty-Four Lacs Seventy-Three Thousand Only) during the previous financial year. The net worth of the Company has increased from Rupees 25,60,91,71,000 (Two Thousand Five Hundred Sixty Crore Ninety-One Lakhs Seventy-One Thousand Only) compared to the current year i.e. 26,70,43,00,000 (Two Thousand Six Hundred Seventy Crore Forty-Three Lakh Only).

## State of Affairs of the Company

The Company is principally engaged in the business of promotion, construction, development and sale of integrated townships, residential and commercial multi storied buildings, houses, flats, shopping malls, etc.

## Material Changes Affecting Financial Position

There are no material changes and commitments affecting the financial position of the Company which has occurred since the end of the financial year i.e. March 31, 2026.

**Corporate Restructuring in the form of Scheme of Demerger**

The Scheme of Arrangement (Demerger) under Section 391-394 of the Companies Act, 1956 was approved by the Equity Shareholders, Secured Creditors (including secured debenture holders) and Un-secured Creditors (including un-secured debenture holders) of Emaar MGF Land Limited ("Demerged Company") and MGF Developments Limited ("Resulting Company") and that the said demerger was passed by the Hon'ble National Company Law Tribunal (NCLT) vide its order dated July 16, 2018. Such Demerger will result in transfer of an undertaking, being part of the construction and development business of Emaar MGF Land Limited ("Demerged Company") to MGF Developments Limited ("Resulting Company"), as provided in the Demerger Scheme approved by NCLT. The Demerger would lend greater focus on the operation of the Company's businesses/ projects and enable further growth and expansion of each business/project. The reorganization of these businesses/ projects will also enable focused leadership that is required by these businesses/ projects which in turn will allow the businesses to undertake future expansion strategies for overall benefits.

However, on June 3, 2019, the Resulting Company had filed an application for enforcement of the Demerger Scheme before the NCLT under Section 231 of the Companies Act, 2013. Implementation of Demerger Scheme was not limited to guarantee(s) and documents/ agreement to transfer the assets. Such application, inter-alia seeks directions of NCLT to ask the Demerged Company to execute/perform various steps for implementation of Scheme. Further on November 19, 2019, NCLT passed an order for appointment of Hon'ble Justice D.K. Jain (Rtd.) for such implementation of scheme. Thereafter, on January 27, 2020, the Demerged Company categorically stated its unwillingness to continue and abandon the proceedings before Hon'ble Justice D.K. Jain (Rtd.) and therefore, the Resulting Company filed a fresh application for execution of the Demerger Scheme before the NCLT on February 01, 2020. The matter will be further listed on September 10, 2026 before NCLT.

Besides above, The International Chamber of Commerce, Arbitral Tribunal in London ("the ICC"), pronounced the Final Award dated September 10, 2024, in ICC Case No. 25000/HTG. The ICC Arbitral Tribunal awarded amounting to approximately Rs. 475 Crore against the Company and to pay interest (or the unpaid balance thereof) at the rate of 11.25% compounded quarterly from 30 June 2024 until full payment is made.

Execution proceedings in the present case are at a preliminary stage, with the High Court of Delhi yet to determine, in accordance with Sections 47 and 48 of the Act and after considering the reply and objections filed by the Company, whether the Final Award rendered by the ICC Arbitral Tribunal in London is enforceable in India. Until such adjudication is concluded, the Final Award shall not be deemed a "decree" of the High Court of Delhi and shall remain unenforceable in India.

The Final Award will attain the status of a decree of the High Court and become enforceable through legal process in India, including by recourse to Order XXI of the CPC, only upon a judicial determination affirming its enforceability under the Act and after adjudication on the merits of the Company's reply and objections. This is a prospective event, as the High Court has not yet rendered its decision.

Further, the outcome of any court proceeding, including the present enforcement proceedings before the High Court, is inherently uncertain and beyond the control of the Company. Consequently, any liability purportedly arising under the Final Award is, from a legal standpoint, contingent in nature.

In line with the opinion of learned legal experts, the amount awarded under the Final Award by the ICC Arbitral Tribunal in London has accordingly been classified as a "contingent liability" in the Company's financial statements. Owing to the ongoing dispute, the uncertainties associated with the outcome of the litigation and its consequential impact, and the pending final decisions on the aforementioned matters, no adjustment has been made in these standalone financial statements. Accordingly, the exact financial implications cannot be ascertained at present. If any such implications arise, they shall be accounted for in the financial year in which the final orders are issued by the Hon'ble Courts.

**Transfer to Reserves**

During the year under review, no amount has been transferred to the General Reserve of the Company.

**Dividend**

During the financial year under review, the Company generated profit, your directors has decided to retain the profits earned during the year for reinvestment in the business and to meet the Company's operating expenditures, future expansion and growth requirements. Accordingly, no dividend has been recommended for the financial year under review.

**Details in respect of Fraud**

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its Officers or Employees under section 143(12) of the Companies Act, 2013.

**Share Capital**

During the year, there were no changes in the authorized and paid-up capital of the Company.

Further, the Authorised Share Capital of the Company stands at Rs. 162,00,00,000/- (Rupees One Hundred Sixty-Two Crores Only). However, as on the date of this report, the Master Data of the Company is not updated in the record of the Ministry of Corporate Affairs, and the Authorised Share Capital of the Company still reflects on the website as Rs. 62,00,00,000/- (Rupees Sixty-Two Crores Only). Further, Company has submitted various request letters dated September 4, 2018, August 5, 2019, February 22, 2022 and August 22, 2025 to the Registrar of Companies, Ministry of Corporate Affairs, New Delhi, seeking to increase its authorised share capital from Rupees Sixty-Two Crore (INR 620,000,000) to Rupees One Hundred Sixty-Two Crore (INR 1,620,000,000) and to update its master data but it is still pending. Accordingly, in compliance with the Order of the NCLT, MGF increased its authorized share capital from Rupees Sixty-Two Crore (INR 620,000,000) to Rupees One Hundred Sixty-Two Crore (INR 1,620,000,000), with effect from July 16, 2018, and disclosed the same in the financial statements of the Company.

**Subsidiaries, Joint Ventures and Associates**

The Company has 29* Subsidiaries, 6*Associate Companies and 1* Joint Venture as on 31st March, 2026.

*The report on the performance and financial position of each of the subsidiaries and associates and salient features of the financial statements in the prescribed Form AOC-1 is annexed to this report as **Annexure - 1**.

**Details of Companies which cease to be Subsidiary of the Company during the Financial Year 2025-26:**

| S. No. | Name of the Company |
|---|---|
| Nil | Nil |

**Details of Companies which became Subsidiary of the Company during the Financial Year 2025-26:**

| S. No. | Name of the Company |
|---|---|
| Nil | Nil |

**Directors / Key Managerial Personnel**

There has been no change in the constitution of the Board during the financial year under review, i.e. the structure of the Board remains the same.

Following are the Directors of the Company as on 31st March, 2026.

| S. No. | Name of the Director/KMP(s) | DIN/Membership No. | Designation | Date of Appointment |
|---|---|---|---|---|
| 1. | Mr. Shravan Gupta | 00002707 | Director | 16/09/1996 |
| 2. | Mr. Rakshit Jain | 00607288 | Director & CEO | 02/03/2009 |
| 3. | Mr. Shashwat Gaur | 09047030 | Additional Independent Director | 14/02/2026* |
| 4. | Mr. Azhar Quadir | 07287027 | Independent Director | 01/09/2020 |
| 5. | Mr. Chandeep Kumar | F8230 | Company Secretary | 06/09/2022 |
| 6. | Mr. Vijay Kumar Sharma | AORPS2248R | CFO | 01/07/2017 |

Mr. Shravan Gupta retires by rotation and being eligible, offers himself for re-appointment in the Company.

*Mr. Shashwat Gaur was appointed as an Independent Director of the Company on 15.02.2021 for a term of five consecutive years. Upon completion of his first term, he was appointed as an Additional Director in the capacity of Independent Director of the Company on 14.02.2026. The company proposes to appoint him as an Independent Director for a further term of five consecutive years, subject to the approval of the members at the ensuing Annual General Meeting.

**Meetings of Board / Committees**

Details of the meetings of Board / Committees of the Company, held during the financial year 2025-26 are as under:

| S. No. | Date of Meetings | | | |
|---|---|---|---|---|
| | Board Meetings | Audit Committee Meetings | CSR Committee Meetings | Nomination & Remuneration Committee Meetings |
| 1 | April 16, 2025 | September 01, 2025 | April 16, 2025 | April 16, 2025 |
| 2 | May 30, 2025 | -- | September 01, 2025 | September 01, 2025 |
| 3 | July 07, 2025 | -- | -- | February 13, 2026 |
| 4 | July 10, 2025 | -- | -- | -- |
| 5 | August 25, 2025 | -- | -- | -- |
| 6 | September 01, 2025 | -- | -- | |
| 7 | September 08, 2025 | -- | -- | -- |
| 8 | October 06, 2025 | -- | -- | -- |
| 9 | November 07, 2025 | -- | | -- |
| 10 | January 13, 2026 | -- | -- | -- |
| 11 | February 13, 2026 | -- | -- | |
| **Total** | **11** | **1** | **2** | **3** |

The attendance status of the Directors in the abovementioned Board/ Committee Meetings is as under:

| S. No. | Name of Directors | Number of Meetings | | | |
|---|---|---|---|---|---|
| | | Board Meetings | Audit Committee Meetings | CSR Committee Meetings | Nomination & Remuneration Committee Meetings |
| 1. | Mr. Shravan Gupta | 1 | N.A. | N.A. | N.A. |
| 2. | Mr. Rakshit Jain | 10 | 1 | 2 | 3 |
| 3. | Mr. Shashwat Gaur | 11 | 1 | 2 | 3 |
| 4. | Mr. Azhar Quadir | 11 | 1 | 2 | 3 |

**Directors' Responsibility Statement**

Your directors state that:

a) in the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same.

b) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date.

c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) The Directors have prepared the annual accounts on a 'going concern' basis.

e) The Directors 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) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**Declaration by Independent Directors**

All the Independent Directors of the Company have submitted the requisite declaration under Section 149(7) that they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013.

**Nomination & Remuneration Committee**

The composition of the Nomination and Remuneration Committee and terms of reference are in compliance with the provisions of Section 178 of the Act. The salient features of the policy and changes therein, if any, along with the web address of the policy, are https://mgfgroup.in/images/policies/MGF_N_R-Policy.pdf

The Nomination and Remuneration Policy of the Company contains the guidelines on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178(3).

The Nomination and Remuneration Committee consists of the following members:

| S. No. | Name of the Member(s) | Designation |
|---|---|---|
| 1. | Mr. Shashwat Gaur | Chairman |
| 2. | Mr. Rakshit Jain | Member |
| 3. | Mr. Azhar Quadir | Member |

During the year under review, the Nomination and Remuneration Committee met 3 (Three) times namely on April 16, 2025, September 01, 2025 and February 13, 2026

**Audit Committee**

The composition of the Audit Committee and terms of reference are in compliance with the provisions of Section 177 of the Act. All members of the Committee are financially literate and have accounting or related financial management expertise.

The Terms of reference broadly include the following:

i) the recommendation for appointment, remuneration and terms of appointment of auditors of the company.
ii) review and monitor the auditor's independence and performance, and effectiveness of audit process.
iii) examination of the financial statement and the auditors' report thereon.
iv) approval or any subsequent modification of transactions of the company with related parties.
v) scrutiny of inter-corporate loans and investments.
vi) valuation of undertakings or assets of the company, wherever it is necessary
vii) evaluation of internal financial controls and risk management systems.
viii) monitoring the end use of funds raised through public offers and related matters.

The Audit Committee consists of the following members:

| S. No. | Name of the Member(s) | Designation |
|---|---|---|
| 1. | Mr. Shashwat Gaur | Chairman |
| 2. | Mr. Rakshit Jain | Member |
| 3. | Mr. Azhar Quadir | Member |

During the year under review, the Audit Committee met 1 (One) time namely on September 01, 2025.

All the recommendations of the Audit Committee were accepted by the Board during the year under review.

**Statutory Auditors**

M/s. S A M P R K & ASSOCIATES, Chartered Accountants (FRN: 013022N), were re-appointed as Statutory Auditor of the Company for 5 (five) years from F.Y. 2025-26 to F.Y. 2029-30 in the 29th Annual General Meeting of the Company, held on September 30, 2025.

There is emphasis of matter made by the statutory auditors in their report which are suitably self-explanatory in the notes to the financial statements of the Company.

**Cost Auditors**

As per Section 148 of the Companies Act, 2013, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. In this connection, the Board of Directors of the Company has on the recommendation of the Audit Committee, approved the appointment of M/s. Sarat Mondal & Co., Cost Accountants (FRN 24642), as Cost Auditors of the Company for conducting Cost Audit of the Company for the financial year 2026-27 and the renumeration of the Cost Auditor shall be subject to the ratification by the members in ensuing 30th Annual General Meeting.

Further, there are no remarks given in the report of Cost Auditors by the Auditor.

## Secretarial Auditor

As per Section 204 of the Companies Act, 2013 inter-alia requires to annex with its Board's Report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form.

The Board has appointed M/s Sharma Ajay & Associates, Company Secretaries, as Secretarial Auditor to conduct Secretarial Audit for the financial year 2025-26 and their report is annexed to this Board Report as **Annexure-2.**

The Secretarial Audit Report is self-explanatory and does not contain any qualification, reservation or adverse remark.

## Annual Return

The web link of the annual return, in accordance with Section 134(3)(a) of the Companies Act 2013 can be accessed on the website of the Company at URL: https://mgfgroup.in/investor-relations.html

## Loans, Guarantees or Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given under Notes to the Financial Statements.

## Deposits

During the year under review, the Company has not invited or accepted any deposits under the Companies Act, 2013.

## Related Party Transactions

Details of disclosure of related party transactions covered under the provisions of Section 188 of the Companies Act, 2013 are given under Notes to the Financial Statements.

There have been no materially significant related party transactions between the Company and the related parties, except for those disclosed in the financial statements. Further, during the financial year 2025-26, the Company had not entered into any new contract/ arrangement with related parties, as specified under Section 188(1) of the Companies Act, 2013.

## Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

## Corporate Social Responsibility

The roles and responsibilities of the CSR Committee include formulation and recommendation of Corporate Social Responsibility policy to the Board, recommending the amount to be incurred for

CSR activities, instituting a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company, and monitor the CSR policy from time to time.

The CSR Committee consists of the following members:

| S. No. | Name of the Member(s) | Designation |
|---|---|---|
| 1. | Mr. Shashwat Gaur | Chairman |
| 2. | Mr. Rakshit Jain | Member |
| 3. | Mr. Azhar Quadir | Member |

A copy of the CSR Policy can be accessed on the Company's website at URL: https://mgfgroup.in/images/policies/MGFD%20CSR%20Policy.pdf

During the financial year 2025–26, the provisions of Section 135 are applicable to the Company, inter alia, on account of its net worth of INR 2,67,043.00 lakh as at March 31, 2026, as compared with INR 2,56,091.71 lakh as at March 31, 2025. Although the Company recorded a net profit of INR 14,652.06 lakh during FY 2025–26, as against a net loss of INR 1,847.79 lakh in the previous financial year, the average net profit for the three immediately preceding financial years, computed in accordance with Section 198 of the Act, is negative.

During the year under review, the Corporate Social Responsibility Committee met 2 (Two) times namely on April 16, 2025 and September 01, 2025.

The Annual Report on CSR is enclosed and marked as **Annexure - 3**.

## Risk Management

The Company does not develop any Risk Management policy as the elements of risk threatening the Company's existence are very minimal.

## Vigil Mechanism

Pursuant to Section 177(9) of the Act, a vigil mechanism was established for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. The Vigil Mechanism provides adequate safeguards against victimization of employees and directors or such whistle blowers, who avail the vigil mechanism and report their genuine concerns or grievances.

The Vigil Mechanism Policy is available on the Company's website at URL: https://www.mgfgroup.in/images/policies/MGF_Vigil%20Mechanism%20Policy.pdf

## Significant & Material Orders Passed by the Regulators/ Courts/ Tribunals

During the year under review, no significant or material orders were passed by any Regulators or Courts that would have a material impact on the affairs of the Company.

## Investor Education & Protection Fund

During the year under review, the Company was not liable to deposit any amount to the Investor Education and Protection Fund.

## Formal Annual Evaluation

Pursuant to the provisions of Section 134, 178 and Schedule IV of the Companies Act, 2013, the following performance evaluations were carried out.

a) Performance evaluation of the Board, Chairman and non-Independent Directors by the Independent Directors.
b) Performance evaluation of the Board, its committees and Independent Directors by the Board of Directors; and
c) Performance evaluation of every director by the Nomination and Remuneration Committee.

During the period under review, the above evaluations were found satisfactory at all levels.

## Conservation of Energy, Technology Absorption, Foreign Exchange Earnings & Outgo

**(A) Conservation of energy-**

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

**(B) Technology absorption-**

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

**(C) Foreign exchange earnings and Outgo-**

During the financial year, the Foreign Exchange used and earned by the Company is as under:

(***Amount in Rs. Lakhs***)

| S. No. | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1. | Foreign Exchange Earnings | - | - |
| 2. | Foreign Exchange Outgo | 694.00 | 1,122.97 |

**Managerial Remuneration/ Particulars of the Employees**

The Company has employees falling under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and hence this provision is applicable and statement as per rules is annexed as **Annexure-4.**

**Obligation Of Company Under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

As a part of the policy for Prevention of Sexual Harassment in the organization, the Company has in place an Internal Complaints Committee for prevention and redressal of complaints of sexual harassment of women at workplace in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 and relevant rules thereunder. No complaints were received by the Committee during the period under review.

**Compliance with the Maternity Benefit Act, 1961**

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company remains committed to ensuring a safe, inclusive, and supportive workplace for women employees. During the year under review, 2 (two) women employees were provided maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during the maternity leave period.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

**Gender-Wise Composition of Employees**

In alignment with the principles of diversity, equity, and inclusion (DEI), the Company discloses below the gender composition of its workforce as on March 31, 2026.

Male Employees: 46

Female Employees: 6

This disclosure reinforces the Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender.

**Secretarial Standards**

Your Directors confirm that the Company had followed the compliances of all applicable Secretarial Standards i.e. Secretarial Standard 'SS-1' for Meetings of the Board of Directors and 'SS-2' for General Meetings issued by the Institute of Company Secretaries of India.

**Acknowledgement**

Your directors would like to express their sincere appreciation for the assistance and co–operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the services committed by the Company's executives, staff and workers.

**For and on behalf of the Board of Directors**
**M G F Developments Limited**

Sd/-
**Rakshit Jain**
**Director and Chief Executive Officer**
**DIN: 00607288**
**Address:** C-14, First Floor,
Green Park Extension,
New Delhi-110016

Sd/-
**Shashwat Gaur**
**Director**
**DIN: 09047030**
**Address:** S3-510, Saraswati Apartment,
Vasant Kunj, Delhi - 110070

**Date:** September 01, 2026
**Place:** New Delhi

**FORM AOC-I**

**Annexure -I**

| S. No. | Name of the Subsidiary/ Associate Company | CIN | Section | Nature | Share Holding (No. of equity shares) | Share Holding (No. of Preference shares) | Extent of Holding (%) | Paid Up Capital (in Rs) | Preference share Capital | Reserves | Net Worth | Total Assets | Total Liabilites | Investments | Turnover | Profit/(Loss) before Tax | Provision For Tax | Profit/(Loss) after Tax |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | Avinashi Buildtech Private Limited | U70109DL2006PTC152669 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (255,679) | (155,679) | 64,602,283 | 64,757,962 | - | - | (2,527) | - | (2,527) |
| 2 | Cassock Properties Private Limited | U45201HR2006PTC101250 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (224,642) | (124,642) | 28,945,307 | 29,069,949 | - | - | (3,033) | - | (3,033) |
| 3 | Chhavi Buildtech Private Limited | U70104HR2006PTC101110 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | 13,739,942 | 13,839,942 | 344,679,871 | 330,839,929 | - | | (26,808) | - | (26,808) |
| 4 | Clean and Green Energy India Private Limited | U90009DL2019PTC350958 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (102,204) | (2,204) | 22,996 | 25,200 | - | - | (2,416) | - | (2,416) |
| 5 | Crimson Holdings Private Limited | U70100DL2010PTC204903 | 2(87) | Subsidiary | 30,000 | | 75 | 400,000 | - | (396,392) | 3,608 | 28,808 | 25,200 | - | - | (3,085) | - | (3,085) |
| 6 | Easter Conbuild Private Limited | U45400DL2007PTC163140 | 2(87) | Subsidiary | 20,000 | - | 100 | 200,000 | - | 10,848,141 | 11,048,141 | 11,491,215 | 443,074 | - | - | (2,139) | - | (2,139) |
| 7 | Ecstasy Conbuild Private Limited | U45400DL2007PTC163144 | 2(87) | Subsidiary | 20,000 | - | 100 | 200,000 | - | 10,846,717 | 11,046,717 | 11,470,477 | 423,760 | - | - | (2,139) | - | (2,139) |
| 8 | Ethic Conbuild Private Limited | U45400DL2007PTC163096 | 2(87) | Subsidiary | 20,001 | - | 100 | 200,010 | - | 22,365,193 | 22,565,203 | 38,874,662 | 16,309,459 | - | - | (4,763) | - | (4,763) |
| 9 | Gait Propbuild Private Limited | U45200HR2007PTC101113 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | 664,000 | 764,000 | 69,752,255 | 68,988,255 | - | - | (21,451) | - | (21,448) |
| 10 | Glimpse Propbuild Private Limited | U45200HR2007PTC101111 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | 1,730,476 | 1,830,476 | 33,314,125 | 31,483,648 | - | - | (26,408) | - | (26,408) |
| 11 | Godson Propbuild Private Limited | U45200DL2007PTC158082 | 2(87) | Subsidiary | 20,000 | - | 100 | 200,000 | - | 17,727,602 | 17,927,602 | 17,952,802 | 25,200 | - | - | (26,100) | - | (26,100) |
| 12 | Gran Propbuild Private Limited | U45200HR2007PTC101114 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (525,326) | (425,326) | 43,767,086 | 44,192,412 | - | - | (2,127) | - | (2,127) |
| 13 | Grapeshot Propbuild Private Limited | U45200HR2007PTC101069 | 2(87) | Subsidiary | 20,000 | - | 100 | 200,000 | - | 19,693,733 | 19,893,733 | 26,123,700 | 6,229,967 | - | - | (26,408) | 1,001,625 | (1,028,033) |
| 14 | Kayo Developers Private Limited | U45400DL2007PTC170833 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | 2,818,384 | 2,918,384 | 357,562,650 | 354,644,266 | - | - | 759,977 | 197,600 | 562,377 |
| 15 | Lifeline Build Tech Private Limited | U45201DL2006PTC147624 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (34,945,756) | (34,845,756) | 230,023,757 | 264,869,513 | - | - | (4,196) | - | (4,196) |
| 16 | Locus Propbuild Private Limited | U45200DL2007PTC159219 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (605,203) | (505,203) | 27,716,605 | 28,221,808 | - | - | (2,133) | - | (2,133) |
| 17 | Mega City Promoters Private Limited | U45201DL2004PTC128387 | 2(87) | Subsidiary | 65,000 | - | 100 | 650,000 | - | (4,534,314) | (3,884,314) | 262,416,411 | 266,300,725 | - | - | (4,619) | - | (4,619) |
| 18 | MGF Disha Foundation | U85300DL2022NPL402398 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | 1953679.20 | 2053679.20 | 2109779.20 | 56,100 | - | 40,300,000 | 1,704,473 | - | 1,704,473 |
| 19 | MGFD Ventures Private Limited | U74999DL2018PTC329933 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (990,163) | (890,163) | 88,316,572 | 89,206,736 | 88,260,870 | - | (29,562) | - | (29,562) |
| 20 | Pipalashray Estate Private Limited | U74999DL2007PTC160053 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (118,948) | (18,948) | 63,244,364 | 63,263,312 | - | - | (2,133) | - | (2,133) |
| 21 | Prayas Buildcon Private Limited | U45201DL2006PTC147831 | 2(87) | Subsidiary | 100,000 | - | 100 | 1,000,000 | - | (7,127,039) | (6,127,039) | 1,465,323,811 | 1,471,450,850 | - | - | (493,378) | (176) | (493,202) |
| 22 | Samishti Real Estate Private Limited | U45400DL2014PTC269821 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | 6,028,809 | 6,128,809 | 6,154,009 | 25,200 | - | - | (8,396) | (6) | (8,390) |
| 23 | Spiritual Realtors Private Limited | U45201DL2006PTC147532 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (7,681,239) | (7,581,239) | 40,715,370 | 48,296,609 | - | - | (2,133) | - | (2,133) |
| 24 | Sukhda Promoters Private Limited | U70109HR2006PTC101315 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (827,080) | (727,080) | 59,660,518 | 60,387,598 | - | - | (2,516) | - | (2,516) |
| 25 | Tushar Projects Private Limited | U70101DL2006PTC148782 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (2,442,679) | (2,342,679) | 53,542,873 | 55,885,552 | 3,000,000 | - | (252,299) | 13,237 | (265,536) |
| 26 | Valente Real Estates Private Limited | U70102DL2014PTC268972 | 2(87) | Subsidiary | 10,000 | - | 100 | 100,000 | - | (61,787,782) | (61,687,782) | 203,056,782 | 264,744,564 | 5,153,289 | - | (29,547,539) | 275,012 | (29,822,551) |
| 27 | Kingpin Realtors Private Limited | U70102DL2016PTC291162 | 2(87) | Subsidiary of Valente Real Estates Private Limited (Subsidiary) | 509 (held by Valente Real Estates Private Limited) | - | 51 | 10,000 | - | (304,749) | (294,749) | 238,951 | 533,700 | - | - | (32,107) | - | (32,107) |
| 28 | Mohali Residency Development Private Limited | U70102DL2016PTC291054 | 2(87) | Subsidiary of Valente Real Estates Private Limited (Subsidiary) | 509 (held by Valente Real Estates Private Limited) | - | 51 | 10,000 | - | (1,500,263) | (1,490,263) | 426,137 | 1,916,400 | - | - | (634,653) | - | (634,653) |
| 29 | Zane Devcon Private Limited | U70102DL2015PTC283884 | 2(87) | Subsidiary of Valente Real Estates Private Limited (Subsidiary) | 5,099 (held by Valente Real Estates Private Limited) | - | 51 | 100,000 | - | (42,626,895) | (42,526,895) | 517,754 | 43,044,649 | - | 2,313,000 | (4,699,307) | (275) | (4,699,032) |
| 30 | Discovery Holdings Private Limited | U67110DL1998PTC093629 | 2(6) | Associate | 49,850 | - | 49.85 | 1,000,000 | - | 55,589,838 | 56,589,838 | 100,502,483 | 43,585,485 | - | 7,632,148 | 1,392,678 | 177,392 | 1,570,070 |
| 31 | Emaar MGF Construction Private Limited | U70109DL2006PTC154556 | 2(6) | Associate | 2,188,102 | - | 39.89 | 54,853,390 | - | | | | | DISPUTED* | | | | |
| 32 | MGF Estates Management Private Limited | U74140DL2011PTC221910 | 2(6) | Associate | 50,000 | - | 50 | 1,000,000 | - | 74,731,175 | 75,731,175 | 214,630,633 | 136,353,663 | - | 220,315,119 | 2,723,118 | 617,239 | 2,105,879 |
| 33 | MGF Promotions & Events Private Limited | U74999DL2011PTC221030 | 2(6) | Associate | 50,000 | - | 50 | 1,000,000 | - | 25,666,611 | 26,666,611 | 31,060,561 | 4,393,951 | - | 3,640,338 | 1,011,093 | 263,625 | 747,468 |
| 34 | SSP Aviation Limited | U45201DL2003PLC118351 | 2(6) | Associate | 520,300 | - | 26.02 | 20,000,000 | - | (462,488,132) | (442,488,132) | 425,070,318 | 867,588,450 | 99,608,450 | - | (89,090) | - | (89,090) |
| 35 | VMR Promoters Private Limited | U70109DL2006PTC152110 | 2(6) | Associate | 2,500,000 | - | 50 | 50,000,000 | - | (6,100,421) | 43,899,579 | 75,206,844 | 31,307,265 | - | - | (1,175) | - | (1,175) |
| 36 | North Delhi Metro Mall Private Limited | U74999DL2003PTC123419 | 2(6) | Joint Venture | 9,144,053 | - | 13.72 | 666,476,140 | - | | | | | | | | | |

* Emaar MGF Construction Private Limited(EMCPL) has reduced our shareholding to 0.92% by the right issue and the matter is disputed and pending before Hon'ble National Company Law Tribunal, New Delhi

ANNEXURE TO THE DIRECTORS' REPORT

**Form No. MR-3**
**SECRETARIAL AUDIT REPORT**
**FOR THE FINANICAL YEAR ENDED 31st MARCH, 2026**

**[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,
M/s. M G F Developments Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **M G F Developments Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided usa reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes 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, we hereby report that in our opinion, the Company has, during the financial year ended **31st March, 2026**, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2026** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of foreign Direct Investment, Overseas Direct Investment, External Commercial Borrowings;

(iii) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were **not applicable** to the Company during the financial year under report:-

(iv) The management has identified and confirmed the following laws as applicable to company;

(a) The Environment (Protection) Act, 1986 and other Environment laws;
(b) The Employees Provident Fund & Miscellaneous Provisions Act, 1952;
(c) Income Tax Act, 1961 and Other Applicable Tax Laws;
(d) Industrial Dispute Act, 1947;
(e) Minimum Wages Act, 1948;
(f) Contract Labour Act, 1970;
(g) Payment of Bonus Act, 1965;
(h) Employee's State Insurance Act, 1948;
(i) Payment of Wages Act, 1936 and other applicable Labour & Industrial Laws.

We have also examined compliance with the Secretarial Standards (SS-1 and SS-2 with regard to Meeting of Board and Meeting of Members respectively issued by The Institute of Company Secretaries of India.

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

**We further report that,** as per the records made available to us, the Company has generally filed the forms, returns, documents and resolutions with the Registrar of Companies and other authorities within the prescribed time, except Form CHG-1 relating to creation of charge by way of hypothecation of motor vehicle in favour of Union Bank of India and Form MGT-14 relating to the grant of Bank Guarantee.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive. No changes in the composition of the Board of Directors were took place during the year under review except **Mr. Azhar Quadir** (DIN: 07287027) was Appointed as an Additional Director w.e.f 01.09.2025 and further has been Regularized as a Director at the Annual General Meeting held on 30.09.2025. Further, Mr. Shashwat Gaur, Independent Director, retired from his office as an Independent Director and was subsequently re-appointed by the Board of Directors as an Additional Director in the capacity of Non-Executive Independent Director with effect from February 14, 2026, subject to the approval of the members at the ensuing Annual General Meeting.

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.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**We 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.

For **Sharma Ajay & Associates**
**Company Secretaries**
**(Proprietor)**

Sd/-
**Ajay Sharma**
**ACS No**.: 44649
**C.P No**.: 16642

**Place**: New Delhi
**Date**: 01/09/2026
**UDIN**: **A044649H001324213**

This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

**Annexure A**

To
The Members
M/s. M G F Developments Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

For **Sharma Ajay & Associates**
**Company Secretaries**
**(Proprietor)**

Sd/-
**Ajay Sharma**
**ACS No**.: 44649
**C.P No**.: 16642

**Place**: New Delhi
**Date**: 01/09/2026

**Annexure -3**

**Format for the Annual Report on CSR Activities to be Included in the Board's Report For Financial Year Commencing on or After 1st Day of April 2020**

1. **Brief outline on CSR Policy of the Company**

M G F Developments Limited ("MGF" or "the Company") is committed to improve the lives of members of different sections of the society in which it operates. The Company believes in "Commercial and Social Development" and strives to create a positive impact on the communities it serves and on the environment. The Company is committed not just to profits, but also towards leaving a deeper imprint on the society as a whole. We understand that there is a need to strike a balance between the overall objectives of achieving corporate excellence vis-a-vis the company's responsibilities towards the community.

2. **Composition of CSR Committee:**

| S. No. | Name of Director | Designation / Nature of Directorship | No. of meetings of CSR Committee held during the year | No. of meetings of CSR Committee attended during the year |
|---|---|---|---|---|
| 1. | Mr. Shashwat Gaur | Chairman and Independent Director | 2 | 2 |
| 2. | Mr. Azhar Quadir | Independent Director | 2 | 2 |
| 3. | Mr. Rakshit Jain | CEO and Director | 2 | 2 |

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.**

https://mgfgroup.in/images/policies/MGFD%20CSR%20Policy.pdf

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).** NOT APPLICABLE

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any**: Rs. 69,35,724/-

| S. No. | Financial Year | Amount available for set-off from preceding financial years (in Rs) | Amount required to be set off for the financial year, if any (in Rs) |
|---|---|---|---|
| 1. | 2025-26 | 69,35,724 | - |
| | **Total** | 69,35,724 | - |

6. **Average net profit of the company as per section 135(5):** Rs. -158,472,349.02/-

7. **(a) Two percent of average net profit of the company as per section 135(5):** N.A.

**(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:** NIL

**(c) Amount required to be set off for the financial year, if any:** NIL

**(d) Total CSR obligation for the financial year (7a+7b-7c):** NIL

8. **(a) CSR amount spent or unspent for the financial year:**

| Total Amount Spent for the Financial Year. (In Rs.) | Amount Unspent (in Rs.) | | | | |
|---|---|---|---|---|---|
| | Total Amount transferred to Unspent CSR Account as per section 135(6). | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). | | |
| | Amount. | Date of transfer | Name of the Fund | Amount | Date of transfer |
| NIL | NIL | N.A. | N.A. | N.A. | N.A. |

(b) Details of CSR amount spent against ongoing projects for the financial year: **NOT APPLICABLE**

| S. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project | | Project duration. | Amount allocated for the project (in Rs.). | Amount spent in the current financial Year (in Rs.) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.). | Mode of Implementation - Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | State | District | | | | | | Name | CSR Registration number |
| NA | | | | | | | | | | | | |

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

| S. No | Name of the Project | Item from the list of activities in schedule VII to the Act | Local area (Yes/No). | Location of the project | | Amount spent for the project (in Rs.) | Mode of implementation - Direct (Yes/No) | Mode of implementation - Through implementing agency. | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | State | District | | | Name | CSR registration number |
| NA | | | | | | | | | |

(d) Amount spent in Administrative Overheads: **NIL**

(e) Amount spent on Impact Assessment, if applicable: **NIL**

| S. No. | Preceding Financial Year. | Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.) | Amount spent in the reporting Financial Year (in Rs.). | Amount transferred to any fund specified under Schedule VII as per section 135(6), if any. | | | Amount remaining to be spent in succeeding financial years. (in Rs.) |
|---|---|---|---|---|---|---|---|
| | | | | Name of the Fund | Amount (in Rs). | Date of transfer. | |
| NA | | | | | | | |

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): NIL

(g) Excess amount for set off, if any: **NIL**

| S.No. | Particular | Amount (in Rs.) |
|---|---|---|
| (i) | Two percent of average net profit of the company as per section 135(5) | **NIL** |
| (ii) | Total amount spent for the Financial Year | **NIL** |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | **NIL** |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | **NIL** |
| (v) | Amount available for set off in succeeding financial years [(iii)-(iv)] | **NIL** |

* During the financial year, the Company was not required to incur any expenditure towards Corporate Social Responsibility (CSR) under Section 135 of the Companies Act, 2013. However in previous financial year, the Company had incurred excess CSR expenditure amounting to ₹69,35,724/-. The said excess CSR expenditure shall be set off against the CSR obligation of the succeeding financial years, in accordance with the applicable provisions of Section 135 of the Companies Act, 2013 read with Rule 7(3) of the Companies (CSR Policy) Rules, 2014.

9. (a) Details of Unspent CSR amount for the preceding three financial years: **NIL**

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **NIL**

| S. No. | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration | Total amount allocated for the project (in Rs.) | Amount spent on the project in the reporting Financial Year (in Rs) | Cumulative amount spent at the end of reporting Financial Year. (in Rs.) | Status of the project - Completed /Ongoing |
|---|---|---|---|---|---|---|---|---|
| NA | | | | | | | | |

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: **NOT APPLICABLE**

**(asset-wise details).**

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): **NOT APPLICABLE**

**For M G F Developments Limited**

Sd/-
**Rakshit Jain**
**CEO & Director**
**DIN: 00607288**
**Address:** C-14, First Floor,
Green Park Extension,
New Delhi-110016

Sd/-
**Shashwat Gaur**
**Chairman**
**DIN: 09047030**
**Address:** S3-510, Saraswati Apartment,
Vasant Kunj, Southwest Delhi - 110070

**Date: September 01, 2026**
**Place: New Delhi**

**Annexure -4**

**Details of Top 10 Employees as Rule 5 (2) of Companies (Appointment and Remuneration) Rules, 2014**

| Sr. No. | Name of Employee | Designation | Nature of Employment | Qualification and Experience | Date of Commencement of Employment | Age | Last employment held | % of equity shares held | Relative of Employee | Remuneration per annum (In INR) |
|---|---|---|---|---|---|---|---|---|---|---|
| 1. | Mr. Rakshit Jain | CEO and Director | Permanent | CA & B.Com | August 01, 2018 | 54 | Cressanda Solutions (UK) Ltd. | Nil | Nil | 1,58,40,000 |

## INDEPENDENT AUDITOR'S REPORT

### To the Members of M G F Developments Limited

**Report on the Audit of the Standalone Financial Statements**

**Opinion**

We have audited the accompanying standalone financial statements of M G F Developments Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Statement of Changes in Equity, and the Cash Flow Statement for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the accompanying standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, changes in equity 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 standalone financial statements.

**Emphasis of Matter**

We draw attention to the following matters in the Notes to the standalone financial statements of the Company:

a) *Footnote of note no. 17 describes the company's accounting treatment of legal and professional expenses incurred in connection with proceedings before the ICC Arbitral Tribunal in London. The company has recognized these expenses as Recoverable Arbitration-related Expenditure based on management's assessment of their future recoverability, whereas Ind AS requires such expenditures to be expensed as incurred, for the reasons set out in the said Note.*

b) *Footnote of note no. 24 regarding the Company has not made the provisions for interest or premium on NCD's in its financial statement for the year ended on March 31, 2026, for the reasons stated therein.*

c) *Note 36B(c) Footnote-2 to the standalone financial statements, which describes the uncertainty relating to the outcome of the legal proceedings initiated against the Company in connection with the final award rendered by the ICC Arbitral Tribunal in London. The enforcement proceedings are presently at a preliminary stage, and the Hon'ble High Court of Delhi is yet to determine the enforceability in India of the said arbitral award. Accordingly, the ultimate outcome of the proceedings, including any consequential liability, if any, that may arise to the Company, remains uncertain and cannot presently be determined, for the reasons set out in the said Note.*

d) *Note 36B(d) footnote-3 to the standalone financial statements, which describes the claims and legal proceedings against the Company, including proceedings/investigations before the Enforcement Directorate and other judicial and quasi-judicial authorities, and the related attachments and claims. The ultimate outcome of these matters and the consequential financial impact, if any, cannot presently be determined with certainty, for the reasons set out in the said Note*

e) *Note No. 50 concerns the company, which has not recognized any liability related to ground rent/lease rent on the hotel plots at Jasola, New Delhi, in its financial statements for the reasons set out in the said Note.*

Based on the advice of external legal counsel, management has not recognised any provision or made any adjustment in the standalone financial statements in respect of the aforesaid matters. Our opinion is not modified in respect of these matters.

**Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report but does not include the standalone financial statements and our auditor's report thereon. The Director's Report is expected to be made available to us after the date of this Auditor's Report.

Our opinion on the standalone financial statements 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the 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. We have nothing to report in this regard.

**Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) 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 the 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, management 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

Those Board of Directors are also 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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 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 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 financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

**Report on Other Legal and Regulatory Requirements**

(1) As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure 1", 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, 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;

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 except for the matters stated in the paragraph (i)(vi) below on reporting under Rule 11(g);

c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is

disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above;

g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in 'Annexure 2' to this report;

h) In our opinion, the managerial remuneration for the year ended 31 March 2026 has been paid/ provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

i) 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 standalone financial statements – Refer Note 36B to the standalone financial statements;

(ii) The Company did not have any long-term contracts including derivative contracts. Hence, the question of any material foreseeable losses does not arise;

(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, 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 company to or in any other person or entity, including foreign entity ("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, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity,

including foreign entity ("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 the audit procedures that have been 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) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) No dividend has been declared or paid during the year by the company.

(v) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail facility has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature having been tampered with. Additionally, the audit trail maintained by the Company for the financial year ended 31 March 2025 has been preserved by the Company in accordance with the statutory requirements for record retention.

**For S A M P R K & Associates**
Chartered Accountants
Firm Registration No.: 013022N

Sd/-

(**CA Keshav Kumar)**
Partner
Membership No. 088271
UDIN: 26088271FRHAMQ2274

Place: Delhi
Dated: 01/09/2026

**ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT**

[Referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our Independent Auditor's Report of even date addressed to the Members of the Company of **M G F Developments Limited CIN: U74899DL1996PLC081965 on the financial statements for the year ended March 31, 2026]**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

**(i)**

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.

(B) The company has maintained proper records showing full particulars of intangible assets.

(b) During the year, the Property, Plant and Equipment of the Company were physically verified by the Management at reasonable intervals, and, as informed to us, no material discrepancies were noticed during such verification. In our opinion, the frequency of such verification is reasonable, having regard to the size of the Company and the nature of its assets.

(c) The title deeds of immovable properties recorded as Property, Plant and Equipment in the books of account of the Company are held in the name of the Company, except in respect of land situated at Plot Nos. 15 and 15A of the Jasola Project. The said plots, together with the rights attached thereto, were transferred from Emaar India Limited to the Company pursuant to the Scheme of Arrangement approved by the Hon'ble National Company Law Tribunal (NCLT) vide its order dated July 16, 2018.

(d) The company has not revalued its Property, Plant and Equipment or intangible assets or both during the year ended March 31, 2026.

(e) As informed to us, no proceedings have been initiated during the year or are pending against the company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

**(ii)** (a) The inventory has been physically verified by the management during the year except for inventories represented by the development rights. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Inventories represented by the development rights have been confirmed on the basis of custodian certificate of land obtained by the management as at 31 March 2026. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory on the basis of such physical verification and confirmations.

(b) The company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets during the year. Accordingly, the provisions of clause 3(ii)(b) of the order is not applicable.

**(iii)**

(a) As informed, the Company has granted interest free unsecured loans to various parties covered in the register maintained under Section 189 of the Act. In our

opinion and according to the information and explanations given to us, the terms and conditions of the loans are not prejudicial to the interest of the Company.

(b) The schedule of repayment of principal and payment of interest in respect of such loans has not been stipulated thus we are unable to comment whether the repayments or receipts are regular and report amounts overdue for more than ninety days, if any, as required under paragraph 3(iii)(c) of the Order.

(c) In respect of the aforesaid loans, as the schedule of repayment of principal has not been stipulated, we are unable to comment whether there is any overdue amount of loans granted to company and other parties listed in the register maintained under section 189 of the Act.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has given loans or advances in the nature of loans where terms of repayment of loan or interest not specified.

**(iv)** Based on information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

**(v)** The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

**(vi)** We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, related to construction industry, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

**(vii)** The Company is generally regular in depositing with appropriate authorities, Undisputed statutory dues including goods and services tax, employees state insurance, provident fund, income-tax, duty of custom, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. The provisions relating to sales tax, service tax and duty of excise are not applicable to the Company.

(a) According to the information and explanations given to us, no undisputed amounts payable in respect of goods and services tax, employees state insurance, provident fund, income-tax, duty of custom, cess and other statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, the details of dues outstanding in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Customs Duty, Value Added Tax, Cess and other statutory dues, which have not been deposited on account of disputes, are as follows:

| Name of the Statute | Nature of Dues | Amount | Period to which the amount relates |
|---|---|---|---|
| Finance act, 1994 | Service Tax | 10,215,643 | From April 2016 to June 2017 |

**(viii)** According to the information and explanation given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

**(ix)** (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) According to the information and explanations given to us by the management, the term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

**(x)** (a) The Company has not raised any money during the year by way of initial public offer/ further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares/ fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

**(xi)** (a) During the course of our examination of the books of account and records of the Company, in accordance with the generally accepted auditing practices in India, and based on the information and explanations provided to us, we have neither come across nor have been informed by the Management of any instance of fraud by the Company or any fraud on the Company by its officers or employees that was noticed or reported during the year.

(b) According to the information and explanations given to us, during the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 was required to be filed by us, the cost auditor or the secretarial auditor in Form ADT-4, as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014, with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.

**(xii)** (a) According to the information and explanations given to us, the Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.

(b) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.

(c) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.

**(xiii)** According to the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2023 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

**(xiv)** (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

**(xv)** In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

**(xvi)** (a) According to the information and explanation given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) According to the information and explanation given to us, the Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have Core Investment Company (CIC) as part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

**(xvii)** The Company has not incurred any cash losses during the current financial year; however, it had incurred cash losses during the immediately preceding financial year.

**(xviii)** There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

**(xix)** According to the information and explanations given to us and on the basis of the financial ratios disclosed in note to the standalone financial statements, 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)** (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to other than ongoing projects. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to ongoing projects. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable to the Company.

For **S A M P R K & ASSOCIATES**
Chartered Accountant
Firm Registration No: 013022N

Sd/-

**CA Keshav Kumar**
Partner
Membership No. 088271
UDIN: 26088271FRHAMQ2274

Place: New Delhi
Date: 01/09/2026

**Annexure "2" to the Independent Auditor's Report of even date on the Standalone Financial Statements of M G F DEVELOPMENTS LIMITED CIN: U74899DL1996PLC081965**

**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 with reference to standalone financial statements of **M G F Developments Limited** ('the Company') as of 31 March 2026 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. 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 with reference to these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these standalone financial statements.

**Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements**

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

**Inherent Limitations of Internal Financial Controls With Reference to Standalone Financial Statements**

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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, 2026, 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 S A M P R K & Associates**
Chartered Accountants
Firm Registration No.: 013022N

Sd/-

(**CA Keshav Kumar)**
Partner
Membership No. 088271
UDIN: 26088271FRHAMQ2274

Place: Delhi
Dated: 01/09/2026

**M G F Developments Limited**
**CIN: U74899DL1996PLC081965**
**Notes to the Financial Statements for the year ended March 31, 2026**

**1. Reporting Entity**

M G F Developments Limited ("the Company") was incorporated on September 16, 1996 under the Companies Act, 1956. The Company is principally engaged in the business of promotion, construction, development and sale of integrated townships, residential and commercial multi storied buildings, houses, flats, shopping malls, etc. The Company is also engaged in the leasing of properties and related activities incidental to and forming part of its overall business.

The standalone financial statements reflect the results of the activities undertaken by the Company during the year April 01,2025 to March 31, 2026.

**2A. Basis of preparation.**

**(i) Statement of compliance:**

The standalone financial statements ('financial statements') of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

The Company's financial statements up to and for the year ended March 31, 2017 were prepared in accordance with the Companies (Accounting Standards) Rules, 2006, notified under Section 133 of the Act and other relevant provisions of the Act ("Previous GAAP").

The standalone financial statements for the year ended 31 March 2026 were authorised and approved by the Board of Directors for issue on **Ist September, 2026**

The standalone financial statements have been prepared on a going concern basis in accordance with accounting principles generally accepted in India. Further, the standalone financial statements have been prepared on historical cost basis except for certain financial assets, financial liabilities, financial instruments and share based payments which are measured at fair values as explained in relevant accounting policies.

The accounting policies have been consistently applied by the Company for the financial years presented in the financial statements and are consistent with those used in the previous year.

**Summary of material accounting policies:**

**(ii) Current and non-current classification**

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

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

i) it is expected to be realised, or is intended for sale or consumption, in the Company's normal operating cycle;
ii) it is held primarily for the purpose of trading;
iii) Expected to be realised within twelve months after the reporting period; or
iv) 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 classified as current when it satisfies any of the following criteria:

i) it is expected to be settled in the Company's normal operating cycle;
ii) it is held primarily for the purpose of trading;
iii) it is due to be settled within twelve months after the reporting period; or
iv) the Company does not have, at the end of the reporting period, the right to defer settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Where the normal operating cycle cannot be clearly identified, it is assumed to be twelve months.

**(iii) Functional and presentation currency**

These financial statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lacs, unless otherwise indicated.

**(iv) Basis of measurement**

The financial statements have been prepared on the historical cost basis except for the following items:

| **Items** | **Measurement basis** |
|---|---|
| Certain financial assets and liabilities | Fair value |
| Net defined benefit (asset)/ liability | Fair value of plan assets less present value of defined benefit obligations |

**(v) Use of estimates and judgements**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements.

**Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending March 31, 2026.

**(vi) Measurement of fair value**

A number of accounting policies and disclosures require measurement of fair value for both financial and non-financial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

• In the principal market for the asset or liability, or
• In the absence of a principal market, in the most advantageous market for the asset or liability
The principal or the most advantageous market must be accessible to/ by the Company.

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

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**2B. Significant accounting policies**

**(i) Revenue recognition**

Revenue is recognised when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, net of returns, rebates, discounts and applicable taxes. The Company recognises revenue in accordance with the principles and requirements of Ind AS 115, Revenue from Contracts with Customers, as applicable to the respective nature of revenue transactions, based on the satisfaction of performance obligations and transfer of control of goods or services to customers. The Company applies the revenue recognition criteria to the each nature of the revenue transaction set out below.

**Revenue from real estate projects**

Revenue from real estate projects under development is computed on the percentage of completion method. Revenue is recognised in the financial year in which the agreement to sell or application forms (containing sale in terms of agreement to sell) is executed, on the percentage of completion method which is applied on a cumulative basis in each accounting year to the current estimate of contract revenue and related project cost, once the condition is specified in 'Guidance note on accounting for Real Estate Transactions' are satisfied.

The estimates of the saleable area and cost are reviewed periodically and effect of any changes in such estimates is recognised in the period changes are determined however when the total project cost is estimated to exceed total revenue from the project the loss is recognised immediately.

**Revenue from sale of land**

Gain or loss arising from the sale of undeveloped and unsuitable land is recognised in the financial year in which control of the land is transferred to the buyer, generally upon such other legally enforceable transfer of title or possession or upon registration of the sale deed, as applicable.

**Revenue from sale of real estate units**
Revenue from the sale of real estate units, including land, plots, apartments, commercial units and development rights, including rights arising under development agreements, is recognised at a point in time when control of the underlying asset or rights is transferred to the customer and the Company has satisfied its performance obligations under the contract. The transfer of control is assessed based on the terms of the contract and the relevant facts and circumstances, generally occurs upon legally enforceable transfer of title or possession, or upon registration of the sale deed, as applicable, and completion of the requisite performance obligations and intimation thereof to the customer.

**Revenue from collaboration agreement**
Revenue from collaboration agreements is recognised as and when services are rendered in accordance with the terms of agreements entered with the collaborators, based on the percentage share of gross revenue of collaborators.

**Revenue from Joint Development Agreement (JDA) executed with landowners:**
JDAs enter into with landowners for the exchange of land against consideration in the form of property of development rights are treated as exchange of dissimilar goods and are accounted for at fair value. The revenue is arising out of the same is measured at the fair value of goods received. When the fair value of goods received cannot be measured reliably, the revenue is measured at the fair value of the goods given up.

**Income from compulsory acquisition of land**
Income in respect of compulsory acquisition (both original and enhanced compensation) of land by the Government is recognised upon receipt of compensation order from the Government or court at an amount equivalent to gross amount received/receivable, net of cost of the land acquired by the Government.

**Interest due on delayed payments and forfeiture income on cancelled units**
Revenue is recognised as and when due to the extent certainly of payment realization is established in relation to such income.

**Revenue from hospitality and leisure activities**
Revenue is recognised as and when services are completely rendered and right to receive money has been established.

**Other income**
**Compensation received pursuant to settlement**
Compensation received pursuant to a settlement arrangement, including compensation received for relinquishment of rights in respect of land or other assets, is recognised in the Statement of Profit and Loss when the Company's rights to receive the compensation become established, the related settlement is legally enforceable, and it is probable that the economic benefits associated with the settlement will flow to the Company and the amount can be reliably measured. Such income is classified as other income.

Liabilities no longer required balances written back
Amounts received from parties under contractual arrangements are recognised as liabilities until the Company's obligation to refund, perform or otherwise settle such amounts is extinguished. Where, based on the terms of the underlying agreement and the relevant facts and circumstances, the Company determines that it no longer has a present obligation in respect of such amounts and that the liability is no longer required to be settled, the related liability is derecognised and the resulting gain is recognised in the Statement of Profit and Loss as other income in the period in which the obligation is extinguished.

**Other interest income**
For all debt instruments measured at amortised cost interest income is recorded using the effective interest rate (EIR).

**Dividend income**
revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**Unbilled receivable**
Unbilled receivables represent revenue recognised based on percentage of completion method as per policy on revenue over and above the amount due as per the payment plans agreed with the customers.

**(ii) Property, plant and equipment**

Recognition and measurement

Items of property, plant and equipment are measured at cost net of recoverable taxes (wherever applicable), 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, if any, 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.

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 the statement of profit and loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016, measured as per the Previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

Subsequent expenditure

Subsequent expenditures are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

All other repairs and maintenance are charged to the statement of profit and loss during the reporting year in which they are incurred.

Depreciation methods, estimated useful lives and residual values
Depreciation on Property, Plant and Equipment is provided using written down value method on depreciable amount i.e. (cost less their estimated residual value) and is recognised in the statement of profit and loss. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.;

The useful lives of the assets are as under:

| **Particulars** | **Useful lives (in years)** |
|---|---|
| **Tangible assets:** | |
| Furniture and Fixtures | 10 |
| Plant & Machinery | 15 |
| Office equipment | 5 |
| Vehicles | 8-10 |
| Leasehold Improvements | 60 |
| Computer equipment | 3 |

Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets. Depreciation on addition to property, plant and equipment is provided on pro-rata basis from the date the assets are ready for intended use. Depreciation on sale/discard from property, plant and equipment is provided for up to the date of sale, deduction or discard of property, plant and equipment as the case may be.

Depreciation method, useful lives and residual values are reviewed at each financial year-end, and changes, if any, are accounted for prospectively.

**(iii) Intangible assets**

An intangible asset is recognised when it is probable that the future economic benefits attributable to the asset will flow to the company and where its cost can be reliably measured.

Intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses. Cost comprises the purchase price and any cost attributable to bringing the assets to its working condition for its intended use.

Other intangible assets including those acquired by the Company in a business combination are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in the statement of profit and loss as incurred.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognised as at April 1, 2016, measured as per the Previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

Amortisation

Amortisation is calculated to write off the cost of intangible assets over their estimated useful lives using the written down value method and is included in depreciation and amortisation in the statement of profit and loss.

The useful lives of intangible assets are as follows:

| Intangible assets: | Useful lives (in years) |
|---|---|
| Trademark | 10 |
| Computer Software | 5 |

Amortisation method, useful lives and residual values are reviewed at each financial year-end, and changes, if any, are accounted for prospectively.

Losses arising from the retirement of, and gain or losses arising from disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of asset and recognised as income or expense in the statement of profit and loss.

**(iv) 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 or CGU'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.

Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

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 first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

After impairment, depreciation/amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

**(v) Borrowing costs**

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

**(vi) Financial instruments**

**i. Recognition and initial measurement**

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, transaction costs that are directly attributable to its acquisition or issue, except for an item recognised at fair value through profit and loss. Transaction cost of financial assets carried at fair value through profit and loss is expensed in the statement of profit and loss.

**ii. Classification and subsequent measurement**

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (OCI), or
- Fair value through profit and loss (FVTPL)

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets 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.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset 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.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

All financial assets not classified to be measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income,

maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features; prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income and impairment are recognised in the statement of profit and loss.

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in the statement of profit and loss.

Equity investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the statement of profit and loss. Any gain or loss on derecognition is also recognised in the statement of profit and loss.

**iii. Offsetting**

Financial assets and monetary liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

**iv. Derecognition**

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of profit and loss.

**v. Impairment of financial instruments:**

The Company recognises loss allowances for expected credit losses on:

- Financial assets measured at amortised cost; and
- Financial assets measured at FVOCI- debt investments

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are 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 past due for 150 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Expected credit loss:

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than agreed credit period.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or

- the financial asset is past due and not recovered within agreed credit period.

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 shortfalls (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.

**(vii) Employee Benefits**

**Short term employee benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and bonus etc are recognised in the statement of profit and loss in the year in which the employee renders the related service. The liabilities are presented as current employee benefit obligation in statement of financial position.

**Long term employee benefits**

**Defined contribution plan: Provident fund**

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employee and the employer make monthly contributions to the plan at a predetermined rate as per the provisions of The Employees Provident Fund and Miscellaneous Provisions Act, 1952. These contributions are made to the fund administered and managed by the Government of India. The Company has no further obligations under the plan beyond its monthly contributions.

**Defined Benefit Plan: Gratuity**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods.

The Company provides for retirement benefits in the form of Gratuity. Benefits payable to eligible employees of the company with respect to gratuity is accounted for on the basis of an actuarial valuation as at the balance sheet date. The plan provides for lump sum payments to vested employees on retirement, death while in service or on termination of employment in an amount equivalent to 15 days basic salary for each completed year of service. Vesting occurs upon completion of five years of service. The present value of such obligation is determined by the projected unit credit method and adjusted for past service as at the balance sheet date through which the obligations are to be settled.

The resultant actuarial gain or loss on change in present value of the defined benefit obligation is recognised as an income or expense in the other comprehensive income.

The Company determines the net interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net

interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**Other long-term benefits: Compensated absences**

Benefits under the Company's compensated absences scheme constitute other employee benefits. The liability in respect of compensated absences is provided on the basis of an actuarial valuation using the Projected Unit Credit Method. done by an independent actuary as at the balance sheet date. Actuarial gain and losses are recognised immediately in the statement of profit and loss.

(viii) **Income tax**

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

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

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 recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;

- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be real.

Minimum alternate tax

Minimum Alternative Tax ('MAT') credit entitlement under the provisions of the Income-tax Act, 1961 is recognised as a deferred tax asset when it is probable that future economic benefit associated with it in the form of adjustment of future income tax liability, will flow to the Company and the asset can be measured reliably. MAT credit entitlement is set off to the extent allowed in the year in which the Company becomes liable to pay income taxes at the enacted tax rates. MAT credit entitlement is reviewed at each reporting date and is recognised to the extent that is probable that future taxable profits will be available against which they can be used. Significant management judgement is required to determine the probability of recognition of MAT credit entitlement.

**(ix) Contingent Liability, Contingent Asset and Provisions**

Contingent liability

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

Contingent assets

Contingent assets are possible assets 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 Company.

Provisions

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

**(x) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less

that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current financial liabilities in the balance sheet.

**(xi) Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for events such as bonus issue, share split or consolidation of shares.

For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted into equity shares as at the beginning of the period, unless they have been issued at a later date.

**(xii) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

In accordance with Ind AS 108 – Operating Segments, the operating segments used to present segment information are identified on the basis of internal reports used by the Company's Management to allocate resources to the segments and assess their performance.

Segment Earnings Before Interest, Tax and Depreciation ('EBITDA') is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

The operating segments have been identified on the basis of the nature of products/services.

The Board of Director(s) are collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108.

# M G F DEVELOPMENTS LIMITED
## BALANCE SHEET AS AT MARCH 31, 2026

**CIN: U74899DL1996PLC081965**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Note No. | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-current Assets** | | | |
| Property, plant & equipment | 3 | 48,776.60 | 48,993.82 |
| Capital work-in-progress | 3A | 9,766.02 | 9,766.02 |
| Other intangible assets | 4 | 4.26 | 4.27 |
| Investment in subsidiary | 5 | 883.11 | 883.11 |
| **Financial assets** | | | |
| Investment | 6 | 9,754.79 | 9,385.89 |
| Other financial assets | 7 | 508.53 | 458.80 |
| Deferred tax assets (net) | 8 | 8,541.88 | 12,122.52 |
| Other non current assets | 9 | 2,323.60 | 2,329.65 |
| Non-current (tax) assets | 10 | 464.66 | 489.56 |
| | | **81,023.45** | **84,433.64** |
| **Current Assets** | | | |
| Inventories | 11 | 2,15,139.03 | 2,21,358.10 |
| **Financial assets** | | | |
| Investment | 12 | 58.60 | 55.49 |
| Trade receivables | 13 | 2,088.64 | 2,362.37 |
| Cash and cash equivalents | 14 | 529.16 | 502.01 |
| Bank balances other than Cash and Cash equivalents | 15 | 361.44 | 561.72 |
| Other financial assets | 16 | 84,176.29 | 78,022.27 |
| Other current assets | 17 | 22,606.64 | 22,557.13 |
| | | **3,24,959.80** | **3,25,419.09** |
| **Total Assets** | | **4,05,983.25** | **4,09,852.73** |
| **EQUITY AND LIABILITIES** | | | |
| **Equity** | | | |
| Equity share capital | 18 | 6,173.86 | 6,173.86 |
| Other equity | 19 | 2,60,869.14 | 2,49,917.85 |
| | | **2,67,043.00** | **2,56,091.71** |
| **Non- Current Liabilites** | | | |
| **Financial liabilities** | | | |
| Borrowings | 20 | 1,889.10 | 2,588.69 |
| Provisions | 21 | 154.83 | 136.35 |
| | | **2,043.93** | **2,725.04** |
| **Current Liabilities** | | | |
| **Financial liabilities** | | | |
| Borrowings | 22 | 7,992.69 | 7,492.89 |
| Trade payables | 23 | | |
| (i) total outstanding dues of micro enterprises and small enterprises | | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | | 8,796.37 | 9,452.80 |
| Other financial liabilities | 24 | 1,10,674.55 | 1,28,681.18 |
| Other current liabilities | 25 | 9,396.08 | 5,382.69 |
| Provisions | 26 | 36.63 | 26.42 |
| | | **1,36,896.32** | **1,51,035.98** |
| **Total Equity & Liabilities** | | **4,05,983.25** | **4,09,852.73** |

Summary of significant accounting policies 2

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

As per our report of even date

**For S A M P R K & ASSOCIATES**

**Chartered Accountants**

**Firm Registration No : 013022N**

For and on behalf of Board of Directors of

**M G F Developments Limited**

Sd/-

**CA Keshav Kumar**
(Partner)
Membership Number: 088271
UDIN: 26088271FRHAMQ2274

Sd/-

**Rakshit Jain**
Director & CEO
DIN : 00607288

Sd/-

**Shashwat Gaur**
**(Director)**
**DIN - 09047030**

Sd/-

**Chandeep Kumar**
Company Secretary
M.No. F8230

Sd/-

**Vijay Kumar Sharma**
CFO

Place : New Delhi
Date : 01/09/2026

Place : New Delhi
Date : 01/09/2026

Place : New Delhi
Date : 01/09/2026

# M G F DEVELOPMENTS LIMITED

## Statement of Profit and Loss for the year ended March 31, 2026

**CIN: U74899DL1996PLC081965**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Note | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|
| **Income** | | | |
| Revenue from operations | 27 | 15,168.70 | 3,863.33 |
| Other Income | 28 | 11,532.64 | 1,074.56 |
| **Total income** | | **26,701.34** | **4,937.89** |
| | | | |
| **Expenses** | | | |
| Cost of area of constructed properties, land and other charges | 29 | 6,355.26 | 443.84 |
| Employee benefit expense | 30 | 920.30 | 884.03 |
| Financial costs | 31 | 306.40 | 363.79 |
| Depreciation and amortization expense | 32 | 91.03 | 97.84 |
| Other expenses | 33 | 4,228.03 | 5,000.69 |
| **Total expenses** | | **11,901.02** | **6,790.19** |
| | | | |
| **Profit/(loss) before exceptional items and tax** | | **14,800.32** | **(1,852.30)** |
| | | | |
| Exceptional Items | 34 | (148.26) | 4.51 |
| **Profit/(loss) before tax** | | **14,652.06** | **(1,847.79)** |
| | | | |
| **Tax expense:** | | | |
| (1) Current tax | | 123.08 | - |
| (2) Deferred tax liability/(Assets) | | 3,579.90 | (430.91) |
| (3) Earlier year tax adjustment | | - | 27.85 |
| **Profit/(Loss) for the period from continuing operations** | | **10,949.08** | **(1,444.73)** |
| | | | |
| **Other comprehensive income** | | | |
| Items that will not be reclassified to profit or loss | | | |
| - Remeasurement of post employment benefit obligations | | 2.95 | 4.09 |
| - Income tax related to above item | | (0.74) | (1.03) |
| **Other comprehensive income for the year (net of income tax)** | | 2.21 | 3.06 |
| | | | |
| **Total comprehensive income for the year** | | **10,951.29** | **(1,441.67)** |
| | | | |
| **Earnings per equity share (in Rupees)** | 35 | | |
| face value per share Rupees 10 each (Previous year Rupees 10 each) | | | |
| -Basic earning per share (in Rupees) | | 17.74 | (2.34) |
| -Diluted earning per share (in Rupees) | | 17.74 | (2.34) |
| | | | |
| Summary of significant accounting policies | 2 | | |

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

As per our report of even date
**For S A M P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No : 013022N

For and on behalf of Board of Directors of
**M G F Developments Limited**

Sd/-
**CA Keshav Kumar**
(Partner)
Membership Number: 088271
UDIN: 26088271FRHAMQ2274

Sd/-
**Rakshit Jain**
Director & CEO
DIN : 00607288

Sd/-
**Shashwat Gaur**
**(Director)**
**DIN - 09047030**

Sd/-
**Chandeep Kumar**
Company Secretary
M.No. F8230

Sd/-
**Vijay Kumar Sharma**
**CFO**

Place : New Delhi
Date : 01/09/2026

Place : New Delhi
Date : 01/09/2026

Place : New Delhi
Date : 01/09/2026

# M G F DEVELOPMENTS LIMITED
## Cash Flow Statement for the year ended March 31, 2026
**CIN: U74899DL1996PLC081965**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Cash flow from operating activities** | | |
| Net profit/(loss) before tax from continuing business | 14,800.32 | (1,852.30) |
| Net profit/(loss) before tax from Other comprehensive income | 2.95 | 4.09 |
| Profit/(loss) from exceptional items | (148.26) | 4.51 |
| *Adjustments for:* | | |
| Depreciation and amortization from continuing operations | 91.03 | 97.84 |
| (Reversal of provision)/Provision for doubtful receivables | - | (41.76) |
| Profit on restatement of mutual fund | (3.12) | (4.31) |
| Interest on bank deposit | (52.34) | (59.36) |
| Interest on loans and advances | (5.74) | (12.66) |
| Interest income on debentures | (533.90) | (533.90) |
| (Profit)/Loss on Sale of Fixed Assets | - | (3.93) |
| Interest Charges on Term Loans | 286.78 | 358.38 |
| Loan processing fees | - | 0.06 |
| Interest Charges on ICD | 13.57 | - |
| Loss/(Profit) on Sale of Investments | 148.26 | (4.51) |
| | **(55.46)** | **(204.15)** |
| **Operating profit before working capital changes** | **14,599.55** | **(2,047.85)** |
| ***Movement in assets and liabilities, net*** | | |
| *Adjustments for (increase)/decrease in operating assets:* | | |
| Non-Current other financial assets | 0.96 | - |
| Other non current assets | 6.05 | 5.35 |
| Inventories | 6,219.07 | (55.72) |
| Trade receivables | 273.73 | 55.47 |
| Other current financial assets | 317.45 | 2,795.84 |
| Other current assets | (49.51) | (2,990.57) |
| *Adjustments for increase/(decrease) in operating liabilities:* | | |
| Non-current provisions | 18.48 | 7.03 |
| Trade payables | (656.43) | 343.43 |
| Other current financial liabilities | (18,006.63) | (21.00) |
| Other current liabilities | 4,013.39 | (646.76) |
| Current provisions | 10.21 | 9.73 |
| | **(7,853.23)** | **(497.20)** |
| **Cash generated from/(used in) operating activities** | **6,746.32** | **(2,545.05)** |
| Less: taxes paid, (net of refund and interest thereon) | (98.17) | 260.20 |
| **Net cash generated from operating activities** | **6,648.15** | **(2,284.85)** |
| **Cash flow from investing activities** | | |
| Investment in subsidiary | - | - |
| Investment in others | (368.90) | (317.38) |
| Investment in fixed deposits | 165.59 | (157.05) |
| Capital expenditure on property, plant and equipment | (22.05) | (205.45) |
| Proceeds from sale of property, plant and equipment | - | 8.81 |
| Loans given to related parties (net of realisation) | (6,379.68) | 2,815.99 |
| Loans given to others (net of realisation) | (118.40) | (18.20) |
| Interest received | 602.58 | 660.74 |
| **Net cash (used in) investing activities** | **(6,120.86)** | **2,787.46** |

Continued to next page

Continued from previous page

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Cash flow from financing activities** | | |
| Repayment of long-term borrowings (including current maturities) | (629.89) | (441.48) |
| Movement in current borrowings | 430.10 | 509.44 |
| Loan processing fees | - | (0.06) |
| Finance cost | (300.35) | (358.38) |
| **Net cash generated/(used in) from financing activities** | **(500.14)** | **(290.48)** |
| Net increase/(decrease) in cash and cash equivalents | **27.15** | **212.13** |
| **Cash and cash equivalents** | | |
| -Beginning of the year | 502.01 | 289.88 |
| **-End of the year (A)** | **529.16** | **502.01** |
| **Cash and bank balances as per Balance Sheet** | | |
| On current accounts | 52.77 | 43.40 |
| Other Bank Balances – Restricted bank balances | 426.88 | 409.20 |
| Deposits with original maturity of less than three months | 2.34 | 2.18 |
| Cash on hand | 47.17 | 47.23 |
| | **529.16** | **502.01** |

Summary of significant accounting policies (refer note 2)

i. The notes referred above form an integral part of the financial statements.
ii. The cash flow statement has been prepared under the indirect method as set out in Ind AS 7 Cash Flow Statements.

As per our report of even date
**For S A M P R K & ASSOCIATES**
**Chartered Accountants**
**Firm Registration No : 013022N**

For and on behalf of Board of Directors of
**M G F Developments Limited**

Sd/-
**CA Keshav Kumar**
**(Partner)**
**Membership Number: 088271**
**UDIN: 26088271FRHAMQ2274**

Place : New Delhi
Date : 01/09/2026

Sd/-
**Rakshit Jain**
Director & CEO
DIN : 00607288

Sd/-
**Chandeep Kumar**
Company Secretary
M.No. F8230

Place : New Delhi
Date : 01/09/2026

Sd/-
**Shashwat Gaur**
(Director)
DIN - 09047030

Sd/-
Vijay Kumar Sharma
CFO

Place : New Delhi
Date : 01/09/2026

# M G F DEVELOPMENTS LIMITED

## Statement of changes in equity for the year ended March 31, 2026

**CIN: U74899DL1996PLC081965**

**A. Equity share capital**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| | | |
|---|---|---|
| Balance as at March 31, 2024 | | **6,173.86** |
| Changes in equity share capital during the year 2024-25 | | - |
| Balance as at March 31, 2025 | | **6,173.86** |
| Changes in equity share capital during the year 2025-26 | | - |
| Balance as at March 31, 2026 | | **6,173.86** |

**B. Other equity**

**For the year ended March 31, 2026**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Reserves & Surplus | | | | | Remeasurement of defined benefit plans | Total |
|---|---|---|---|---|---|---|---|
| | Security premium reserve | General reserve | Capital reserve | Deemed equity | Retained Earnings | | |
| **Opening Balance as at April 01, 2024** | **12,393.64** | **324.39** | **2,29,649.64** | **77.96** | **8,922.92** | **(9.03)** | **2,51,359.52** |
| Profit for the year | - | - | - | - | (1,444.73) | - | (1,444.73) |
| Other comprehensive Income | - | - | - | - | - | 3.06 | 3.06 |
| **Total Comprehensive Income** | - | - | - | - | (1,444.73) | 3.06 | (1,441.67) |
| **Balance as at March 31, 2025** | **12,393.64** | **324.39** | **2,29,649.64** | **77.96** | **7,478.19** | **(5.97)** | **2,49,917.85** |
| **Opening Balance as at April 01, 2025** | **12,393.64** | **324.39** | **2,29,649.64** | **77.96** | **7,478.19** | **(5.97)** | **2,49,917.85** |
| Profit for the year | - | - | - | - | 10,949.08 | - | 10,949.08 |
| Other comprehensive Income | - | - | - | - | - | 2.21 | 2.21 |
| **Total Comprehensive Income** | - | - | - | - | 10,949.08 | 2.21 | 10,951.29 |
| **Balance as at March 31, 2026** | **12,393.64** | **324.39** | **2,29,649.64** | **77.96** | **18,427.27** | **(3.76)** | **2,60,869.14** |

As per our report of even date

**For S A M P R K & ASSOCIATES**
**Chartered Accountants**
Firm Registration No : 013022N

Sd/-

**CA Keshav Kumar**
(Partner)
Membership Number: 088271
UDIN: 26088271FRHAMQ2274

Place: New Delhi
Date : 01/09/2026

For and on behalf of Board of Directors of

**M G F Developments Limited**

Sd/-

**Rakshit Jain**
Director & CEO
DIN : 00607288

Sd/-

**Shashwat Gaur**
**(Director)**
**DIN - 09047030**

Sd/-

**Chandeep Kumar**
Company Secretary
M.No. F8230

Sd/-

**Vijay Kumar Sharma**
CFO

Place: New Delhi
Date : 01/09/2026

Place: New Delhi
Date : 01/09/2026

## M G F DEVELOPMENTS LIMITED

### Notes to the financial statements for the year ended March 31, 2026

**CIN: U74899DL1996PLC081965**

**3. Property, plant and equipment**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Land | Plant & machinery | Furniture and fixtures | Vehicles* | Office equipment | Lease hold improvement | Computer hardware | Total |
|---|---|---|---|---|---|---|---|---|
| Balance as at April 01, 2024 | 48,517.55 | 67.79 | 46.22 | 231.29 | 56.99 | 206.02 | 55.43 | 49,181.27 |
| Additions | - | 3.64 | 34.52 | 136.89 | 6.93 | 9.57 | 13.90 | 205.45 |
| Disposals | - | - | - | 17.44 | - | - | - | 17.44 |
| **Balance as at March 31, 2025** | **48,517.55** | **71.43** | **80.74** | **350.74** | **63.92** | **215.59** | **69.33** | **49,369.28** |
| Balance as at April 01, 2025 | 48,517.55 | 71.43 | 80.73 | 350.73 | 63.92 | 215.59 | 69.33 | 49,369.28 |
| Additions | - | - | 4.58 | 11.45 | 2.08 | - | 3.94 | 22.05 |
| Disposals/derecognition | - | - | - | - | - | 163.84 | - | 163.84 |
| **Balance as at March 31, 2026** | **48,517.55** | **71.43** | **85.31** | **362.18** | **66.00** | **51.75** | **73.27** | **49,227.49** |
| **Accumulated depreciation and impairment losses** | | | | | | | | |
| Balance at April 01, 2024 | - | 38.27 | 12.45 | 127.20 | 43.46 | 21.70 | 47.20 | 290.28 |
| Depreciation for the year | - | 4.65 | 8.35 | 55.93 | 6.78 | 13.79 | 8.24 | 97.74 |
| Disposals | - | - | - | 12.56 | - | - | - | 12.56 |
| **Balance as at March 31, 2025** | **-** | **42.92** | **20.80** | **170.57** | **50.24** | **35.49** | **55.44** | **375.46** |
| Balance at April 01, 2025 | - | 42.92 | 20.80 | 170.57 | 50.24 | 35.49 | 55.44 | 375.46 |
| Depreciation for the year | - | 3.85 | 13.84 | 54.10 | 5.91 | 4.29 | 9.02 | 91.01 |
| Disposals/derecognition | - | - | - | - | - | 15.58 | - | 15.58 |
| **Balance as at March 31, 2026** | **-** | **46.77** | **34.64** | **224.67** | **56.15** | **24.20** | **64.46** | **450.89** |
| **Carrying amount (net)** | | | | | | | | |
| **As at March 31, 2025** | **48,517.55** | **28.51** | **59.94** | **180.17** | **13.68** | **180.10** | **13.89** | **48,993.82** |
| **As at March 31, 2026** | **48,517.55** | **24.66** | **50.67** | **137.51** | **9.85** | **27.55** | **8.81** | **48,776.60** |

**3A. Capital Work in Progress**

| Particulars | Amount |
|---|---|
| Balance as at April 01, 2024 | 9,766.02 |
| Additions | - |
| Capitalised during the year | - |
| **Balance as at March 31, 2025** | **9,766.02** |
| Balance as at April 01, 2025 | 9,766.02 |
| Additions | - |
| Capitalised during the year | - |
| **Balance as at March 31, 2026** | **9,766.02** |

**Capital Work in Progress Ageing**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Amount for capital work in progress for a period of | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Capital Work in Progress | - | - | - | 9,766.02 | 9,766.02 |
| **Balance as at March 31, 2025** | - | - | - | 9,766.02 | 9,766.02 |
| Capital Work in Progress | - | - | - | 9,766.02 | 9,766.02 |
| **Balance as at March 31, 2026** | - | - | - | 9,766.02 | 9,766.02 |

**4. Other intangible assets**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

| Particulars | Trade Marks | Computer Software | Total |
|---|---|---|---|
| **Cost or deemed cost (gross carrying amount)** | | | |
| Balance as at April 01, 2024 | 6.04 | 11.55 | 17.59 |
| Additions | - | - | - |
| Disposals | - | - | - |
| **Balance as at March 31, 2025** | **6.04** | **11.55** | **17.59** |
| Balance as at April 01, 2025 | 6.04 | 11.55 | 17.59 |
| Additions | - | - | - |
| Disposals | - | - | - |
| **Balance as at March 31, 2026** | **6.04** | **11.55** | **17.59** |
| **Accumulated amortisation and impairment losses** | | | |
| Balance at April 01, 2024 | 3.28 | 9.95 | 13.23 |
| Depreciation for the year | - | 0.09 | 0.09 |
| Disposals | - | - | - |
| **Balance as at March 31, 2025** | **3.28** | **10.04** | **13.32** |
| Balance at April 01, 2025 | 3.28 | 10.04 | 13.32 |
| Depreciation for the year | - | 0.01 | 0.01 |
| Disposals | - | - | - |
| **Balance as at March 31, 2026** | **3.28** | **10.05** | **13.33** |
| **Carrying amount (net)** | | | |
| **As at March 31, 2025** | **2.76** | **1.51** | **4.27** |
| **As at March 31, 2026** | **2.76** | **1.50** | **4.26** |

Notes:

1. Internally generated intangible assets as at March 31, 2026 INR Nil, (March 31, 2025: INR Nil).

# M G F DEVELOPMENTS LIMITED

## Notes to the financial statements for the year ended March 31, 2026

**CIN: U74899DL1996PLC081965**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

**5 Investment in subsidiary**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Unquoted, trade investment, at cost** | | |
| **Investment in subsidiaries** | | |
| Crimson Holdings Private Limited | | |
| 30,000 (March 31 2025: 30,000) equity shares of INR 10 each | 3.00 | 3.00 |
| Kayo Developers Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.01 | 1.01 |
| Valente Real Estates Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Clean & Green Energy India Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Samishti Real Estate Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| MGFD Ventures Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Avinashi Buildtech Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Cassock Properties Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Chhavi Buildtech Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Easter Conbuild Private Limited | | |
| 20,000 (March 31, 2025: 20,000) equity shares of INR 10 each | 106.10 | 106.10 |
| Ecstasy Conbuild Private Limited | | |
| 20,000 (March 31, 2025: 20,000) equity shares of INR 10 each | 106.10 | 106.10 |
| Ethic Conbuild Private Limited | | |
| 20,001 (March 31, 2025: 20,001) equity shares of INR 10 each | 230.80 | 230.80 |
| Gait Propbuild Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Glimpse Propbuild Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Godson Propbuild Private Limited | | |
| 20,000 (March 31, 2025: 20,000) equity shares of INR 10 each | 193.70 | 193.70 |
| Gran Propbuild Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each | 1.00 | 1.00 |
| Grapeshot Propbuild Private Limited | | |
| 20,000 (March 31, 2025: 20,000) equity shares of INR 10 each | 208.90 | 208.90 |
| Lifeline Buildtech Private Limited | | |

| | | |
|---|---|---|
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each<br>Locus Propbuild Private Limited | 1.00 | 1.00 |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each<br>Mega City Promoters Private Limited | 1.00 | 1.00 |
| 65,000 (March 31, 2025: 65,000) equity shares of INR 10 each<br>Pipalashray Estate Private Limited | 6.50 | 6.50 |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each<br>Prayas Buildcon Private Limited | 1.00 | 1.00 |
| 100,000 (March 31, 2025: 100,000) equity shares of INR 10 each | 10.00 | 10.00 |
| Spiritual Realtors Private Limited | | |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each<br>Sukhda Promoters Private Limited | 1.00 | 1.00 |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each<br>Tushar Projects Private Limited | 1.00 | 1.00 |
| 10,000 (March 31, 2025: 10,000) equity shares of INR 10 each<br>MGF Disha Foundation | 1.00 | 1.00 |
| 9,999 (March 31, 2025: 9,999) equity shares of INR 10 each | 1.00 | 1.00 |
| | **883.11** | **883.11** |

**The aggregate book value of unquoted non current investment are as follows:**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Aggregate book value of unquoted non current investment | 883.11 | 883.11 |

The company has elected to measure all of its investments in subsidiary company at their previous GAAP carrying value.

There are no other significant restrictions on the right of ownership, realisability of investments or the remittance of income and proceeds of disposal.

**6 Non current financials assets- investment**

| **Particulars** | | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| **Unquoted, trade investment, at cost** | | | |
| **Investment in associate** | | | |
| Discovery Holdings Private Limited | | | |
| 49,850 (March 31 2025: 49,850) equity shares of INR 10 each | | 4.99 | 4.99 |
| MGF Estates Management Private Limited | | | |
| 50,000 (March 31 2025: 50,000) equity shares of INR 10 each | | 5.00 | 5.00 |
| Emaar MGF Construction Private Limited | | | |
| 2,188,102 (March 31, 2025: 2,188,102) equity shares of INR 10 each | | 2,407.48 | 2,407.48 |
| MGF Promotions & Events Private Limited | | | |
| 50,000 (March 31 2025: 50,000) equity shares of INR 10 each | | 5.00 | 5.00 |
| SSP Aviation Limited | | | |
| 520,300 (March 31 2025: 520,300) equity shares of INR 10 each | | 52.14 | 52.14 |
| VMR Promoters Private Limited | | | |
| 2,500,000 (March 31 2025: 2,500,000) equity shares of INR 10 each | | 264.54 | 264.54 |
| | **(A)** | **2,739.15** | **2,739.15** |

| | | | |
|---|---|---|---|
| **Investment in joint venture** | | | |
| North Delhi Metro Mall Private Limited | | | |
| 9,144,053 (March 31 2025: 9,144,053) equity shares of INR 10 each | | 1,793.01 | 1,793.01 |
| | **(B)** | **1,793.01** | **1,793.01** |
| **Investment in other companies** | | | |
| **In equity shares (unquoted)** | | | |
| Aryan Life Style Private Limited | | | |
| 640,000 (March 31 2025: 640,000) equity shares of INR 10 each | | 64.00 | 64.00 |
| Discovery Estates Private Limited | | | |
| 500 (March 31 2025: 500) equity shares of INR 10 each | | 0.05 | 0.05 |
| EMAAR MGF Education Private Limited | | | |
| 8,000 (March 31 2025: 8,000) equity shares of INR 10 each | | 204.00 | 204.00 |
| Emaar India Limited (formerly known as EMAAR MGF Land Limited) | | | |
| 43,431 (March 31 2025: 43,431) equity shares of INR 10 each | | 189.31 | 189.31 |
| Shanti Apparels Manufacturing Co Private Limited | | | |
| 440 (March 31 2025: 440) equity shares of INR 10 each | | 127.38 | 127.38 |
| Vishnu Apartments Private Limited | | | |
| 365,000 (March 31 2025: 365,000) equity shares of INR 10 each | | 37.50 | 37.50 |
| | | **622.24** | **622.24** |
| **In preference shares (unquoted)** | | | |
| Triyug Projects Private Limited | | | |
| 90,767,691 (March 31 2025: 90,767,691) preference shares of INR 10 each | | 2,661.45 | 2,423.63 |
| | | **2,661.45** | **2,423.63** |
| | **(C)** | **3,283.69** | **3,045.87** |
| **Investment in Debentures** | | | |
| North Delhi Metro Mall Private Limited | | | |
| 281 (March 31 2025: 281) Debentures of INR 1,000,000 each | | 1,441.97 | 1,310.89 |
| | **(D)** | **1,441.97** | **1,310.89** |
| **Investment in others** | | | |
| In Paintings and Sculptures | | 496.97 | 496.97 |
| | **(E)** | **496.97** | **496.97** |
| | **(A+B+C+D+E)** | **9,754.79** | **9,385.89** |

**The aggregate book value of unquoted non current investment are as follows:**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Aggregate book value of unquoted non current investment | 9,257.82 | 8,888.92 |

The company has elected to measure all of its investments in associate company at their previous GAAP carrying value.

There are no other significant restrictions on the right of ownership, realisability of investments or the remittance of income and proceeds of disposal.

**7 Other non current financials assets**

| **Particulars** | **As at March 31, 2026** | **As at March 31, 2025** |
|---|---|---|
| Security Deposits | 108.20 | 109.16 |
| Fixed Deposits with maturity more than 12 months | 375.26 | 340.57 |
| Interest Receivable | 25.07 | 9.07 |
| | **508.53** | **458.80** |

**8 Deferred tax assets (net)**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Deferred tax assets (net) | 8,541.88 | 12,122.52 |
| | **8,541.88** | **12,122.52** |

**9 Non current assets**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Long term Loans and advances** | | |
| Lifeline Buildtech Private Limited | 2,646.74 | 2,646.74 |
| Provision | (347.57) | (347.57) |
| | **2,299.17** | **2,299.17** |
| Financial guarantee receivable | 24.43 | 30.48 |
| | **2,323.60** | **2,329.65** |

**10 Non-current (tax) assets**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Advance income tax (net of provision as at March 31, 2026 INR 123.08 (March 31, 2025: INR 109.13)) | 464.66 | 489.56 |
| | **464.66** | **489.56** |

**11 Inventories**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Land at Kherki Daula, Gurgaon | 1,791.06 | 1,791.06 |
| Pattanama - Sikanderpur Badha Land | 178.00 | 178.00 |
| Demerged Undertaking (including all the estate, assets, rights, title, interest, authorities | 1,40,902.27 | 1,48,755.76 |
| **(A)** | **1,42,871.33** | **1,50,724.82** |
| **Construction Work in Progress (As taken Valued and Certified by the Management)** | | |
| **a)** Opening Balance | 8,953.33 | 8,602.92 |
| Add : Proportionate Cost of work done during the year | (84.07) | 350.42 |
| | **8,869.26** | **8,953.34** |
| **b)** Demerged Undertaking of work-in-progress in demerger | 51,506.80 | 51,506.80 |
| | **51,506.80** | **51,506.80** |
| **(B)** | **60,376.06** | **60,460.14** |
| **c) Finished Stock (As taken Valued and Certified by the Management)** | | |
| Inventory of Finished Goods | 11,891.64 | 10,173.14 |
| **(C)** | **11,891.64** | **10,173.14** |
| **(A+B+C)** | **2,15,139.03** | **2,21,358.10** |

**Footnote:**

Pursuant to agreements dated 8 September 2011 and 21 May 2013 between Emaar MGF Land Limited (now Emaar India Limited) ("Emaar") and JLPL, the parties had pooled land at Sector 94, Mohali, for developing residential and commercial plots, with entitlements proportionate to land contributed. Pursuant to the Scheme of Demerger sanctioned by the National Company Law Tribunal ("NCLT"), all related rights, interests, benefits, obligations and liabilities of Emaar in respect to these agreements vested in the Company. The Company subsequently entered into direct supplementary agreement with JLPL dated 31 October 2018.

Under the aforesaid arrangements, the Company was entitled to receive developed residential and commercial plots aggregating to 1,16,068 square yards. Prior to the Scheme of Demerger, Emaar had already received advances aggregating to ₹8,450 lakh. Pursuant to the Scheme of Demerger, the Emaar has transferred such advance entry, together with the corresponding rights and obligations in relation thereto, were transferred to and vested in the Company. Subsequent to the supplementary agreement dated 31 October 2018, the Company received further advances aggregating to ₹2,410 lakh from JLPL.

Certain disputes, claims and differences had arisen between the Company and JLPL in relation to the aforesaid arrangements. The said disputes, claims and differences were subsequently amicably resolved and conclusively settled pursuant to the Settlement Agreement dated 27 November 2025 (the "Settlement Agreement"). In terms of the Settlement Agreement, the parties, inter alia, mutually agreed to settle, discharge and extinguish all disputes, claims, rights, liabilities and obligations arising out of or in connection with the aforesaid arrangements, upon the terms and subject to the conditions set out therein. Pursuant thereto, and after giving effect to the adjustment of the corresponding developed area against the advances made and referred to hereinabove, the Company became entitled to developed residential plots admeasuring 21,014.66 square yards and developed commercial plots admeasuring 7,010.64 square yards.

Pursuant to the terms of the Settlement Agreement and upon satisfaction of the applicable criteria for revenue recognition, the Company recognised revenue of ₹10,860 lakh during the year ended 31 March 2026 in respect of 88,042.70 square yards of developed area sold/transferred by the Company to JLPL. Such revenue comprises ₹8,450 lakh of advances received by Emaar prior to the Scheme of Demerger and ₹2,410 lakh subsequently received by the Company. The corresponding carrying amount attributable to the related land/development rights, amounting to ₹5,963.67 lakh, has been recognised as an expense in the Statement of Profit and Loss. In determining the timing and amount of revenue recognised, management has considered the substance of the Settlement Agreement, the rights and obligations arising thereunder and the satisfaction of the applicable criteria for revenue recognition.

The remaining unsold developed residential and commercial plots as at 31 March 2026 have been classified as inventories and are measured at the lower of cost and net realisable value in accordance with Ind AS 2, Inventories.

**12 Current financial investments**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Investment in Mutual Funds | 58.60 | 55.49 |
| | **58.60** | **55.49** |

**13 Trade receivables**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Un-secured, considered good, unless otherwise stated** | | |
| Trade Receivables | | |
| (a) Trade receivables – Considered Good Secured; | - | - |
| (b) Trade receivables – Considered Good Unsecured; | 2,088.64 | 2,362.37 |
| (c) Trade receivables which have significant increase in credit risk | - | - |
| (d) Trade Receivables – Credit impaired. | 3,360.78 | 3,141.23 |
| Other receivables | - | - |
| | **5,449.42** | **5,503.60** |
| Less: Allowance for expected credit losses | (3,360.78) | (3,141.23) |
| **Total Trade Receivable** | **2,088.64** | **2,362.37** |

**Note:** Refer note 45b for trade receivable ageing.

## 14 Cash and cash equivalents

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balances with banks | | |
| On current accounts | 52.77 | 43.40 |
| Other Bank Balances – Restricted bank balances (refer to footnote 3(a) of note 36B(d)) | 426.88 | 409.20 |
| Deposits with original maturity of less than three months | 2.34 | 2.18 |
| Cash on hand | 47.17 | 47.23 |
| | **529.16** | **502.01** |

## 15 Bank balances other than Cash and Cash equivalents

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Deposits held as Margin Money or Security against borrowings, guarantees etc. with Maturity Period of** | | |
| Upto 3 months | 28.37 | 102.78 |
| More than 3 months but upto 12 months | 333.07 | 458.94 |
| | **361.44** | **561.72** |

## 16 Other current financial assets

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Inter-corporate Deposit Interest Free - related parties | 40,766.34 | 34,386.66 |
| Inter-corporate Deposit Interest Free - Other Parties | 2,241.11 | 2,122.71 |
| **Loans and advances to related parties** | | |
| Unsecured, considered good (refer footnote of note 44) | 15,774.40 | 15,774.40 |
| Doubtful | 244.67 | 244.67 |
| Less: Provision | (244.67) | (244.67) |
| **Advances for land and land development rights** | | |
| Unsecured, considered good | 15,989.08 | 15,989.08 |
| **Advances recoverable in cash or kind** | | |
| Unsecured, considered good - Govt Fees | 5,311.11 | 5,311.11 |
| Other Receivables- related parties | 536.49 | 536.49 |
| Other Receivables- others | 8.68 | 22.36 |
| Interest Receivable on preference shares | 31.77 | 27.23 |
| Interest Receivable on Debentures | 1,441.53 | 961.02 |
| Interest accrued on fixed deposits | 8.35 | 34.96 |
| Security Deposits | 104.67 | 128.39 |
| Business Advances | 1,766.49 | 2,397.90 |
| Advances To Suppliers | 155.23 | 300.56 |
| Advances Given to Staff | 41.04 | 29.40 |
| | **84,176.29** | **78,022.27** |

## 17 Other current assets

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Advance Against Land | 5,033.91 | 5,347.06 |
| Unbilled revenue | 3,039.72 | 3,039.72 |
| Recoverable Arbitration-related Expenditure (refer footnote below) | 11,083.08 | 10,927.75 |
| GST Input Credit | 3,381.00 | 3,173.40 |
| Prepaid Expenses | 68.93 | 69.20 |
| | **22,606.64** | **22,557.13** |

**Footnote:**

The Company has incurred legal and professional expenses in connection with arbitration proceedings before the International Chamber of Commerce (ICC) Arbitral Tribunal, London, during the current and preceding financial years. Based on management's assessment of the underlying facts and circumstances, including legal advice obtained, the Company has recognized such expenditure as a recoverable asset, as it expects to recover the related costs upon the ultimate resolution of the proceedings.

The recoverability of the aforesaid amount is dependent upon the outcome of the arbitration proceedings and the subsequent recognition and enforcement, if any, of the arbitral award by the competent courts in India. The Company reassesses the carrying amount of the asset at each reporting date in light of developments in the proceedings and other relevant information available at that time. Any adjustment arising from a change in the assessment of recoverability shall be recognized in the Statement of Profit and Loss in the period in which such assessment is revised.

**18 Equity share capital**

The Company has only one class of share capital having a par value of INR 10 per share, referred to herein as equity share.

| | March 31, 2026 | | March 31, 2025 | |
|---|---|---|---|---|
| | Numbers | Amount in Lacs | Numbers | Amount in Lacs |
| **Authorised shares** | | | | |
| Equity shares of INR 10 each (Previous year INR 10) | 16,20,00,000 | 16,200.00 | 16,20,00,000 | 16,200.00 |
| **Issued, subscribed and fully paid up shares** | | | | |
| Equity shares of INR 10 each (Previous year INR 10) | 6,17,38,554 | 6,173.86 | 6,17,38,554 | 6,173.86 |
| | **6,17,38,554** | **6,173.86** | **6,17,38,554** | **6,173.86** |

**a) Reconciliation of shares outstanding as at the beginning and at the end of the reporting year**

| Particulars | March 31, 2026 | | March 31, 2025 | |
|---|---|---|---|---|
| | Numbers | Amount in Lacs | Numbers | Amount in Lacs |
| At the beginning of the year | 6,17,38,554 | 6,173.86 | 6,17,38,554 | 6,173.86 |
| Issued during the year | - | - | - | - |
| **Outstanding at the end of the year** | **6,17,38,554** | **6,173.86** | **6,17,38,554** | **6,173.86** |

**b) Terms/rights attached to equity share**

*Voting*

Each holder of equity shares is entitled to one vote per share held.

*Dividends*

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current year and previous year.

*Liquidation*

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

**c) Shares held by the holding company / ultimate holding company and/or their associates/ subsidiaries.**

| Name of share holder | March 31, 2026 | | March 31, 2025 | |
|---|---|---|---|---|
| | Numbers | % held | Numbers | % held |
| Discovery Estates Private Limited | 2,39,53,181 | 38.80 | 2,39,53,181 | 38.80 |
| Vishnu Apartments Private Limited | 1,99,21,690 | 32.27 | 1,99,21,690 | 32.27 |
| | 4,38,74,871 | 71.07 | 4,38,74,871 | 71.07 |

**d) Details of shareholders holding more than 5% shares in the Company**

| Name of share holder | March 31, 2026 | | March 31, 2025 | |
|---|---|---|---|---|
| | Numbers | % held | Numbers | % held |
| Discovery Estates Private Limited | 2,39,53,181 | 38.80 | 2,39,53,181 | 38.80 |
| Vishnu Apartments Private Limited | 1,99,21,690 | 32.27 | 1,99,21,690 | 32.27 |
| SSP Aviation Limited | 99,60,845 | 16.13 | 99,60,845 | 16.13 |
| Shilpa Gupta | 46,04,668 | 7.46 | 46,04,668 | 7.46 |

**e) Details of share held by promoters**

| Name of share holder | March 31, 2026 | | | March 31, 2025 | | |
|---|---|---|---|---|---|---|
| | Numbers | % held | Change during the year % | Numbers | % held | Change during the year % |
| Discovery Estates Private Limited | 2,39,53,181 | 38.80 | - | 2,39,53,181 | 38.80 | - |
| Vishnu Apartments Private Limited | 1,99,21,690 | 32.27 | - | 1,99,21,690 | 32.27 | - |
| SSP Aviation Limited | 99,60,845 | 16.13 | - | 99,60,845 | 16.13 | - |
| Shilpa Gupta | 46,04,668 | 7.46 | - | 46,04,668 | 7.46 | - |
| Shradha Gupta | 20,000 | 0.03 | - | 20,000 | 0.03 | - |
| Shravan Gupta | 3 | 0.00 | - | 3 | 0.00 | - |

f) No class of shares have been allotted as fully paid up pursuant to contract(s) without payment being received in cash, allotted as fully paid up by way of bonus shares or bought back during the period of 5 years immediately preceeding the Balance Sheet date.

**g)** The Hon'ble National Company Law Tribunal ("NCLT"), has approved the Scheme of Arrangement (hereinafter referred to as "the Scheme") by way of demerger between Emaar MGF Land Limited ("Demerged Company") and MGF Developments Limited ("MGF" or "Resulting Company") on July 16, 2018 vide Order no. 7869 and accordingly, pursuant to the provision of the Companies Act, 2013, Effective Date of Demerger Scheme is July 16, 2018.

**Clause 9.6 of the Scheme of Arrangement is reproduced herein below:**

*Upon the coming into effect of the Scheme, the authorised share capital of the Demerged Company to the extent of Rupees One Billion (INR 1,000,000,000) shall be transferred to the Resulting Company. The authorised share capital of the Resulting Company shall stand automatically increased by the said amount, without any further act or deed and accordingly the existing capital clause in the Memorandum of Association of the Resulting Company shall stand altered to such extent. It is clarified that the alteration to the capital clause shall be an integral part of the Scheme and shall become operative on the Scheme becoming effective by virtue of the fact that the shareholders of the Resulting Company, while approving the Scheme as a whole, have also resolved and accorded the relevant consents as required respectively under Section 13, 14, 61 (to the extent notified) and Section 64 of the Act or any other applicable provision of the Act and shall not be required to pass separate resolutions as required under the Act.*

As per the said clause 9.6 of the Scheme, considering the Order of NCLT, Demerged Company was required to transfer Authorised Share Capital to the extent of Rupees One Hundred Crore (INR 1,000,000,000) to the Resulting Company and update its master data on the MCA Portal, hence, make enable to Resulting Company to issue equity shares to shareholders of Demerged Company pursuant to the Scheme,.

In view of the above, the Resulting Company submitted various request letters dated September 4, 2018, August 5, 2019, February 22, 2022 and August 22, 2025, to the Registrar of Companies, Ministry of Corporate Affairs, New Delhi, seeking to increase its authorised share capital from Rupees Sixty-Two Crore (INR 620,000,000) to Rupees One Hundred Sixty-Two Crore (INR 1,620,000,000) and to update its master data. Accordingly, in compliance with the Order of the NCLT, MGF increased its authorised share capital from Rupees Sixty-Two Crore (INR 620,000,000) to Rupees One Hundred Sixty-Two Crore (INR 1,620,000,000), with effect from July 16, 2018, and disclosed the same in the financial statements of the Company.

## 19 Other equity

**Securities premium account**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening balance | 12,393.64 | 12,393.64 |
| **Closing balance (A)** | **12,393.64** | **12,393.64** |

**General reserve**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening balance | 324.39 | 324.39 |
| **Closing balance (B)** | **324.39** | **324.39** |

**Capital reserve - Demerger**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening balance | 2,29,649.64 | 2,29,649.64 |
| **Closing balance (C)** | **2,29,649.64** | **2,29,649.64** |

**Surplus in the statement of profit and loss**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening balance | 7,478.19 | 8,922.92 |
| Add: profit/(loss) for the year | 10,949.08 | (1,444.73) |
| **Closing balance (D)** | **18,427.27** | **7,478.19** |

**Other comprehensive income**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening balance | (5.97) | (9.03) |
| Add: Remeasurement of post employment benefit obligations | 2.21 | 3.06 |
| **Closing balance (E)** | **(3.76)** | **(5.97)** |

**Deemed capital contribution**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening balance | 77.96 | 77.96 |
| **Closing balance (F)** | **77.96** | **77.96** |

| | | |
|---|---|---|
| **Total other equity (A+B+C+D+E+F)** | **2,60,869.14** | **2,49,917.85** |

## 20 Non current borrowings

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Secured** | | |
| From Banks - Term Loan (refer Note-1) | 2,442.99 | 3,048.41 |
| From Banks - Vehicle Loan (refer Note-2) | 90.59 | 107.46 |
| Financial Institutions - Vehicle Loan (refer Note-3) | 35.06 | 42.66 |
| Less: Amount disclosed under current borrowings as "Current maturities of long-term borrowings" (refer note 22) | (679.54) | (609.84) |
| | **1,889.10** | **2,588.69** |

**Note:1**

**Repayment terms and security disclosures for outstanding long-term borrowings (including current maturities) as of 31 March 2026 and 31 March 2025:**

A term loan aggregating ₹3,985.00 lakhs (Previous Year: ₹3,985.00 lakhs) was sanctioned and disbursed by Punjab National Bank ("PNB"), Mid Corporate Centre, New Delhi, pursuant to the sanction letter dated 10 May 2023. The facility has been structured into five separate term loan facilities. The loan proceeds were disbursed directly to IndusInd Bank for the purpose of taking over and refinancing the Company's existing term loan with IndusInd Bank under PNB's Financing against Future Lease Rentals ("FLR") scheme.

The term loan aggregating ₹3,985.00 lakhs (Previous Year: ₹3,985.00 lakhs) has been structured into five separate term loan facilities. The repayment schedules of these facilities are aligned with the respective lease tenors and the corresponding lease rental escalations, as set out below:

| Particulars | Amount | Tenure |
|---|---|---|
| **Term Loan 1**<br>Against Lease Rentals from Shoppers Stop Ltd, MGF Metropolitan Mall Saket | 1,753.00 | 66.00 |
| **Term Loan 2**<br>Against Lease Rentals from Shoppers Stop Ltd, MGF Metropolitan Mall Gurgaon | 894.00 | 66.00 |
| **Term Loan 3**<br>Against Lease Rentals from PVR Ltd for Cinema Area and Food Court Area | 255.00 | 59.00 |
| **Term Loan 4**<br>Against Lease Rentals from Malabar Gold Pvt Ltd, Ground & First Floor, MGF Metropolitan Mall Gurgaon | 506.00 | 83.00 |
| **Term Loan 5**<br>Against Lease Rentals from SAB Motors Pvt Ltd, A - 27, Mohan Industrial Area, New Delhi | 577.00 | 83.00 |

2.The applicable rate of interest is mutually agreed between both the parties.

3.This loan shall be repaid by way of structured Monthly Installments into 5 separate term loan.

**Primary Security**

Assignment of lease rentals via escrow mechanism from the following parties received by MGF Developments Limited. (MGF)

1. Shoppers Stop Limited (both areas leased at Metropoliton Mall, Gurgaon, Haryana and area leased at Metropoliton Mall, Saket, New Delhi)
2. PVR Limited-Screens, and both food court areas leased to Satya Sai Hospitality Private Limited and Visheon Hospitality Services.
3. Malabar Gold Pvt. Ltd.
4. SAB Motors Private Limited (Tata Motors)
5. Connaught Plaza Restaurants Private Limited (area leased for McDonald's Restaurants).

Assignment of lease rentals via escrow mechanism for PVR (both screens and food areas) received by Discovery Estates Private Limited (DEPL)
(or any other lessee for demised premises with prior noting with credit)

**Collateral Security**
**Equitable mortgaged of immovable property as under:**

**Prop No 1**
A commercial space with a super area measuring 8,500 sq. ft., designated as “Cinema Area / Screen No. 7,” forms part of the total super area of 55,000 sq. ft. of the entire cinema complex, which comprises seven screens situated on the 3rd, 4th, and 5th floors of the multistoried commercial building known as The Metropolitan, located on a plot of land measuring 3.6687 acres. The land comprises Rectangle No. 39, Killa Nos. 10 (8-0), 11 (8-0), 19/2 (2-4), 20 (8-0), 21/1 (2-13), and 22/1/1 (0-10), totaling 29 kanals and 7 marlas, situated in Village Sarhaul, Tehsil and District Gurgaon, Haryana, and owned by Discovery Estates Private Limited ("DEPL").

**Prop No 2**
A commercial space with a super area measuring 8,500 sq. ft., designated as “Cinema Area / Screen No. 1,” forms part of the total super area of 55,000 sq. ft. of the entire cinema complex comprising seven screens, located on the 3rd, 4th, and 5th floors of the multistoried commercial building known as The Metropolitan, situated on a plot of land measuring 3.6687 acres.
The land consists of Rectangle No. 39, Killa Nos. 10 (8-0), 11 (8-0), 19/2 (2-4), 20 (8-0), 21/1 (2-13), and 22/1/1 (0-10), aggregating to a total area of 29 kanals and 7 marlas, located in Village Sarhaul, Tehsil and District Gurgaon, Haryana.

A first and exclusive charge by way of equitable mortgage has been created over the aforementioned commercial area in The Metropolitan Mall, Gurgaon, which is owned by MGF Developments Limited.

**Prop No. 3**
Commercial areas in Metropolitan Mall, Gurugram, comprising 6,801.67 sq. ft. on the Ground Floor and 23,812.88 sq. ft. on the First Floor aggregating to a total area of 30,614.55 sq. ft. are currently leased to Shoppers Stop Ltd. These areas are constructed on a plot of land measuring 29 kanals and 7 marlas, situated in Village Sarhaul, Tehsil and District Gurugram, Haryana, and are owned by MGF Developments Limited.

**Prop No. 4**
A commercial space with a super area measuring 3,250 sq. ft., located on the Third Floor of the commercial complex known as Metropolitan Mall, constructed on a plot of land measuring 3.6687 acres, comprising Rectangle No. 39, Killa Nos. 10 (8-0), 11 (8-0), 19/2 (2-4), 20 (8-0), 21/1 (2-13), and 22/1/1 (0-10), totaling 29 kanals and 7 marlas (i.e., 3.6687 acres), situated in Village Sarhaul, Tehsil and District Gurgaon, Haryana, and owned by MGF Developments Limited.

**Prop No. 5**
A commercial space with a super area measuring 3,250 sq. ft., located on the Third Floor of the commercial complex known as Metropolitan Mall, constructed on a plot of land measuring 3.6687 acres, comprising Rectangle No. 39, Killa Nos. 10 (8-0), 11 (8-0), 19/2 (2-4), 20 (8-0), 21/1 (2-13), and 22/1/1 (0-10), totaling 29 kanals and 7 marlas (equivalent to 3.6687 acres), situated in Village Sarhaul, Tehsil and District Gurgaon, Haryana, and owned by Discovery Estates Private Limited.

A first and exclusive charge by way of equitable mortgage and negative lien has been created over the following commercial properties in Metropolitan Mall, Saket, currently leased to Shoppers Stop Limited and owned by MGF Developments Limited:

Shop Number G1, with a leasable area of 14,889.60 sq. ft., located on the Ground Floor.

Shop Number F1, with a leasable area of 18,711.76 sq. ft., located on the First Floor.

**Personal Guarantee**

- Personal guarantee of Promoters
( Borrower to undertake that no commission has been/will be paid to gaurantors on extending their guarantee for the advance.)

Other
- DSRA equivalent to 3 month principal repayment and interest repayment to be kept a upfront as FD under lien.

Collateral coverage
Creation and perfection of Security
- Agreement to assign receivables along with POA to be created upfront before disbursement.
- Security creation and perfection to be done within 90 days from the date of disbursement.

**Note:2**

**Vehicle Loan from Banks:**

The company has obtained vehicle loans from HDFC Bank and Union Bank of India, New Delhi. These loans are secured through hypothecation of the vehicles and bear interest rates ranging between 8-10%.

**Note:3**

**Loan from Financial Institutions:**

The company has obtained vehicle loans from Toyota Financial Services India Limited, New Delhi. These loans are secured through hypothecation of the vehicles and bear interest rates ranging between 8-10%.

There were no defaults in the repayment of principal or payment of interest on loans and other borrowings during the current year and the previous year.

## 21 Long term provisions

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Provision for gratuity | 117.20 | 100.34 |
| Provision for leave encashment | 37.63 | 36.01 |
| | **154.83** | **136.35** |

## 22 Current borrowings

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Unsecured Loans from Related Parties** | | |
| Inter Corporate Deposit (Interest Free) | 2,128.20 | 1,693.95 |
| Government Fees | 823.89 | 823.89 |
| **Unsecured Loans from Other Parties** | | |
| Other Inter Corporate Deposit (Interest Free) | 4,361.06 | 4,365.21 |
| Current maturities of long-term borrowings (refer note 20) | 679.54 | 609.84 |
| | **7,992.69** | **7,492.89** |

## 23 Trade payables

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Trade Payable for Services | 166.92 | 644.54 |
| Trade Payable Project | 8,629.45 | 8,808.26 |
| | **8,796.37** | **9,452.80** |

| **Trade Payables ageing schedule** | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Particulars** | | |
| (i) MSME | - | - |
| (ii) Others | | |
| Less than 1 Year | 148.27 | 596.24 |
| 1-2 years | 18.66 | - |
| 2-3 years | - | 167.88 |
| More than 3 years | 8,629.44 | 8,688.68 |
| (iii) Disputed dues - MSME | - | - |
| (iv) Disputed dues -Others | - | - |
| | **8,796.37** | **9,452.80** |

## 24 Other current financial liability

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Non-convertible debentures** | | |
| NCD 22600 (refer footnote below) | 69,580.00 | 69,580.00 |
| Premium on NCD 22600 (refer footnote below) | 2,589.55 | 2,589.55 |
| Finance lease obiligations (Jasola) | 6,926.94 | 6,926.94 |
| Interest accured and not due on NCD 22600 (refer footnote below) | 23,073.92 | 23,073.92 |
| Interest accrued and due on EDC/IDC payable | 1,054.39 | 1,054.39 |
| Advances received towards collaboration agreements | - | 8,450.00 |
| Book Overdebts | 17.86 | 151.01 |
| Security Deposits from Customers | 571.49 | 534.97 |
| Security Deposits - Others | - | 7,000.00 |
| Due to Joint Ventures | 6,860.40 | 9,320.40 |
| | **1,10,674.55** | **1,28,681.18** |

**Footnote:**

Pursuant to the allocation of liabilities under the Scheme of Arrangement (the "Demerger Scheme"), the Company was required to issue proportionate Non-Convertible Debentures ("NCDs") to the existing NCD holders of Emaar MGF Land Limited (now known as Emaar India Limited), in accordance with the terms of the Demerger Scheme. In this regard, the Company has filed a petition before the Hon'ble National Company Law Tribunal ("NCLT"), Principal Bench, New Delhi, seeking appropriate orders and directions for the effective implementation of the Demerger Scheme relating to the demerger of Emaar MGF Land Limited (the "Demerged Company").

In accordance with the terms of the Demerger Scheme, the security package and the associated guarantees required in respect of the aforesaid NCDs have not yet been created or provided by Emaar MGF Land Limited (now known as Emaar India Limited). Accordingly, the corresponding NCD liability has been recognized and recorded in the books of account of the Company.

As the Demerger Scheme has not yet been fully implemented by the Demerged Company, the Company has not recognized or provided for any interest or premium on the NCDs for the period from the date of the order of the Scheme of Arrangement up to 31 March 2026. The recognition and accounting of such interest or premium, if any, shall remain pending until appropriate orders or directions are issued by the Hon'ble Tribunal and/or competent Courts and the Demerger Scheme is effectively implemented.

## 25 Other current liability

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Booking Advances from Customers | 2,738.14 | 2,738.14 |
| Advance received from customer | 5,445.03 | 1,312.00 |
| Other Payable | 1,058.66 | 980.21 |
| Payable to Staff | - | 9.42 |
| **Duties & Taxes** | | |
| TDS | 63.17 | 127.38 |
| GST | 81.97 | 205.48 |
| Provident Fund/ESI | 9.11 | 10.06 |
| | **9,396.08** | **5,382.69** |

## 26 Current provisions

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Provision for gratuity | 27.55 | 20.20 |
| Provision for leave encashment | 9.08 | 6.22 |
| | **36.63** | **26.42** |

## 27 Revenue from operations

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| a) Sales (refer footnote to Note-11) | 13,462.85 | 2,229.66 |
| b) Rent | 1,698.60 | 1,626.42 |
| **c) Other Operating Revenue:-** | | |
| Maintenance Income | 7.25 | 7.25 |
| | **15,168.70** | **3,863.33** |

## 28 Other income

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Interest on bank deposit | 52.34 | 59.36 |
| Interest on loan and advances | 5.74 | 12.66 |
| Interest income on debentures | 533.90 | 533.90 |
| Interest income on income tax refund | 13.17 | 24.87 |
| Unrealised gain on mutual fund investment | 3.12 | 4.31 |
| Unwinding of discount on preference shares | 242.36 | 220.74 |
| Unwinding of security deposits | 131.09 | 119.17 |
| Gain on foreign exchange transactions (net) | - | 0.24 |
| Reversal of Expected Credit Loss | - | 41.76 |
| Net gain on disposal of property, plant & equipment | - | 3.93 |
| Liabilities no longer required balances written back | 7,858.92 | 51.55 |
| Grant of Use of Right | 90.00 | - |
| Compensation Received Under Court Order | 100.00 | - |
| Compensation Received in Settlement | 2,500.00 | - |
| Miscellaneous income | 2.00 | 2.07 |
| | **11,532.64** | **1,074.56** |

## 29 Cost of area of constructed properties, land and other charges

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Cost of area of constructed properties, land and others charges | 6,355.26 | 443.84 |
| **Total Cost of area of constructed properties, land and other charges** | **6,355.26** | **443.84** |

## 30 Employee benefit expenses

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Salaries, Bonus & Other Allowances | 846.70 | 816.10 |
| Contribution to provident and other funds | 52.57 | 50.42 |
| Staff Welfare Expenses | 21.03 | 17.51 |
| | **920.30** | **884.03** |

## 31 Finance cost

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Interest Charges on Term Loans | 286.78 | 358.38 |
| Loan processing Fees | - | 0.06 |
| Interest Paid to Others | 13.57 | - |
| Amortization of Financial Guarantee Receivable | 6.05 | 5.35 |
| | **306.40** | **363.79** |

## 32 Depreciation & Amortisation

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Depreciation on property, plant and equipment | 91.02 | 97.75 |
| Amortisation of intangible assets | 0.01 | 0.09 |
| | **91.03** | **97.84** |

## 33 Other expenses

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Electricity, fuel and water | 48.14 | 50.61 |
| Rent | 227.72 | 217.51 |
| Repair & Maintenance Building | 21.77 | 24.48 |
| Repair & Maintenance Plant & Machinery | 25.41 | 24.34 |
| Insurance Charges | 10.31 | 7.74 |
| Rates & Taxes | 468.72 | 204.93 |
| Printing & Stationery | 7.74 | 15.62 |
| Vehicle Running & Maintenance | 47.14 | 38.55 |
| Legal & Professional Charges | 2,582.74 | 3,751.19 |
| Security Expenses | 109.90 | 105.73 |
| Donation and charity | 33.02 | 116.01 |
| Sundry Balances Written Off | 46.36 | 38.03 |
| Loss on Foreign Exchange | 10.42 | - |
| Facility Management Services | 128.54 | 126.13 |
| Tours and Travelling | 128.17 | 91.47 |
| Provision for doubtful debts - Allowance for expected credit losses | 219.55 | - |
| Miscellaneous Expenses | 112.38 | 188.35 |
| | **4,228.03** | **5,000.69** |

**Note:**

**Remuneration to auditors ( excluding goods and service tax)**

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Statutory audit | 12.50 | 9.50 |
| Other Expenses | 1.50 | 1.50 |
| | **14.00** | **11.00** |

## 34 Exceptional Items

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Profit on Sale of Painting & Sculptures | - | 4.51 |
| Loss on derecognition of leasehold improvements (refer footnote below) | 148.26 | - |
| | **148.26** | **4.51** |

**Footnote**

During the year, the Company entered into a settlement agreement with the lessor in respect of a long-term lease arrangement for office premises. Pursuant to the settlement, the Company vacated the premises, terminated the lease arrangement and relinquished all rights in the related leasehold improvements, including furniture and fixtures, in favour of the lessor. The lessor also waived all claims relating to past and future lease rentals and maintenance charges under the lease agreement.

Consequent to the settlement and based on management's assessment of recoverability, the carrying amount of the related leasehold improvements, furniture and fixtures was fully impaired and derecognized during the year. The resultant loss has been recognized as an Exceptional Item in the Statement of Profit and Loss.

As no lease liability or corresponding right-of-use asset had been recognized in respect of the arrangement, the waiver of lease rentals and maintenance charges did not result in the recognition of any gain or loss. The settlement represents a full and final discharge of all obligations under the lease arrangement and no further liability or contingency exists as at the reporting date.

**35 Disclosure as per Ind AS 33 on 'Earnings per Share'**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Basic earning per share (INR) **(a)/(b)** | 17.74 | (2.34) |
| Diluted earning per share (INR) **(a)/(b)** | 17.74 | (2.34) |
| Nominal value per share | 10.00 | 10.00 |
| **Profit attributable to equity shareholders** | | |
| From continuing operations **(a)** | 10,951.29 | (1,441.67) |
| | **10,951.29** | **(1,441.67)** |
| **Weighted average number of shares** | **No of shares** | **No of shares** |
| Weighted average number of equity shares for the year **(b)** | 6,17,38,554 | 6,17,38,554 |

At present, the Company does not have any dilutive potential equity shares.

**36 Contingent liabilities, contingent assets and commitments**

**A. Commitments:**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| **Capital commitments** | | |
| Estimated amount of contracts remaining to be executed on capital account and not provided for - to related party [Net of advances of INR 4,553.72 lacs (March 31, 2025: INR 4,553.72 lacs)] | 5,886.28 | 5,886.28 |
| **Total capital commitments** | **5,886.28** | **5,886.28** |

**B. Contingent liabilities:**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| a. Securities/ Performance guarantee provided to various government authorities/others | 601.81 | 791.64 |
| b. Service tax demand (refer note 1 below) | 102.16 | 102.16 |
| c. Claims against the company not acknowledged as debt (refer footnote 2 below) | 49,386.42 | 47,500.00 |
| d. Claims against the Company not acknowledged as debt – matters under investigation/proceedings before the Enforcement Directorate and other courts/authorities (refer Footnote 3 below). | To be determined | To be determined |

**Amount above includes:**

**Footnote-1**
The Commissioner (Appeals-I), CGST, Delhi North, vide Order-in-Appeal dated 19 November 2024, confirmed a demand aggregating to ₹102.16 lakh towards Service Tax, interest and penalty for the period from April 2016 to June 2017. The Company has filed an appeal against the said order before the Customs, Excise and Service Tax Appellate Tribunal (CESTAT), New Delhi, which is pending adjudication.

Based on the merits of the case, supporting documentation, judicial precedents, and legal opinions obtained from independent counsel, management believes that the Company has a strong case and that the demand is unlikely to be sustained upon final adjudication. Accordingly, no provision has been recognised in the financial statements, and the matter has been disclosed as a contingent liability.

Management further believes that the ultimate resolution of the aforesaid matter will not have a material adverse effect on the financial position of the Company.

**Footnote-2**
The International Chamber of Commerce ("ICC") Arbitral Tribunal, London, issued its Final Award dated 10 September 2024 in ICC Case No. 25000/HTG, pursuant to which an amount of approximately ₹49,386.42 lakh (PY ₹47,500 lakh) against the Company, together with interest thereon at the rate of 11.25% per annum compounded quarterly from 30 June 2024 until the date of payment, has been awarded against the Company.The award holder has initiated enforcement proceedings before the Hon'ble Delhi High Court, which the Company is contesting on the grounds of enforceability and other legal and factual issues. The matter remains pending adjudication.

Based on legal opinions obtained from senior external counsel and considering the facts and circumstances, management believes that significant legal and factual issues remain to be adjudicated and the enforceability of the Final Award in India remains subject to judicial determination. Accordingly, management has assessed that no present obligation requiring recognition of a provision exists as at the reporting date. The matter has therefore been disclosed as a contingent liability and no provision has been recognised in these standalone financial statements.

The outcome of the enforcement and related legal proceedings is inherently uncertain and subject to future judicial determination beyond the Company's control. Accordingly, the financial impact, if any, cannot presently be reliably estimated. Any consequential financial effect arising from the final resolution of the matter will be recognised in the financial year in which the matter is finally determined by the competent court(s)

**Footnote-3**
a) ED Proceedings – ECIR/DLZO-II/25/2023 and ECIR/HIU-I/21/2024
The Enforcement Directorate ("ED") is investigating transactions relating to the Company's erstwhile joint venture with Emaar India Limited (formerly Emaar MGF Land Limited), pursuant to FIR No. 146/2022 lodged by Emaar with the EOW, Delhi. Under ECIR/DLZO-II/25/2023, the ED issued Provisional Attachment Order No. 02 of 2025 dated 20.01.2025, attaching Company properties held as stock-in-trade valued at ₹8,229 lakh. A further ECIR, ECIR/HIU-I/21/2024, was registered on the basis of the same FIR, which has been challenged by the Company before the Hon'ble Delhi High Court in Crl. W.P. No. 730/2025 and C.W.P. No. 1692/2025. In CWP No. 1692/2025, the Company has also challenged OA-61/2025 and sought interim relief, and the Hon'ble Court granted stay vide order dated 11.03.2025. ED searches were conducted on 16.01.2025, during which certain Company bank accounts were frozen, followed by Provisional Attachment Order No. 09 of 2025 dated 29.04.2025 attaching further stock-in-trade properties valued at ₹4,142 lakh. The proceedings remain pending and the attachments/freezing have not been vacated. Management, based on available facts and legal advice, considers the Company's grounds to be meritorious and does not presently expect any material adverse financial impact; Accordingly, no provision has been recognised in the financial statements in respect of the aforesaid matters. The ultimate outcome of the proceedings is, however, dependent upon the decisions of the competent courts and authorities and cannot be determined with certainty at this stage.

b) ED Attachment of 176.2 Acres – CWP No. 24420/2024
The ED has provisionally attached approximately 176.2 acres of land held by the Company as inventory pursuant to its Provisional Attachment Order ("PAO") dated 28 August 2024 under Section 5 of the Prevention of Money Laundering Act, 2002 ("PMLA"), alleging Proceeds of Crime ("PoC") of ₹33,269 lakh in connection with ECIR/03/HIU/2019 arising from CBI FIR No. RC AC1 2019 A0002 dated 23 January 2019.

The Company has disputed the attachment and the attribution of the alleged PoC, including on the grounds that the attached properties have no nexus with the alleged offence or the Marbella project, which was retained by Emaar India Limited pursuant to the NCLT-approved Scheme of Demerger. The Company has further represented that it neither owned nor derived any benefit from the land alleged to constitute the PoC. The PAO has been challenged before the Hon'ble Punjab & Haryana High Court in CWP No. 24420/2024 and the matter is pending adjudication.

Based on the information presently available and the assessment of management, in consultation with its legal advisors, the Company is hopeful of a favourable outcome in the matter and accordingly no provision has been recognised in the financial statements in respect thereof.

c) Certain legal proceedings are pending before the Hon'ble NCLT seeking directions in relation to the implementation of the Scheme of Arrangement with Emaar MGF Limited (now known as Emaar India Limited) and Emaar Properties PJSC. The matters are pending adjudication as at the reporting date. Accordingly, any adjustments relating to amounts and/or land area, if any, will be recognised in the financial year in which the relevant proceedings are finally determined by the competent courts.

Based on the legal advice of independent legal counsel and considering the grounds of appeal, supporting evidence and facts and circumstances of the matters, management believes that there are reasonable grounds for a favourable outcome. However, given the ongoing proceedings and the uncertainties associated with their outcome and consequential financial impact, no adjustment has been made in these standalone financial statements. Any financial impact, if any, will be recognised upon final determination of the matters by the competent courts.

d) Other Litigation

Apart from the matters disclosed above, the Company is involved in various legal proceedings, as plaintiff/appellant or defendant/respondent, primarily relating to contractual disputes, title and land ownership, lease and possession, recovery claims, injunctions, consumer matters and challenges to governmental/revenue actions.

Based on the Company's position, supported by contractual documents, statutory provisions, revenue records, established legal principles and factual evidence, together with independent legal advice and consideration of the facts and circumstances of the respective matters, management believes that the Company has reasonable to good prospects of success. However, the ultimate outcome remains subject to the decisions of the respective judicial or quasi-judicial forums. Accordingly, no adjustment has been made in these standalone financial statements. Any financial impact arising from the final determination of these matters will be recognised in the financial year in which such determination is made.

**Contingent assets:**

The Company is a party to various legal and regulatory proceedings pending before the National Company Law Tribunal ("NCLT"), the High Courts and other competent judicial forums in relation to the Final Award issued by the ICC Arbitral Tribunal, London, as well as certain connected matters arising from and relating to the implementation of the Demerger Framework Agreement entered into between Emaar MGF Land Limited (now known as Emaar India Limited), Emaar Properties PJSC and the Company.

**C.** Based on its assessment of the facts and circumstances of the case, supported by legal advice received from external counsel, management believes that the Company has substantial grounds in support of its claims and contentions in the aforesaid proceedings. The ultimate outcome of these matters may result in economic benefits accruing to the Company. However, the matters remain sub judice and are subject to determination by the respective judicial and quasi-judicial authorities. Accordingly, the existence, timing and quantum of any potential economic benefits remain contingent upon the outcome of future events that are not wholly within the control of the Company.

In light of the inherent uncertainties associated with the pending proceedings and the inability, at this stage, to reliably measure the potential financial impact thereof, no asset has been recognised in respect of the aforesaid matters in these standalone financial statements. The Company will continue to evaluate developments in the proceedings and will recognise any resulting asset only when the inflow of economic benefits becomes virtually certain, in accordance with the requirements of the applicable financial reporting framework.

Accordingly, no adjustment has been made in these standalone financial statements in respect of the aforesaid matters.

**37 Employee benefits**

The Company contributes to the following post-employment defined benefit plans in India.

**(i) Defined Contribution Plans:**

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and EDLI, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Contribution to provident fund | 52.57 | 50.42 |

**(ii) Defined Benefit Plan:**
**Gratuity**

The Company operates a post-employment defined benefit plan for Gratuity. This plan entitles an employee to receive half month's salary for each year of completed service at the time of retirement/exit.

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognize each period of service as giving rise to additional employee benefit entitlement and measures each unit separately to build up the final obligation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2026. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

**A. The following table set out the status of the defined benefit obligation**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| **Net defined benefit liability** | | |
| (Assets)/Liability for Gratuity | 144.75 | 120.54 |
| **Total employee benefit liabilities** | 144.75 | 120.54 |
| Non-current | 117.20 | 100.34 |
| Current | 27.55 | 20.20 |

**B. Reconciliation of the net defined benefit liability**

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

| | March 31, 2026 | | | March 31, 2025 | | |
|---|---|---|---|---|---|---|
| | Defined benefit obligation | Fair value of plan assets | Net defined benefit (asset)/ liability | Defined benefit obligation | Fair value of plan assets | Net defined benefit (asset)/ liability |
| Balance at the beginning of the year | 120.54 | - | 120.54 | 105.44 | - | 105.44 |
| **Included in profit or loss** | | | | | | |
| Current service cost | 20.10 | - | 20.10 | 13.06 | - | 13.06 |
| Interest cost (income) | 8.36 | - | 8.36 | 7.61 | - | 7.61 |
| | 28.46 | - | 28.46 | 20.67 | - | 20.67 |
| **Included in OCI** | | | | | | |
| Remeasurements loss (gain) | | | | | | |
| - Total actuarial loss/(gain) on obligation | (2.95) | - | (2.95) | (4.09) | - | (4.09) |
| | (2.95) | - | (2.95) | (4.09) | - | (4.09) |
| Other | | | | | | |
| Benefits paid | (1.30) | - | (1.30) | (1.48) | - | (1.48) |
| | (1.30) | - | (1.30) | (1.48) | - | (1.48) |
| Balance at the end of the year | 144.75 | - | 144.75 | 120.54 | - | 120.54 |

**C. Expenses Recognised in the statement of profit and loss for the year**

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Current service cost | 20.10 | 13.06 |
| Interest cost | 8.36 | 7.61 |
| | **28.46** | **20.67** |

**D. Plan assets**

Plan assets comprises of the following:

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Funds Managed by Insurer | - | - |

On an annual basis, an asset-liability matching study is done by the Company whereby the Company contributes the net increase in the actuarial liability to the plan manager in order to manage the liability risk.

**E. Actuarial assumptions**

**a. Economic assumptions**

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation asumptions are as follows which have been selected by the company.

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Discount rate | 7.70% | 6.93% |
| Expected rate of future salary increase | 6.00% | 6.00% |

The discount rate has been assumed at 7.70% (March 31, 2025: 6.93%) which is determined by reference to market yield at the balance sheet date on government securities. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**b. Demographic assumptions**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| i) Retirement age (years) | 59.00 | 59.00 |
| ii) Mortality rates inclusive of provision for disability | 100% of IALM (2012 - 14) | 100% of IALM (2012 - 14) |
| iii) Ages | Withdrawal Rate (%) | Withdrawal Rate (%) |
| Upto 30 years | 7 | 7 |
| From 31 to 44 years | 2 | 2 |
| Above 44 years | 2 | 2 |

**F. Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

| | March 31, 2026 | | March 31, 2025 | |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate (0.50% movement) | (4.65) | 4.96 | (4.45) | 4.75 |
| Future salary growth (0.50% movement) | 3.21 | (3.05) | 3.43 | (3.46) |

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Senstivities due to mortality and withdrawals are not material and hence impact of change not calculated.

Senstivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

**Description of Risk Exposures:**

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

**G. Expected maturity analysis of the defined benefit plans in future years**

| **Particulars** | March 31, 2026 | March 31, 2025 |
|---|---|---|
| **Duration of defined benefit obligation** | | |
| Less than 1 year | 27.55 | 20.20 |
| Between 1-2 years | 12.91 | 4.20 |
| Between 2-5 years | 33.07 | 22.55 |
| Over 5 years | 71.22 | 73.59 |
| **Total** | **144.75** | **120.54** |

Expected contributions to post-employment benefit plans for the year ending March 31, 2027 are INR 26.35 lacs.

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 11.68 years (March 31, 2025: 12.51 years).

**(iii) Other long-term employee benefits:**

The company provides for compensated absences to its employees. The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. During the year ended March 31, 2026, the Company has incurred an expense on compensated absences amounting to INR 24.22 lacs (previous year INR 21.41 lacs). The Company determines the expense for compensated absences basis the actuarial valuation of plan assets and the present value of the obligation, using the Projected Unit Credit Method.

**A. The following table set out the status of the defined benefit obligation**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| **Net defined benefit liability** | | |
| Liability for earned leave | 46.71 | 42.23 |
| **Total employee benefit liabilities** | 46.71 | 42.23 |
| Non-current | 37.63 | 36.01 |
| Current | 9.08 | 6.22 |

**B. Reconciliation of the net defined benefit liability**

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

| | March 31, 2026 | | | March 31, 2025 | | |
|---|---|---|---|---|---|---|
| | Defined benefit obligation | Fair value of plan assets | Net defined benefit (asset)/ liability | Defined benefit obligation | Fair value of plan assets | Net defined benefit (asset)/ liability |
| Balance at the beginning of the year | 42.23 | - | 42.23 | 40.57 | - | 40.57 |
| **Included in profit or loss** | | | | | | |
| Current service cost | 9.31 | - | 9.31 | 7.51 | - | 7.51 |
| Interest cost (income) | 2.93 | - | 2.93 | 2.92 | - | 2.92 |
| - Total actuarial loss/(gain) on obligation | 11.98 | - | 11.98 | 10.98 | - | 10.98 |
| | 24.22 | - | 24.22 | 21.41 | - | 21.41 |
| Other | | | | | | |
| Benefits paid | (19.74) | - | (19.74) | (19.75) | - | (19.75) |
| | (19.74) | - | (19.74) | (19.75) | - | (19.75) |
| Balance at the end of the year | 46.71 | - | 46.71 | 42.23 | - | 42.23 |

**C. Expenses Recognised in the statement of profit and loss for the year**

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Current service cost | 9.31 | 7.51 |
| Interest cost | 2.93 | 2.92 |
| Actuarial loss (gain) | 11.98 | 10.98 |
| | **24.22** | **21.41** |

**D. Actuarial assumptions**

**a. Economic assumptions**

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation aaumptions are as follows which have been selected by the company.

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Discount rate | 7.70% | 6.93% |
| Expected rate of future salary increase | 6.00% | 6.00% |

The discount rate has been assumed at 7.70% (March 31, 2025: 6.93%) which is determined by reference to market yield at the balance sheet date on government securities. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**b. Demographic assumptions**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| i) Retirement age (years) | 59.00 | 59.00 |
| ii) Mortality rates inclusive of provision for disability | 100% of IALM (2012 - 14) | 100% of IALM (2012 - 14) |
| iii) Ages | Withdrawal Rate (%) | Withdrawal Rate (%) |
| Upto 30 years | 7 | 7 |
| From 31 to 44 years | 2 | 2 |
| Above 44 years | 2 | 2 |

**E. Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

| | March 31, 2026 | | March 31, 2025 | |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate (0.50% movement) | (1.61) | 1.70 | (1.63) | 1.74 |
| Future salary growth (0.50% movement) | 1.73 | (1.63) | 1.75 | (1.65) |

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.
Senstivities due to mortality and withdrawals are not material and hence impact of change not calculated.
Senstivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

**Description of Risk Exposures:**

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -
A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

**F. Expected maturity analysis of the defined benefit plans in future years**

| **Particulars** | March 31, 2026 | March 31, 2025 |
|---|---|---|
| **Duration of defined benefit obligation** | | |
| Less than 1 year | 9.08 | 6.22 |
| Between 1-2 years | 3.71 | 2.35 |
| Between 2-5 years | 12.99 | 6.24 |
| Over 5 years | 20.93 | 27.42 |
| **Total** | **46.71** | **42.23** |

Expected contributions to post-employment benefit plans for the year ending 31 March 2027 are INR 10.10 lacs.
The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 11.68 years (March 31, 2025: 12.51 years).

**38 Disclosure as per Ind AS 108 on 'Operating segments'**

Segment information is presented in respect of the company's key operating segments. The operating segments are based on the company's management and internal reporting structure.

**Operating Segments**

The board of directors have been identified as the Chief Operating Decision Maker ('CODM'), since they are responsible for all major decision w.r.t. the preparation and execution of business plan, preparation of budget, planning, expansion, alliance, joint venture, merger and acquisition, and expansion of any facility.The Company's board reviews the results of "residential, commercial and retail real estate development." on a quarterly basis. The company's board of directors uses Earning Before Interest, Tax and Depreciation ('EBITDA') to assess the performance of the operating segments. Accordingly, there is only one Reportable Segment for the Company which is "residential, commercial and retail real estate development.", hence no specific disclosures have been made.

**Entity wide disclosures**

**Information about products and services**
Company deals in one business namely "construction, development and sale of integrated townships, residential and commercial multi-storied buildings, houses, flats, shopping malls, hotels, IT parks and renting of properties,". Therefore product wise revenue disclosure is not applicable.

**Information about geographical areas**
Company operates under single geographic location, there are no separate reportable geographical segments.

**Information about major customers (from external customers)**

The Company derives revenues from the following customers which amount to 10 per cent or more of an entity's revenues:

| Customer | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Janta Land Promoters Private Limited | 10,860.00 | - |
| Shoppers Stop Limited | - | 871.96 |
| Saiesha Developments Private Limited | - | 515.61 |
| Smt. Urmila : Gait Proupbuild Private Limited | - | 415.94 |

**39 Leases**

**Operating leases**
The Company is a lessee under an operating leases. The lease terms of premise range from 1 to 5 years and accordingly are short term leases, with an option to renew the lease after that period. Lease payments are renegotiated every five years to reflect market rentals. Expected future minimum commitments for non-cancellable leases are as follows:

| | | (Amount in Rupees lacs) |
|---|---|---|
| | March 31, 2026 | March 31, 2025 |
| **(i) Future minimum lease payments** | | |
| Not later than one year | 223.25 | 16.50 |
| Later than one year but not later than five year | 223.25 | 16.50 |
| Later than five year | - | - |
| **Total** | **446.50** | **33.00** |

**(ii) Amounts recognised in profit and loss account**

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Lease expense- minimum lease payments | 227.72 | 217.51 |

**40** In terms of the clause 22 of chapter V micro, small and Medium enterprises development Act 2006 (MSMED act 2006), the disclosure of payments due to any supplier as at March 31, 2026 are as follows:

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting period included in | | |
| Principal amount due to micro and small enterprises | 0.00 | - |
| Interest due on above | - | - |
| | **0.00** | **-** |
| The amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the period) but without adding the interest specified under the MSMED Act, 2006. | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting period | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible under section 23 of the MSMED Act 2006. | - | - |

**41 Deferred tax**

**A. Amounts recognised in profit or loss**

| | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Current tax** | | |
| Current year | 123.08 | - |
| | 123.08 | - |
| **Deferred tax** | | |
| Change in recognised temporary differences | 3,579.90 | (430.91) |
| Earlier year tax adjustment | - | 27.85 |
| | **3,579.90** | **(403.06)** |
| **Total tax expense** | **3,702.98** | **(403.06)** |

**B. Amounts recognised in other comprehensive income**

| | For the year ended March 31, 2026 | | | For the year ended March 31, 2025 | | |
|---|---|---|---|---|---|---|
| | Before tax | Tax (expense)/ benefit | Net of tax | Before tax | Tax (expense)/ benefit | Net of tax |
| Remeasurements of defined benefit liability | 2.95 | (0.74) | 2.21 | 4.09 | (1.03) | 3.06 |
| | **2.95** | **(0.74)** | **2.21** | **4.09** | **(1.03)** | **3.06** |

**C. Reconciliation of effective tax rate**

| | For the year ended March 31, 2026 | | For the year ended March 31, 2025 | |
|---|---|---|---|---|
| | Rate | Amount | Rate | Amount |
| **Profit before tax** | | 14,652.06 | | (1,847.79) |
| Tax using the Company's domestic tax rate | 25.17% | 3,687.63 | 25.17% | - |
| Tax effect of: | | | | |
| On account of timing difference | | (3,540.26) | | 82.77 |
| On account of brought forward losses | | 3,555.61 | | (513.68) |
| | 25.17% | **3,702.98** | 25.17% | **(430.91)** |

**D. Movement in temporary differences**

| | As at 31 March 2025 | Recognized in P&L | Recognized in OCI | As at 31 March 2026 |
|---|---|---|---|---|
| **Deferred tax assets** | | | | |
| Property, plant and equipment | 23.58 | 2.78 | - | 26.36 |
| Provisions for employee benefits | 39.92 | 9.00 | 0.74 | 48.18 |
| Trade receivables | 790.59 | 55.26 | - | 845.85 |
| Brought forward losses | 9,224.34 | (3,555.61) | - | 5,668.73 |
| Unwinding of finance cost on debenture | 377.30 | (32.99) | - | 344.31 |
| Unwinding of finance cost on preference shares | 1,674.46 | (59.86) | - | 1,614.60 |
| **Sub- Total (a)** | **12,130.19** | **(3,581.42)** | **0.74** | **8,548.03** |
| **Deferred tax liabilities** | | | | |
| Other non current assets- financial guarantee receivable | 7.67 | 1.52 | - | 6.15 |
| **Sub- Total (b)** | **7.67** | **1.52** | **-** | **6.15** |
| **Net deferred tax assets (a)-(b)** | **12,122.52** | **(3,579.90)** | **0.74** | **8,541.88** |

| | As at 31 March 2024 | Recognized in P&L | Recognized in OCI | As at 31 March 2025 |
|---|---|---|---|---|
| **Deferred tax assets** | | | | |
| Property, plant and equipment | 15.33 | 8.25 | - | 23.58 |
| Provisions for employee benefits | 38.41 | 2.55 | 1.03 | 39.92 |
| Trade receivables | 801.10 | (10.51) | - | 790.59 |
| Brought forward losses | 8,710.66 | 513.68 | - | 9,224.34 |
| Unwinding of finance cost on debenture | 407.29 | (29.99) | - | 377.30 |
| Unwinding of finance cost on preference shares | 1,728.88 | (54.42) | - | 1,674.46 |
| **Sub- Total (a)** | **11,701.67** | **429.56** | **1.03** | **12,130.19** |
| **Deferred tax liabilities** | | | | |
| Other non current assets- financial guarantee receivable | 9.02 | 1.35 | - | 7.67 |
| **Sub- Total (b)** | **9.02** | **1.35** | **-** | **7.67** |
| **Net deferred tax assets (a)-(b)** | **11,692.65** | **430.91** | **1.03** | **12,122.52** |

**E. Income tax recognised directly in equity**

| | March 31, 2026 | | | March 31, 2025 | | |
|---|---|---|---|---|---|---|
| | Before tax | Tax | Net of tax | Before tax | Tax | Net of tax |
| Deemed capital contribution | | | | - | - | - |
| | - | - | - | - | - | - |

**F. Tax losses carried forward**

Tax losses for which no deferred tax asset was recognised expire as follows:

| | March 31, 2026 | Expiry date | March 31, 2025 | Expiry date |
|---|---|---|---|---|
| Expire | - | - | 16,020.00 | FY 2025-26 |
| Expire | 18,590.02 | FY 2026-27 | 18,590.02 | FY 2026-27 |
| Expire | 1,990.45 | FY 2031-32 | 1,990.45 | FY 2031-32 |
| Expire | 1,943.06 | FY 2032-33 | - | - |
| Never expire | - | - | 50.55 | - |

**42 Corporate Social Responsibility**

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, and Schedule VII thereto, every company meeting the prescribed thresholds is required to spend, in each financial year, at least two per cent of the average net profits of the three immediately preceding financial years on Corporate Social Responsibility ("CSR") activities.

During the financial year 2025-26, the provisions of Section 135 are applicable to the Company based on its net worth of INR 2,67,043.00 lakh as at March 31, 2026 (PY 256,091.71 lakhs). However, as per the audited financial statements for the year ended March 31, 2026, the Company incurred a net profit of INR 14,652.06 lakh and (PY losses 1,847.79 lakhs). Further, the average net profit of the Company for the three immediately preceding financial years, computed in accordance with Section 198 of the Companies Act, 2013, is negative.

Accordingly, since the average net profit is negative, no amount is required to be spent towards CSR activities for the financial year 2025-26. Nevertheless, the Company shall continue to comply with all other applicable provisions, disclosure requirements and governance obligations under Section 135 of the Companies Act, 2013 and the rules made thereunder, to the extent applicable.

**43 Expenditure in foreign currency**

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Legal and Professional Charges | 684.18 | 1,107.10 |
| Travelling Expenses | 3.97 | 10.62 |
| Membership Fees | 5.85 | 5.25 |
| | **694.00** | **1,122.97** |

**44 Related Party Disclosure**

The Disclosure as required by the Indian Accounting Standard - 24 (Related Party Disclosure) are given below:-

(a) List of related parties with whom transactions have taken place and relationships:

| | | |
|---|---|---|
| a) Holding Company | : | Discovery Estates Private Limited |
| b) Subsidiary Company | : | Avinashi Buildtech Private Limited |
| | : | Cassock Properties Private Limited |
| | : | Chhavi Buildtech Private Limited |
| | : | Clean & Green Energy India Private Limited |
| | : | Crimson Holdings Private Limited |
| | : | Easter Conbuild Private Limited |
| | : | Ecstasy Conbuild Private Limited |
| | : | Ethic Conbuild Private Limited |
| | : | Gait Propbuild Private Limited |
| | : | Glimpse Propbuild Private Limited |
| | : | Godson Propbuild Private Limited |
| | : | Gran Propbuild Private Limited |
| | : | Grapeshot Propbuild Private Limited |
| | : | Kayo Developers Private Limited |
| | : | Lifeline Build Tech Private Limited |
| | : | Locus Propbuild Private Limited |
| | : | Mega City Promoters Private Limited |
| | : | MGF Disha Foundation |
| | : | MGFD Ventures Private Limited |
| | : | Pipalashray Estate Private Limited |
| | : | Prayas Buildcon Private Limited |
| | : | Samishti Real Estate Private Limited |
| | : | Spiritual Realtors Private Limited |
| | : | Sukhda Promoters Private Limited |
| | : | Tushar Projects Private Limited |
| | : | Valente Real Estates Private Limited |
| c) Associate Company | : | Discovery Holdings Private Limited |
| | : | Emaar MGF Construction Private Limited |
| | : | MGF Estates Management Private Limited |
| | : | MGF Promotions & Events Private Limited |
| | : | SSP Aviation Limited |
| | : | VMR Promoters Private Limited |
| d) Joint Venture | : | North Delhi Metro Mall Private Limited |
| e) Enterprises in which key management personnel and their relatives are able to exercise significant influence. | : | Alcove Realtors Private Limited |
| | : | Amplify Developers Private Limited |
| | : | Aryan Life Style Private Limited |
| | : | Bahubali Services Limited |
| | : | Bewilder Builders Private Limited |
| | : | Bounty Builders & Developers Private Limited |
| | : | Buildout Real Estate Developers Private Limited |
| | : | Cameo Realtors Private Limited |
| | : | Cards Services India Private Limited |
| | : | Companion Builders Private Limited |
| | : | Companion Estates Private Limited |
| | : | Dedicated Buildcon Private Limited |
| | : | Dexterous Buildcon Private Limited |
| | : | Divine Build Tech Private Limited |
| | : | Dua Buildtech Private Limited |
| | : | Emaar India Limited |
| | : | Ethan Traders Private Limited |
| | : | Gee Gee Holdings Private Limited |
| | : | GGN Hills Development Private Limited |
| | : | Golf Course Road Development Private Limited |
| | : | Grosvenor Estates Private Limited |
| | : | India Developments Private Limited |
| | : | India Land Private Limited |
| | : | India Lease Development Limited |
| | : | India Property Private Limited |
| | : | Jayabharat Credit Limited |
| | : | Kingpin Realtors Private Limited |
| | : | Liberate Builders & Developers Private Limited |
| | : | Loam Realtors Private Limited |
| | : | Meadows Development Private Limited |
| | : | Meteor Propbuild Private Limited |
| | : | Metroplex Construction Private Limited |
| | : | MGF Auto Sales Private Limited |
| | : | MGF Infotech Private Limited |
| | : | MGF Market Place Mall Management Private Limited |
| | : | MGF Securities Private Limited |
| | : | Mohali Residency Development Private Limited |
| | : | Namokar Finvest Pvt. Ltd. |
| | : | Optimum Builders Private Limited |
| | : | Practical Developers Private Limited |
| | : | Practical Estates Private Limited |
| | : | Practical Homes Private Limited |
| | : | Profusion Real Estate Private Limited |
| | : | Prosperous Builders & Developers Private Limited |
| | : | Pushpak Promoters Private Limited |
| | : | Radiant Promoters Private Limited |
| | : | Raisin Estate Private Limited |
| | : | Ram Prakash And Co Pvt Ltd |
| | : | Saiesha Developments Private Limited |
| | : | Salar Promoters Private Limited |
| | : | Sector 76 Development Private Limited |
| | : | Sedate Realtors Private Limited |
| | : | Shailvi Estates Private Limited |
| | : | Shanti Apparels Manufacturing Co Private Limited |
| | : | Speckle Realtors Private Limited |
| | : | Spike Conbuild Private Limited |
| | : | Sprout Tradecom Private Limited |
| | : | SSP Buildcon Private Limited |
| | : | Tabco Real Estate Private Limited |
| | : | The Motor And General Finance Limited |
| | : | Upper India Hire Purchase Companies Association Limited |
| | : | Virtuous Builders Private Limited |
| | : | Vishnu Apartments Pvt. Ltd. |
| | : | Welfare Real Estate Developers Private Limited |
| | : | Windfall Builders & Developers Private Limited |
| | : | Yashasvi Buildtech Private Limited |
| | : | Yog Buildtech Private Limited |

| | | |
|---|---|---|
| | : | Zane Devcon Private Limited |
| | : | Zoey Traders Private Limited |
| f) Enterprises in which holding/subsiduary are able to exercise significant influence. | : | Abaya Apparels Pvt.Ltd. |
| | : | Aparna Buildcon Pvt.Ltd. |
| | : | Barden Buildtech Private Limited |
| | : | Blossom Conbuild Pvt.Ltd. |
| | : | Chirau Propbuild Pvt.Ltd. |
| | : | Dexterity Buildtech Private Limited |
| | : | Elation Real Estate Pvt.Ltd. |
| | : | Emaar MGF Education Private Limited |
| | : | Extol Buildcon Pvt.Ltd. |
| | : | Gadokhar Real Estate Private Limited |
| | : | Gutsy Builders Pvt.Ltd. |
| | : | Initia Solutions Pvt.Ltd. |
| | : | Karishma Buildtech Private Limited |
| | : | Logistic Buildtech Pvt Ltd |
| | : | Manbhav Projects Pvt.Ltd. |
| | : | MGF Automobiles Ltd. |
| | : | MGF Promoters Pvt Ltd |
| | : | MGF Vehicle Sales Private Limited |
| | : | Motive Constructions Private Limited |
| | : | Nanny Infrastructure Private Limited |
| | : | Pavni Developers Private Limited |
| | : | Power Buildtech Private Limited |
| | : | Sahayog Buildtech Private Limited |
| | : | Salar Promoters Pvt.Ltd. |
| | : | Sojanya Promoters Private Limited |
| | : | Soumya Promoters Pvt.Ltd. |
| | : | SSP Developers Pvt. Ltd. |
| | : | Vairagi Projects Private Limited |
| | : | Yashoda Promoters Pvt.Ltd. |
| | : | Zack Estates Pvt.Ltd. |
| **g) Key Management Personnel** | | |
| Director | : | Shravan Gupta |
| Director and CEO | : | Rakshit Jain |
| Chief Financial Officer (CFO) | : | Vijay Kumar Sharma |
| Company Secretary | : | Chandeep Kumar |
| **h) Key Management Personnel of Holding Company** | | |
| Directors | : | Khem Chand Agrawal |
| Directors | : | Rrahul Upadhyay |

**M G F DEVELOPMENTS LIMITED**
**Notes to the financial statements for the year ended March 31, 2026**
**CIN: U74899DL1996PLC081965**
**(All amounts in Indian Lacs Rupees, unless otherwise stated)**
**(b) Details of related party transactions are as below:**

| Particulars | Holding Company | | Subsidiary Company | | Associate Company | | Joint Venture | | Enterprises in which director having significant influence | | Enterprises where holding/subsidiary having significant | | Key Management Personnel | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2025-26 | 2024-25 | 2025-26 | 2024-25 | 2025-26 | 2024-25 | 2025-26 | 2024-25 | 2025-26 | 2024-25 | 2025-26 | 2024-25 | 2025-26 | 2024-25 |
| Intercorporate deposit taken | - | - | 265.78 | 164.20 | 350.09 | 163.45 | - | - | 3,292.43 | 611.85 | - | - | - | - |
| Intercorporate deposit repaid | - | - | - | - | 176.00 | - | - | - | - | - | - | - | - | - |
| Proportionate share in sale of land | - | - | - | 695.94 | - | - | - | - | - | 515.61 | - | - | - | - |
| Donation Given | - | - | - | 70.00 | - | - | - | - | - | - | - | - | - | - |
| Reimbursement of expenses for the expenses done on behalf of related party | 5.89 | 22.38 | - | - | - | - | - | - | - | - | - | - | - | - |
| Intercorporate deposit given | 502.00 | 401.00 | 2,955.50 | 279.82 | 129.30 | 73.89 | - | - | 5,995.50 | 627.15 | 273.52 | 175.82 | - | - |
| Intercorporate deposit received back | 45.00 | 170.00 | 1,525.20 | 3,403.21 | 153.29 | 70.13 | - | - | 2,703.07 | 15.30 | -944.52 | 737.41 | - | - |
| Electricity charges paid | - | - | - | - | - | - | - | - | 2.13 | 2.13 | - | - | - | - |
| Interest income | - | - | - | - | - | - | 533.90 | 533.90 | - | - | - | - | - | - |
| Rent paid | - | - | - | - | - | - | - | - | 16.50 | 16.50 | - | - | - | - |
| Salary paid to KMPs | - | - | - | - | - | - | - | - | - | - | - | - | 199.45 | 182.76 |
| | | | | | | | | | | | | | | |
| **Outstanding balance** | | | | | | | | | | | | | | |
| OCL-Booking Advances from Customers | 45.50 | 45.50 | 2,281.28 | 2,281.28 | - | - | - | - | 16.64 | 16.64 | 40.20 | 40.20 | - | - |
| OCL-Other Payable | - | - | - | - | - | - | - | - | - | - | - | - | 9.29 | 9.29 |
| OCL-Payable to Staff | - | - | - | - | - | - | - | - | - | - | - | - | - | 1.20 |
| Current borrowings_Inter Corporate Deposit (Interest free) | - | - | 441.12 | 175.34 | 361.64 | 187.55 | - | - | 487.81 | 85.68 | 875.39 | 875.39 | - | - |
| Intercorporate deposit receivable | 1,245.80 | 782.90 | 5,993.04 | 4,562.74 | 676.13 | 700.12 | - | - | 12,385.52 | 9,093.09 | 20,465.85 | 19,247.81 | - | - |
| Staff Advance | - | - | - | - | - | - | - | - | - | - | - | - | 21.00 | 2.78 |
| Advance against land | - | - | - | - | - | - | - | - | 2,356.36 | 2,356.36 | - | - | 1,788.30 | 1,788.30 |
| Interest receivable | - | - | - | - | - | - | 1,441.53 | 961.02 | - | - | - | - | - | - |
| Trade Payable -Project | - | - | - | - | - | - | - | - | 271.98 | 271.98 | - | - | - | - |
| Trade Receivable | - | - | 242.72 | 242.72 | - | - | - | - | - | - | 3,083.48 | 3,083.48 | - | - |

**Terms and conditions of transactions with the related parties:**

i. The terms and conditions of the transactions with key management personnel were no more favorable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related entities on an arm's length basis.

ii. All outstanding balances with these related parties are priced on an arm's length basis and are to be settled in cash. None of the balances are secured.

iii. For the year ended March 31, 2026 the Company has not recorded any impairment of receivables relating to amounts owed by related party (March 31, 2025: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

**M G F DEVELOPMENTS LIMITED**

**Notes to the financial statements for the year ended March 31, 2026**

**CIN: U74899DL1996PLC081965**

**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

**45. Fair value measurement and financial instruments**

**a. Financial instruments - by category and fair values hierarchy**

The following table shows the carrying amounts and fair value of financial assets and financial liabilties, including their levels in the fair value hierarchy.

**i. As on 31 March 2025**

| Particulars | Carrying value | | | | Fair value measurement using | | |
|---|---|---|---|---|---|---|---|
| | FVTPL | FVOCI | Amortised cost | Total | Level 1 | Level 2 | Level 3 |
| **Financial assets** | | | | | | | |
| **Non-current** | | | | | | | |
| Investments | - | - | 9,385.89 | **9,385.89** | - | - | - |
| Other financial assets | - | - | 458.80 | **458.80** | - | - | - |
| **Current** | | | | | | | |
| Investments | - | - | 55.49 | **55.49** | - | - | - |
| Trade receivables | - | - | 2,362.37 | **2,362.37** | - | - | - |
| Cash and cash equivalents | - | - | 502.01 | **502.01** | - | - | - |
| Bank balances other than Cash and Cash equivalents | - | - | 561.72 | **561.72** | - | - | - |
| Other financial assets | - | - | 78,022.27 | **78,022.27** | - | - | - |
| **Total** | **-** | **-** | **91,348.55** | **91,348.55** | | | |
| **Financial liabilities** | | | | | | | |
| **Non-current** | | | | | | | |
| Borrowings | - | - | 2,588.69 | **2,588.69** | - | - | - |
| **Current** | | | | | | | |
| Borrowings | - | - | 7,492.89 | **7,492.89** | - | - | - |
| Trade payables | - | - | 9,452.80 | **9,452.80** | - | - | - |
| Other current financial liabilities | - | - | 1,28,681.18 | **1,28,681.18** | - | - | - |
| **Total** | **-** | **-** | **1,48,215.56** | **1,48,215.56** | | | |

**ii. As on 31 March 2026**

| Particulars | Carrying value | | | | Fair value measurement using | | |
|---|---|---|---|---|---|---|---|
| | FVTPL | FVOCI | Amortised cost | Total | Level 1 | Level 2 | Level 3 |
| **Financial assets** | | | | | | | |
| **Non-current** | | | | | | | |
| Investments | - | - | 9,754.79 | **9,754.79** | - | - | - |
| Other financial assets | - | - | 508.53 | **508.53** | - | - | - |
| **Current** | | | | | | | |
| Investments | - | - | 58.60 | **58.60** | - | - | - |
| Trade receivables | - | - | 2,088.64 | **2,088.64** | - | - | - |
| Cash and cash equivalents | - | - | 529.16 | **529.16** | - | - | - |
| Bank balances other than Cash and Cash equivalents | - | - | 361.44 | **361.44** | - | - | - |
| Other financial assets | - | - | 84,176.29 | **84,176.29** | - | - | - |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| **Total** | **-** | **-** | **97,477.45** | **97,477.45** | | | |
| **Financial liabilities** | | | | | | | |
| **Non-current** | | | | | | | |
| Borrowings | - | - | 1,889.10 | **1,889.10** | - | - | - |
| **Current** | | | | | | | |
| Borrowings | - | - | 7,992.69 | **7,992.69** | - | - | - |
| Trade payables | - | - | 8,796.37 | **8,796.37** | - | - | - |
| Other current financial liabilities | - | - | 1,10,674.55 | **1,10,674.55** | - | - | - |
| **Total** | **-** | **-** | **1,29,352.71** | **1,29,352.71** | | | |

Level 1: It includes financial instruments measured using quoted prices.
Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.
Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. The fair value of financial assets and liabilities included in Level 3 is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes of similar instruments.

The Company's borrowings have been contracted at floating rates of interest. Accordingly, the carrying value of such borrowings (including interest accrued but not due) which approximates fair value.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents and other financial assets and liabilities, approximates the fair values, due to their short-term nature. Fair value of non-current financial assets which includes bank deposits (due for maturity after twelve months from the reporting date) and security deposits is smiliar to the carrying value as there is no significant differences between carrying value and fair value.

The fair value for security deposits were calculated based on discounted cash flows using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

**Valuation processes**
The Management performs the valuations of financial assets and liabilities required for financial reporting purposes on a periodic basis, including level 3 fair values.

There are no transfers between level 1 and level 2 during the year. There are no financial assets/ liabilities measured at fair value/ amortised cost for which level 1 and level 2 inputs have been used. Accordingly, disclosures related to level 1 and 2 inputs are not applicable.

**b. Financial risk management**

The Company has exposure to the following risks arising from financial instruments:
- Credit risk
- Liquidity risk
- Market risk

**Risk management framework**

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors have authorised senior management to establish the processes and ensure control over risks through the mechanism of properly defined framework in line with the businesses of the company.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities.
The Company has policies covering specific areas, such as interest rate risk, foreign currency risk, other price risk, credit risk, liquidity risk, and the use of derivative and non-derivative financial instruments. Compliance with policies and exposure limits is reviewed on a continuous basis.

**M G F DEVELOPMENTS LIMITED**
**Notes to the financial statements for the year ended March 31, 2026**
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**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

**b. Financial risk management (continued)**

**(i) Credit risk**

**The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet**

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Investments | 9,813.39 | 9,441.38 |
| Trade receivables | 2,088.64 | 2,362.37 |
| Cash and cash equivalents | 529.16 | 502.01 |
| Bank balances other than Cash and Cash equivalents | 361.44 | 561.72 |
| Other financial assets | 84,684.82 | 78,481.07 |

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.
The Company's credit risk is primarily to the amount due from customers. The Company maintains a defined credit policy and monitors the exposures to these credit risks on an ongoing basis. Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with scheduled commercial banks with high credit ratings assigned by domestic credit rating agencies.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. The Company does monitor the economic enviorment in which it operates and the Company manages its Credit risk through credit approvals, establishing credit limits and continuosly monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.
On adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company establishes an allowance for impairment that represents its expected credit losses in respect of trade receivable. The management uses a simplified approach (i.e. based on lifetime ECL) for the purpose of impairment loss allowance, the company estimates amounts based on the business environment in which the Company operates, and management considers that the trade receivables are in default (credit impaired) when counterparty fails to make payments for receivable more than 180 days past due. However the Company based upon historical experience determine an impairment allowance for loss on receivables.

The Company's exposure to credit risk for trade receivables are as follows:

| | Gross carrying amount | |
|---|---|---|
| **Particulars** | **March 31, 2026** | **March 31, 2025** |
| 1-90 days past due | 308.51 | 311.58 |
| 90-180 days past due | 23.95 | 24.19 |
| 180-270 days past due | 33.62 | 33.95 |
| 270-360 days past due | 0.90 | 0.91 |
| more than 360 days past due | 5,082.44 | 5,132.97 |
| | **5,449.42** | **5,503.60** |

In case of payments due from related parties there is no default as there is insignificant credit risk. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors. Further, the Company does not anticipate any material credit risk of any of its other receivables.

# The Company believes that the unimpaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and analysis of customer credit risk.

Movement in the allowance for impairment in respect of trade receivables:

| Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Balance at the beginning | 3,141.23 | 3,183.00 |
| Impairment loss recognised / (reversed) | 219.55 | (41.77) |
| Amount written off | - | - |
| Balance at the end | 3,360.78 | 3,141.23 |

**b. Financial risk management (continued)**

**(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 settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation

The Company believes that its liquidity position, including total cash (including bank deposits under lien and excluding interest accrued but not due) of INR 529.16 lacs as at 31 March 2026 (31 March 2025: INR 502.01 lacs) and the anticipated future internally generated funds from operations will enable it to meet its future known obligations in the ordinary course of business.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's policy is to regularly monitor its liquidity requirements to ensure that it maintains sufficient reserves of cash and funding from group companies to meet its liquidity requirements in the short and long term.

The Company's liquidity management process as monitored by management, includes the following:
- Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.

**Exposure to liquidity risk**
The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and includes interest accrued but not due on borrowings.

| As at 31 March 2026 | Carrying amount | Contractual cash flows | | | |
|---|---|---|---|---|---|
| | | Less than one year | Between one year to five years | More than five years | Total |
| Non-current borrowing | 1,889.10 | - | 1,889.10 | - | 1,889.10 |
| Current borrowing | 7,992.69 | 7,992.69 | - | - | 7,992.69 |
| Trade payables | 8,796.37 | 8,796.37 | - | - | 8,796.37 |
| NCD 22600 | 69,580.00 | 69,580.00 | - | - | 69,580.00 |
| Premium on NCD 22600 | 2,589.55 | 2,589.55 | - | - | 2,589.55 |
| Finance lease obiligations (Jasola) | 6,926.94 | 6,926.94 | - | - | 6,926.94 |
| Interest accured and not due on NCD 22600 | 23,073.92 | 23,073.92 | - | - | 23,073.92 |
| Interest accrued and due on EDC/IDC payable | 1,054.39 | 1,054.39 | - | - | 1,054.39 |
| Security Deposits from Customers | 571.49 | 571.49 | - | - | 571.49 |
| Due to Joint Ventures | 6,860.40 | 6,860.40 | - | - | 6,860.40 |
| **Total** | **1,29,334.85** | **1,27,445.75** | **1,889.10** | **0.00** | **1,29,334.85** |

| As at 31 March 2025 | Carrying amount | Contractual cash flows | | | |
|---|---|---|---|---|---|
| | | Less than one year | Between one year to five years | More than five years | Total |
| Non-current borrowing | 2,588.69 | - | 2,588.69 | - | 2,588.69 |
| Current borrowing | 7,492.89 | 7,492.89 | - | - | 7,492.89 |
| Trade payables | 9,452.80 | 9,452.80 | - | - | 9,452.80 |
| NCD 22600 | 69,580.00 | 69,580.00 | - | - | 69,580.00 |
| Premium on NCD 22600 | 2,589.55 | 2,589.55 | - | - | 2,589.55 |
| Finance lease obiligations (Jasola) | 6,926.94 | 6,926.94 | - | - | 6,926.94 |
| Interest accured and not due on NCD 22600 | 23,073.92 | 23,073.92 | - | - | 23,073.92 |
| Interest accrued and due on EDC/IDC payable | 1,054.39 | 1,054.39 | - | - | 1,054.39 |
| Advances received towards collaboration agreements | 8,450.00 | 8,450.00 | - | - | 8,450.00 |
| Security Deposits from Customers | 534.97 | 534.97 | - | - | 534.97 |
| Security Deposits - Others | 7,000.00 | 7,000.00 | - | - | 7,000.00 |
| Due to Joint Ventures | 9,320.40 | 9,320.40 | - | - | 9,320.40 |
| **Total** | **1,48,064.55** | **1,45,475.86** | **2,588.69** | **0.00** | **1,48,064.55** |

**B. Financial risk management (continued)**

**iii. Market risk**

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, the Company mainly has exposure to two type of market risk namely: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

**Other price risk**

The company’s non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the company’s senior management on a regular basis. The company’s Board of Directors reviews and approves all equity investment decisions.

Since the entity's exposure to unlisted equity securities is limited to subsidiary/associate Company and it has opted to measure the same at cost accordingly disclosure related to sensitivity analysis has not been provided.

**B. Financial risk management (continued)**

**iii. Market risk**

**Interest rate risk**

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term and short term borrowings with variable interest rates, which expose the Company to cash flow interest rate risk.

**Exposure to interest rate risk**

The Company's interest rate risk arises majorly from the term loans and cash credit from banks carrying floating rate of interest. These obligations expose the Company's cash flow to interest rate risk. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

| **Variable-rate instruments** | **As at 31 March 2026** | **As at 31 March 2025** |
|---|---|---|
| Borrowing (Non current) | 1,889.10 | 2,588.69 |
| Borrowing (current) | 7,992.69 | 7,492.89 |
| **Total** | **9,881.79** | **10,081.58** |

**Cash flow sensitivity analysis for variable-rate instruments**

A reasonably possible change of 50 basis points (bps) in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

| **Particulars** | **Profit or (loss)** | | **Equity, net of tax** | |
|---|---|---|---|---|
| | **50 bps increase** | **50 bps decrease** | **50 bps increase** | **50 bps decrease** |
| **Interest on term loans from banks** | | | | |
| For the year ended 31 March 2026 | (11.22) | 11.17 | (8.30) | 8.27 |
| For the year ended 31 March 2025 | (19.89) | 20.02 | (14.72) | 14.81 |

**46 Capital Management**

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company.

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

To maintain or adjust the capital structure, the Company may return capital to shareholders, raise new debt or issue new shares.

The Company monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts divided by total capital (equity attributable to owners of the parent plus interest-bearing debts).

| **Particulars** | **As at 31 March 2026** | **As at 31 March 2025** |
|---|---|---|
| Borrowings | 9,881.79 | 10,081.58 |
| Less : Cash and cash equivalent | 529.16 | 502.01 |
| **Adjusted net debt (A)** | 9,352.63 | 9,579.57 |
| **Total equity (B)** | 2,67,043.00 | 2,56,091.71 |
| **Adjusted net debt to adjusted equity ratio (A/B)** | **3.50%** | **3.74%** |

**M G F DEVELOPMENTS LIMITED**
**Notes to the financial statements for the year ended March 31, 2026**
**CIN: U74899DL1996PLC081965**
**(All amounts in Indian Lacs Rupees, unless otherwise stated)**

**47 Financial Ratios**

| Ratio | Measurement unit | As at 31 March 2026 | As at 31 March 2025 | Change | Remarks |
|---|---|---|---|---|---|
| | | Ratio | Ratio | | |
| Current ratio | Times | 2.37 Times | 2.15 Times | 10.23% | Note A Below |
| Debt-equity ratio | Times | 0.04 Times | 0.04 Times | 0.00% | Note A Below |
| Debt service coverage ratio | Times | 12.01 Times | -1.07 Times | 1222.43% | Increase in NOPAT and Decrease in debts |
| Return on equity ratio | Percentage | 4.19% | -0.56% | 848.21% | Increase in PAT and Increase in average shareholders' fund |
| Inventory turnover ratio | Times | 0.03 Times | 0.00 Times | 0.00% | Note A Below |
| Trade receivables turnover ratio | Times | 6.82 Times | 1.63 Times | 318.40% | Increase in revenue from operations and Decrease in average trade receivables |
| Trade payables turnover ratio | Times | 0.00 Times | 0.00 Times | 0.00% | Note A Below |
| Net capital turnover ratio | Times | 0.08 Times | 0.02 Times | 300.00% | Increase in revenue from operations and Increase in working capital |
| Net profit ratio | Percentage | 72.18% | -37.40% | 292.99% | Increase in PAT and Increase in revenue from operations |
| Return on capital employed | Percentage | 5.40% | -0.56% | 1064.29% | Increase in EBITDA and Increase in capital employed |
| Return on investment | Percentage | 26.57% | 26.87% | 1.12% | Note A Below |

**Notes:**

**A** Since the change in ratio is upto 25%, no explanation is required to be furnished.

**48 Additional regulatory information required by Schedule III**

**(i) Details of Benami Property held**
No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

**(ii) Borrowing secured against current assets**
The Company has borrowings from banks and financial institutions, secured against designated areas of the Mall as stipulated in agreements executed with the respective banks. Additionally, the vehicle loans are fully secured through the hypothecation of the respective vehicles.

**(iii) Wilful defaulter**
The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

**(iv) Relationship with struck off companies**
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

**(v) Compliance with number of layers of companies**
The Company has made investments in other companies and remains in compliance with the permitted layers of subsidiaries.

**(vi) Compliance with approved scheme(s) of arrangements**
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

**(vii) Utilisation of borrowed funds and share premium**

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. 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

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. 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

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

**(viii) Undisclosed income**

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

**(ix) Details of crypto currency or virtual currency**

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

**(x) Valuation of PP&E, intangible asset and investment property**

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year

**(xi) Title deeds of immovable properties not held in name of the company**

All immovable properties held by the Company are registered in its name, except for the land situated at Plot No. 15 and 15A of the Jasola project. These plots of land were transferred from Emaar India Limited to the Company pursuant to the Scheme of Arrangement approved by the Hon'ble NCLT by its order dated July 16, 2018.

**(xii) Registration of charges or satisfaction with Registrar of Companies**

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

**(xiii) Utilisation of borrowings availed from banks and financial institutions**

The Company has obtained borrowings from banks and financial institutions, and the loans have been fully utilized for the purposes for which they were sanctioned.

**49 Incorporation pursuant to demerger order**

(a) The National Company Law Tribunal (NCLT) vide its order dated July 16, 2018 approved the arrangement as embodied in the Scheme of arrangement ("Scheme") between Emaar MGF Land Limited (the Demerged Company) and MGF Developments Limited (the resulting company) and their respective shareholders and creditors and the same has been filed with the Registrar of Companies on July 31, 2018. The scheme is effective from September 30, 2015 ("the appointed date"). Accordingly, all the assets, rights, powers, liabilities and duties of the demerged undertaking are incorporated in the resulting Company from the appointed date.

(b) Pursuant to the Scheme, the Company recognised the assets and liabilities of the demerged undertaking at the respective book values as appearing in the books at the close of the day immediately preceding the appointed date. The details of assets and liabilities demerged are as follows:

| **As on September 30, 2015** | |
|---|---|
| Tangible assets | 41,590.60 |
| Capital work-in-progress | 9,766.02 |
| Non-current investments | 11,241.48 |
| Long-term loans and advances | 2,299.16 |
| Inventories | 74,876.28 |
| Trade receivables | 1,750.90 |
| Cash and bank balances | 3,873.11 |
| Short-term loans and advances | 1,97,408.83 |
| Other current assets | 3,553.22 |
| **Total assets (A)** | **3,46,359.60** |
| | |
| Short-term borrowings | 6,196.61 |
| Trade payables | 4,524.98 |
| Other liabilities | 81,360.54 |
| Short-term provisions | 88.50 |
| **Total liabilities (B)** | **92,170.63** |
| | |
| **Net assets (A-B)** | **2,54,188.97** |

(c) The excess of assets over liabilities as on September 30, 2015 has been recognised as capital reserve of Rs. 254,188.97 Lacs

(d) The accounting treatment as prescribed in Scheme is not in line with Appendix A to Indian Accounting Standards (Ind As) 10 according to which the Company should have recognised the assets and liabilities of demerged undertaking at the respective fair values on the day it approved by relevant authority i.e. NCLT. But pursuant to the clarifications released by Ind AS Transition Facilitation Group (ITFG) the accounting treatment required under an order of court or tribunal (or other similar authority) overrides the accounting treatment that would otherwise be required to followed in respect of the transaction and it mandatory for the company concerned to follow the treatment as per the order of the court/ tribunal. Considering the facts as stated above, the Company has accounted this transaction in accordance with scheme approved by NCLT.

**50** Pursuant to the Scheme of Arrangement, the Company received leasehold hotel land comprising Plot Nos. 15 and 15A at Jasola, New Delhi. The Delhi Development Authority ("DDA") has issued a cancellation letter in respect of Plot No. 15. The Company is taking necessary steps, including pursuing appropriate legal remedies, in respect of the matter. Based on the facts and circumstances of the case and the legal advice obtained by the Company, management is of the view that the matter is likely to be resolved in favour of the Company.

The Company has filed a petition before the Hon'ble National Company Law Tribunal ("NCLT"), Principal Bench, New Delhi, seeking implementation of the Demerger Scheme, including directions to Emaar to execute certain documents, inter alia, assignment deeds in respect of the aforesaid land. Upon execution of the assignment deed in favour of the Company, the Company would be in a position to approach the DDA for taking necessary steps for renewal of the lease in favour of the Company.

Based on the above facts and circumstances and the assessment of management, in consultation with its legal advisors, the Company has not recognised any liability towards ground rent or lease rent in respect of the aforesaid plots in the financial statements.

**51** These financial statements were authorized for issue by Board of Directors on 1st September, 2026

**52** The Company has reclassified/regrouped previous year figures where necessary to conform to the current year's classification.

As per our report of even date
**For S A M P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No : 013022N

Sd/-

**CA Keshav Kumar**
(Partner)
Membership Number: 088271
UDIN: 26088271FRHAMQ2274

Place: New Delhi
Date : 01/09/2026

For and on behalf of Board of Directors of
**M G F Developments Limited**

Sd/-

**Rakshit Jain**
Director & CEO
DIN : 00607288

Sd/-

**Shashwat Gaur**
(Director)
DIN - 09047030

Sd/-

**Chandeep Kumar**
Company Secretary
M.No. F8230

Sd/-

**Vijay Kumar Sharma**
CFO

Place : New Delhi
Date : 01/09/2026