

MARATHON NEXTGEN REALTY LIMITED



Regd. Off.: Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai 400 013
Tel.: +91-22-6724 8484 Fax: +91-22-6772 8408 CIN: L65990MH1978PLC020080
E-mail: shares@marathonnextgen.com Website: www.marathonnextgen.com

September 09, 2020

To

The BSE Limited
Dept. of Corporate Services
P. J. Towers, Dalal Street
Mumbai 400 001
Scrip Code: 503101

To

The NSE Limited
Listing Department
BKC, Bandra (E)
Mumbai 400 051
Symbol: MARATHON

Subject: 43rd Annual Report - Reg-34 of SEBI(LODR) 2015.

Dear Sirs,

We are attaching herewith the 43rd Annual Report of the Company for the Financial Year ended 2019-20.

Kindly take note of the same.

Thanking you,

Yours faithfully,

For Marathon Nextgen Realty Limited



K. S. Raghavan
Company Secretary & Compliance Officer

Encl.as above



MARATHON

**MARATHON NEXTGEN
REALTY LIMITED**

43rd ANNUAL REPORT 2019-20

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DIRECTORS

- Mr. Chetan R. Shah Chairman & Managing Director
- Mr. Mayur R. Shah Vice Chairman & Director
- Mr. S. Ramamurthi Whole Time Director & CFO
- Mrs. Shailaja C. Shah Director
- Mr. Atul Mehta Independent Director
- Mrs. Parul Shah Independent Director
- Dr. Anup P. Shah Independent Director
- Mr. Deepak R. Shah Independent Director

COMPANY SECRETARY

- Mr. K.S. Raghavan

AUDITORS

- **STATUTORY AUDITORS**

- **RAJENDRA & CO.**

Chartered Accotants

1311 Dalamal Tower, 211, Nariman Point, Mumbai - 400021.

Tel: 22855770 E-mail: contact@rajendraco.com

- **SECRETARIAL AUDITORS**

- **NITIN R. JOSHI**

415, Marathon Max, Next to Udyog Kshetra,

Jn. Of L.B.S. Marg & Goregoan Link Road,

Mulund (W), Mumbai - 400 080.

E-mail: n_r_joshi@yahoo.com

Tel. 2562 5660

BANKERS :

- AXIS BANK LIMITED
- KOTAK MAHINDRA BANK LIMITED

REGISTERED OFFICE :

Marathon Futurex

N. M. Joshi Marg, Lower Parel,

Mumbai - 400 013.

CORPORATE OFFICE :

702, Marathon Max,

Goregaon Link Road, Mulund,

Mumbai - 400 080.

CIN : L65990MH1978PLC020080

Website : <http://www.marathonnextgen.com>

Chairman's and Vice Chairman's Message

Dear Shareholder

It gives us an immense pleasure to address you and share our thoughts with you.

Global economic growth decelerated significantly in 2019, as weakness in international trade and investments affected both advanced economies, especially in the Euro Area, and the developing world.

This deceleration, which started in the second half of 2018, also became more broad-based — affecting manufacturing, and to a lesser extent, services. According to the IMF, global output growth for 2019 is estimated at 2.9 per cent, which is the lowest growth recorded since 2009 — in the immediate aftermath of the global financial crisis. India also witnessed considerable deceleration in economic growth in 2019-20.

According to the provisional estimates released by the Central Statistics Office (CSO) on 29th May 2020, growth in India's Gross Domestic Product (GDP) for 2019-20 is estimated at 4.2 per cent, compared to 6.1 per cent in the previous year. This deceleration was driven by a slowdown in industry and services growth, even as agriculture grew from 2.4 per cent in 2018-19 to 4.0 per cent in 2019-20.

From the real estate industry's perspective, it is important to note that growth in the construction sector — which accounts for around 8 per cent of GDP — grew at 1.3 per cent in 2019-20, compared to 6.1 per cent in 2018-19

Considering the severe impact on economic activity due to the Covid-19 crisis, IMF projects that the global economy will contract sharply by (-) 3 per cent in 2020, assuming the pandemic fades in the second half of the year.

On an encouraging note, India is among the few economies projected to end the year with a positive growth of 1.9 per cent. If it were to happen, this would in fact be the highest growth among the G20 economies. Even as there is significant uncertainty around the duration and intensity of the pandemic, and its impact on India's economic performance in 2020-21, there are a few bright spots like agriculture where bumper harvests are forecast.

A significant factor would be that inflationary pressures are likely to be in check with collapse in crude prices and softening of food prices, allowing room for further fiscal and monetary policy interventions.

Although the year started off with encouraging demand-supply balance and relatively healthy enquiries, the market for residential development was affected considerably during the course of the year by the slowdown. Prices came under pressure and there was a visible trend towards smaller apartments and ticket sizes both in launches and absorption and most of the demand is coming from end users in certain micro-markets in Mumbai.

While the Company and its associates offer a bouquet of residential and commercial spaces the affordable housing segment, in particular, has seen more stable demand, allowing the Company to consolidate its presence in the segment. Accordingly, the Company considers Mumbai as primary markets where it seeks to expand its presence in this segment.

The Company has undertaken a massive exercise in cost cutting and pruning excess man power. these efforts are yielding effective results. COVID as been a major factor in deterring the Company in meeting its fiscal goals. The effect of COVID and its assessment in the functioning of the Company have been dealt with elsewhere in this annual report.

We take this opportunity in expressing appreciation to all those associated with the Company during this very difficult period. We do hope that when we address the next time, we will do so in a more congenial atmosphere.

Yours truly

Chetan R Shah
Chairman and Managing Director

Mayur R Shah
Vice Chairman

August 26, 2020

Dear Member,

You are cordially invited to attend the **43rd Annual General Meeting** of the members of **MARATHON NEXTGEN REALTY LIMITED** ("the Company") to be held on **Wednesday, September, 30 2020 at 3:00 p.m.** IST through **video conference and other audio visual means (VC)**. The Notice of the meeting, containing the business to be transacted, is enclosed herewith. As per Section 108 of the Companies Act, 2013, ('the Act') read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice.

Very truly yours,

Sd/-

K. S. Raghavan
Company Secretary

Enclosures:

1. Notice to the 43rd Annual General Meeting
2. Instructions for participation through VC
3. Instructions for e-voting

NOTICE

Notice is hereby given that the 43rd Annual General Meeting (AGM) of the members of **MARATHON NEXTGEN REALTY LIMITED** ("the Company") will be convened **Wednesday, September, 30 2020 at 3:00 p.m** IST through Video Conferencing / Other Audio **Visual Means (VC)** to transact the following business:

A. ORDINARY BUSINESS :

1. To receive, consider and adopt the Financial Statements for the year ended on March 31, 2020 and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place Ms. Shailaja C. Shah, who retires by rotation and being eligible offers herself for re-appointment.

B. SPECIAL BUSINESS :

3. **Appointment (Regularizing) of Mr. Atul Jayantilal Mehta (DIN 08697102) as an Independent Director of the Company:**

To Consider and if thought fit to pass with or without modifications the following resolution as an **Ordinary Resolution:-**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152,161(1) read with Schedule IV ,Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), , Mr. Atul Jayantilal Mehta (DIN 08697102) be and is hereby appointed as an Independent Director of the Company , not subject to retirement by rotation, to hold office with effect from February 13, 2020 for a period of five years till February 12, 2025."

4. **Appointment (Regularizing) of Mrs. Parul Abhoy Shah (DIN 02899386) as an Independent Director of the Company**

To Consider and if thought fit to pass with or without modifications the following resolution as **Ordinary Resolution:-**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152,161(1) read with Schedule IV , Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Mrs. Parul Abhoy Shah (DIN 02899386) be and is hereby appointed as an Independent Director of the Company , not subject to retirement by rotation, to hold office with effect from February 13, 2020 for a period of five years till February 12, 2025."

5. **Re-appointment of Mr. S. Ramamurthi (DIN 00135602) as Whole Time Director & CFO of the Company**

To Consider and if thought fit to pass with or without modifications the following resolution as **Special Resolution:-**

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the reappointment of Mr. S. Ramamurthi as a Whole-Time Director & CFO of the Company without remuneration for a period of five years effective from May 1, 2020 as per the terms set out in the draft agreement to be entered into between the Company and Mr. S. Ramamurthi with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or agreement in such manner as may be agreed to between the Board of Directors and Mr. S. Ramamurthi."

"RESOLVED FURTHER THAT notwithstanding anything contained in Part II of the Schedule V of the Companies Act, 2013, Mr. S. Ramamurthi will not be paid any remuneration whatsoever for the services being rendered by him during the tenure of his appointment as Whole Time Director & CFO of the Company until such time the Board decides otherwise except the reimbursement of vehicle expenses, entertainment and/or other expenses, if any, at actuals incurred by him for and on behalf of the business of the Company."

6. **To consider and approve Employees' Stock Option Plan 2020 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) read with Section 67 of the Companies Act, 2013, Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time (hereinafter referred to as "SEBI SBEB Regulations") , the provisions of the Memorandum and Articles of Association of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other prevailing statutory guidelines in that behalf (hereinafter together referred to as "the Extant Guidelines") and subject to such other approvals, permissions and sanctions as may be necessary from appropriate authorities and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to

include any committee including the Nomination, Remuneration and Compensation Committee which the Board has constituted to exercise its powers, including the powers conferred by this resolution), approval and consent of the members of the Company be and is hereby accorded to the Board to approve, introduce and implement the Employees' Stock Option Plan 2020 (hereinafter referred to as the "ESOP") and to create, offer and grant Options not exceeding 23,00,000 Options (twenty three lacs) convertible into equivalent number of equity shares of the Company to the present and future employees of the Company who are in permanent employment of the Company including Directors of the Company whether whole-time or not (except Independent Directors, Promoters or person belonging to Promoter Group and Directors who directly or indirectly holds more than 10% of the outstanding equity shares of the Company), and whether working in India or outside India as may be selected by the Board on the basis of criteria prescribed in the Scheme (collectively referred as "Eligible Employees") in one or more tranches, at such price and on such other criteria and terms and conditions as may be fixed or determined by the Board in accordance with Scheme, SEBI SBEB Regulations and in due compliance with other applicable laws and regulations.

RESOLVED FURTHER THAT the Company shall confirm to the accounting policies prescribed from time to time under the SEBI SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Employees' Stock Option Plan 2020.

RESOLVED FURTHER THAT the Board be and is hereby authorized to:-

- (i) determine the terms and conditions of grant, issue, re-issue, cancel and withdrawal of stock options from time to time;
- (ii) issue and allot equity shares upon exercise of options from time to time in accordance with the Scheme and such equity shares shall rank pari-passu in all respects with the then existing equity shares of the Company.
- (iii) to take necessary steps for listing of the equity shares allotted under the Employees' Stock Option Plan 2020 on the Stock Exchanges where the equity shares of the Company are listed as per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the other applicable laws, guidelines, rules and regulations.
- (iv) formulate, approve, evolve, decide upon and bring into effect, suspend, withdraw the Employees' Stock Option Plan 2020 and to make any modifications, changes, variations, alterations or revisions in it, as it may deem fit, from time to time in conformity with the provisions of the Companies Act 2013, the SEBI SBEB Regulations and other applicable Laws, circulars and guidelines, unless such modifications, changes, variations, alterations, or revisions is detrimental to the material interest of the employees of the Company with regard to the options that may have already been granted or shares vested.
- (v) do all such acts, deeds, things and matters as may be considered necessary or expedient including delegation of all or any of the powers herein conferred by this resolution to any committee of directors, director, officer or authorized representative of the Company; and
- (vi) settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company".

7. **To consider and approve extending benefits of the Employees' Stock Option Plan 2020 to the Employees of the Holding Company and the Subsidiary Companies of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time (hereinafter referred to as "SEBI SBEB Regulations"), the provisions of the Memorandum and Articles of Association of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other prevailing statutory guidelines in that behalf (hereinafter together referred to as "the Extant Guidelines") and subject to such other approvals, permissions and sanctions as may be necessary from appropriate authorities and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee including the Nomination, Remuneration and Compensation Committee which the Board has constituted to exercise its powers, including the powers conferred by this resolution), approval and consent of the members of the Company be and is hereby accorded to extend the benefits of the Employees' Stock Option Plan 2020, within the overall ceiling of 23,00,000 (Twenty three lacs only) Options convertible into equivalent number of equity shares of the Company to the present and future employees of the any existing and future subsidiary(ies) of the Company, who are in permanent employment of the Holding Company of the Company and the Subsidiary(ies) of the Company including its respective directors whether whole-time or not (except Independent Directors, Promoters or person belonging to Promoter Group and Directors who directly or indirectly holds more than 10% of the outstanding equity shares of the Company), and whether working in India or outside India as may be selected by the Board on the basis of criteria prescribed in the Scheme in one or more tranches and on such other criteria, terms and conditions as may be fixed or determined by the Board in accordance with Scheme, SEBI SBEB Regulations and in due compliance with other applicable laws and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of the Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company".

8. **To consider and approve Draft scheme of Amalgamation of Marathon Nextgen Townships Private Limited (MNTPL) the wholly owned subsidiary of the Company ("Transferor Company") with the Company and their respective shareholders under sections 230 to 232 of the Companies Act, 2013. and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, to the extent still applicable provisions of the Companies Act, 1956, along with the rules and regulations issued thereunder, including any statutory modifications, re-enactments or amendments made thereto from time to time, subject to the Memorandum of Association and Articles of Association of the Company, approval from the members of the Company, approval from its creditors and subject to the sanction of the National Company Law Tribunal ("NCLT") constituted under the Companies Act, 2013, and subject to the approval of any other statutory or governmental authorities, the Draft Scheme of Amalgamation of Marathon Nextgen Townships Private Limited, company incorporated under the provisions of Companies Act, 1956 and having its registered office address at 702, Marathon Max, Junction of

Mulund - Goregaon Link Road, Mulund (W) Mumbai 400080, the wholly owned subsidiary of the Company ("MNTPL" or "Transferor Company"); by Marathon Nextgen Realty Limited (the "Company") and their respective shareholders and creditors ("Scheme") which is placed before the meeting and initialed by the Chairman for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT Sundaram Ramamurthi, Whole time Director and CFO, Chetan R. Shah, Chairman & Managing Director and Mr. K. S. Raghavan, Company Secretary of the Company and/ or Authorised Signatories of the Company, be and are hereby jointly/ or severally authorised to make such alterations and changes in the Scheme, as may be expedient and necessary for satisfying the requirement(s) or conditions imposed by the NCLT or any other statutory authorities as may be required, provided that prior approval of the Board shall be obtained for making any material changes in the said draft Scheme, as approved in this meeting.

RESOLVED FURTHER THAT Sundaram Ramamurthi, Whole time Director and CFO, Chetan R. Shah, Chairman & Managing Director and Mr. K. S. Raghavan, Company Secretary of the Company, be and are hereby jointly/ or severally authorised to do, or cause to be done all such acts, deeds and things, and/or file all such documents, as may be necessary for the sanctioning and implementation of the Scheme."

Registered Office:

Marathon FutureX,
NM Joshi Marg,
Lower Parel,
Mumbai - 400 013.
Date: August 26, 2020

By Order of the Board

K. S. Raghavan
Company Secretary

Notes:

1. In view of the continuing COVID-19 pandemic, for maintaining social distancing norms and pursuant to General Circular No.s 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020, respectively, issued by the Ministry of Corporate Affairs (MCA) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020 issued by the Securities and Exchange Board of India (collectively referred to as 'the Circulars') permitted the holding of AGM through VC/OAVM, without the physical presence of the members at a common venue. Accordingly, the 43rd AGM of the Company will be convened through VC/OAVM in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder, Listing Regulations read with the aforesaid Circulars.
2. In line with the circulars, the company is providing VC/OAVM facility to its members to attend the AGM. The facility for attending the AGM virtually will be made available for 1,000 members on first come first served basis. This will not include large members (i.e. members with 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairpersons of the audit committee, nomination, governance and compensation committee and stakeholders' relationship committee, auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The VC/OAVM facility for members to join the meeting, shall be kept open 30 minutes before the start of the AGM and shall be closed on expiry of 30 minutes after start of the AGM. Members can attend the AGM through VC/OAVM by following the instructions mentioned in this notice.
4. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members will not be available.
5. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal / e-voting portal.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 30, 2020. Members seeking to inspect such documents can send an email to shares@marathonnextgen.com OR cs@marathonrealty.com.
8. Members whose shareholding is in electronic mode are requested to notify about change of address and updates about bank account details to their respective depository participants(s) (DP). Please refer point no. 16 for the process to be followed for updating bank account mandate.
9. Members are requested to address all correspondence related matters, to the RTA, ADROIT CORPORATE SERVICES PVT. LTD., 19/20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD, MAROL NAKA, ANDHERI (E), MUMBAI 400059
10. Members are requested to correspond with the RTA for their unclaimed Dividends and for their Equity shares held in Physical form or with the Company Secretary, at the Company's registered office. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to the IEPF as per Section 124 of the Act, read with applicable IEPF rules.
11. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice. The Board has appointed Nitin R. Joshi, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

12. The e-voting period commences on 27/09/2020 (9:00 a.m. IST) and ends on 29/9/2020 (5:00 p.m. IST). During this period, members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on 23/09/2020 may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on 23/09/2020.
13. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
14. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.
15. In compliance with the Circulars, the Annual Report 2019-20, the Notice of the 43rd AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s).
16. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, ADROIT CORPORATE SERVICES PVT. LTD. at N.Surreash@adroitcorporate.com to receive copies of the Annual Report 2019-20 in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the Annual Report, user ID / password for e-voting and updation of bank account mandate.

Type of Holder	Process to be followed	
	Registering Email Address	Updating bank account details
Physical	Send a request to the RTA of the Company, ADROIT CORPORATE SERVICES PVT. LTD at N.Surreash@adroitcorporate.com providing Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar card) for registering email address.	Send a request to the RTA of the Company, ADROIT CORPORATE SERVICES PVT. LTD at N.Surreash@adroitcorporate.com providing Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar card) for updating bank account details. The following additional details need to be provided in case of updating bank account details : <ul style="list-style-type: none"> • Name and branch of the bank, • the bank account type, • Bank account number allotted by their banks after implementation of core banking solutions • 9 digit MICR Code Number • 11 digit IFSC • a scanned copy of the cancelled cheque bearing the name of the first member.
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

17. Members may also note that the Notice of the 43rd AGM and the Annual Report 2019-20 will also be available on the Company's website, <http://www.marathonnextgen.com/annual.html>, websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited, at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>
18. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
19. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
20. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL, and RTA and will also be displayed on the Company's website, www.marathonnextgen.com.
21. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

Registered Office:
Marathon FutureX,
NM Joshi Marg,
Lower Parel,
Mumbai - 400 013.
Date: August 26, 2020

By Order of the Board

K. S. Raghavan
Company Secretary

Instructions for participation through VC

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access the same at www.evoting.nsdl.com under shareholders login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholders login where the EVEN of company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-voting system of NSDL.
2. Members are encouraged to join the meeting through laptops instead of mobiles for better experience.
3. Further members will be required to allow camera usage on their systems and use a good speed internet to avoid any disturbance during the meeting.
4. Please note that participants connecting through mobile devices or tablets or laptop, via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views/ask questions during the meeting need to register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, e-mail ID and mobile number at shares@marathonnextgen.com on or before 30/9/2020
6. Those members who have registered themselves as a speakers in advance will only be allowed to express their views/ask questions during the meeting.
7. The company reserves the right to limit the number of speakers depending on the availability of time at the AGM.
8. In case any assistance is needed, members may contact: a. Mr. Amit Vishal, Senior Manager, NSDL at amitv@nsdl.co.in or at telephone number: 022-24994360. b. Ms.PallaviMhatre, Manager, NSDL at pallavid@nsdl.co.in or at telephone number: 022-2499454

Instructions for e-voting

In compliance with Regulation 44 of the SEBI Listing Regulations, Sections 108, 110 and other applicable provisions of the Companies Act, 2013 read with the relevant Rules thereunder, the company is pleased to provide remote e-voting facility to members to cast their vote on all resolutions set forth in the notice convening the Annual General Meeting (AGM) to be held on September 30,2020 at 3.00 pm. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing remote e-voting facility to its members

The remote e-voting period begins on 27/09/2020 (9:00 a.m. IST) and ends on 29/09/2020 (5:00 p.m. IST)

The remote e-voting module shall be disabled by NSDL for voting thereafter.

The details of the process and manner for remote e-voting are explained below :

Step 1 : Log-in to the NSDL e-voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-voting system.

Details on Step 1 is mentioned below:**How to Log-in to NSDL e-Voting website?**

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.



- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to n_r_joshi@yahoo.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to shares@marathonnextgen.com OR cs@marathonrealty.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to shares@marathonnextgen.com OR cs@marathonrealty.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(2) OF THE COMPANIES ACT, 2013.

Item No.3: Appointment of Mr. Atul Jayantilal Mehta (DIN 08697102)

The Section 149 of the Act, inter-alia provided that an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for reappointment for a further term of up to 5 years on passing of a special resolution by the company and disclosure of such appointment in the Board's report. No independent director shall hold office for more than two consecutive terms, but such independent director shall be eligible for appointment after the expiration of three years of ceasing to become an independent director.

The Board of Directors at their meeting held on February 13, 2020 had appointed Mr. Atul Jayantilal Mehta, (Independent Director) as an Additional Director of the Company. Pursuant to Section 161 of the Companies Act 2013, he hold office with effect from February 12, 2020 for a period of five years till February 22, 2025. A Notice along with the necessary deposit has been received from a member under Section 160 (1) of the Companies Act 2013 proposing the candidature of Mr. Atul Jayantilal Mehta ..

Brief Profile:

1. Personal Details:

Name: Mr.AtulJayantilal Mehta.
DIN: 08697102
Date of Birth: August 17,1957.
Residence: A resident of Mulund (W), Mumbai-80.

2. Education:

Completed his graduation as a Bachelor of Engineering (BE-Civil) with Civil as main in the year 1980 from the University of Bombay.

3. Career Path:

Involved in Building and Construction activities from the year 1983 to 2014. During the three decades of his involvement he had credit of achieving 100% completion of project on time and provided defect free units/projects. As the Real estate sector has undergone many changes in the past two decades, has opted out from the business of Construction and got involved with Project Management Consultancy work, wherein he is assisting /providing services related to Construction matters.

4. Present:

Presently working as a Project Management Consultant mainly for re-development of old, dilapidated, cessed building and housing societies in and around Mulund /Bhandup suburbs. The potential in the redevelopment segment of real estate sector, at present is very positive and in increasing level and his expertise could be harnessed at appropriate time.

Upon the approval of the appointment by the shareholders necessary appointment letter signifying the appointment as Independent Director will be issued to him.

Disclosure of Interest:

None of the Directors of the Company are directly, or indirectly, concerned or interested in the Resolution.

Item No.4: Appointment of Mrs.ParulAbhoy Shah (DIN 02899386)

The Section 149 of the Act, inter-alia provided that an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for reappointment for a further term of up to 5 years on passing of a special resolution by the company and disclosure of such appointment in the Board's report. No independent director shall hold office for more than two consecutive terms, but such independent director shall be eligible for appointment after the expiration of three years of ceasing to become an independent director.

The Board of Directors at their meeting held on February 13, 2020 had appointed Mrs.ParulAbhoy Shah, (Independent Director) as an Additional Director of the Company. Pursuant to Section 161 of the Companies Act 2013, she hold office with effect from February 13, 2020 for a period of five years till February 12, 2025. A Notice along with the necessary deposit of has been received from a member under Section 160 (1) of the Companies Act 2013 proposing the candidature of Mrs.ParulAbhoy Shah .

Brief Profile:

1. Personal Details:

Name: Mrs.ParulAbhoy Shah
DIN: 02899386
Date of Birth: 02-06-1961
Residence: A resident of Mulund (W), Mumbai-80.

2. Education:

Completed her graduation in Architecture from University of Bombay as a B. Arch and member of Indian Institute of Architecture as well as Council of Architecture in the year 1984.

3. Career Path and Present activities:

She has worked with PatellBatiwala& Associates, renowned Architecture Firm from 1984 to 1986 in designing on various Airport Ancillary Buildings in Mumbai. She started her own practice from 1986 to 1994. In 1995, she has moved to Mauritius on professional grounds. After returning, she continued her practice and involved in devising designs and detailing for various types of Buildings from the year 1984 onwards. The business model in which she operates is LLP and she is one of the Designated Partners along with her husband. Also she is involved in Interior Designing of various spaces as well.

Upon the approval of the appointment by the shareholders necessary appointment letter signifying the appointment as Independent Director will be issued to her.

Disclosure of Interest:

None of the Directors of the Company are directly, or indirectly, concerned or interested in the Resolution.

Item No.5: Re-appointment of Mr. S. Ramamurthi (DIN:00135602):

The terms of appointment of Mr. S. Ramamurthi as Whole Time Director & CFO without remuneration has expired on 30th April, 2020. The Nomination & Remuneration Committee at its Meeting held on June 29, 2020 had recommended his reappointment to the Board. The Board of Directors of the Company at its meeting held on 29/06/2020 approved his re-appointment as Whole-Time Director & CFO of the Company for a further period of Five years effective from 1st May, 2020.

Mr. Ramamurthi has consented to act as such, if re-appointed.

He will not be paid any remuneration for the services rendered by him except the reimbursement of vehicle and entertainment and/or other expenses at actual incurred by him or behalf of the Company.

This appointment, if made, would be within the provisions contained in Part I, II and III of Schedule V of the Companies Act, 2013.

The Board recommends passing of the resolution.

Disclosure of Interest:

None of the Directors of the Company are directly, or indirectly, concerned or interested in the resolution except Mr.S.Ramamurthi.

Item Nos. 6 and 7

Human resource plays a vital role in growth and success of a Company. To enable employees to participate in the enhancement of shareholders' value, the Company proposes to provide Stock Options to the employees. Stock options are an effective instrument to align interests of employees with those of the Company and provides an opportunity to employees to participate in the growth of the Company, besides creating long term wealth in their hands. This also help the Company in attracting, motivating and retaining the best talent.

The Nomination Remuneration Committee and the Board of Directors in their respective meetings. subject to the approval of the members, have approved the "the Employees' Stock Option Plan 2020".

Key objectives:

1. Promote entrepreneurial behavior, foster ownership, innovation, creativity and responsibility.
2. Encourage collaboration for achievement of organizational performance goals and success by aligning the financial interest of employees with that of other shareowner of the Company.
3. Provide an avenue for reward and retention of key talents as the Company grows.
4. Providing employees an opportunity to acquire or expand equity interest in the Company.

The salient features and other details of the Employees' Long Term Incentive Plan-as per the Regulations 6(2) of SEBI (Share Based Employees Benefits) Regulations, 2014 are as under:

a) Brief description of the Scheme:

The Scheme shall be called as the "the Employees' Stock Option Plan 2020" (hereinafter referred to as the "ESOP") and shall extend the benefits to the present and future employees of the Company, who are in permanent employment of the Company including Directors of the Company whether whole-time or not (except Independent Directors, Promoters or person belonging to Promoter Group and Directors who directly or indirectly holds more than 10% of the outstanding equity shares of the Company), and whether working in India or outside India as may be selected by the Board on the basis of criteria prescribed in the Scheme (collectively referred as "Eligible Employees")

The benefits of the Scheme shall also be extended to eligible permanent employees of the Holding Company and the Subsidiary company(ies) of the Company.

b) The total number of options, to be granted:

The total number of Options that may be granted would be such number which shall entitle the option holders to acquire in one or more tranches not exceeding 23,00,000 (Twenty three lacs)equity shares of the Company of the face value of Rs. 5/- each. Each such option would confer a right upon the option holder to apply for 1 (one) equity shares of the Company in accordance with the terms and conditions of the Scheme.

c) Identification of classes of employees entitled to participate and be beneficiaries in the Scheme:

The present and future employees of the Company who are in permanent employment of the Company including Directors of the Company whether Whole-time or not (except Independent Directors, Promoters or person belonging to Promoter Group and Directors who directly or indirectly holds more than 10% of the outstanding equity shares of the Company), and whether working in India or outside India shall be entitled to participate and be beneficiaries in the Scheme. As stated above, employees of the subsidiary company(ies) in India or outside India shall also be eligible to participate and be beneficiary of the Scheme. The Nomination, Remuneration and Compensation Committee may consider the position and responsibilities of the employee, period of service, the nature and value to the Company of the employee's services and accomplishments, the employee's present and potential contribution to the success of the Company etc. While granting an option the committee may consider such performance conditions as may be prescribed by the Committee.

d) Requirement of vesting and period of vesting:

The Vesting Period of the options issued under the ESOP, shall be decided by Nomination, Remuneration and Compensation Committee from time to time but shall not be less than one year from the date of Grant(s) of Option(s). The option / unit may vest in one or more tranche(s) subject to the terms and conditions as may be stipulated by the Nomination, Remuneration and Compensation Committee.

e) Maximum period (subject to Regulation 18(1) and 24(1) of the Regulations, as the case may be) within which the options shall be vested:

All the options will get vested within a maximum period of five years from the date of grant unless otherwise decided by the Nomination, Remuneration and Compensation Committee.

f) Exercise price, purchase price or pricing formula:

The exercise price of the options shall be determined by the Nomination, Remuneration and Compensation Committee at the time of grant of the options. Such price shall be determined having regard to the closing market price of the share on the stock exchanges where the shares of the Company are listed, immediately prior to the date of grant of the options, subject to conformity of accounting policies specified in the Regulation 15 of SEBI (Share Based Employee Benefits) Regulations, 2014.

g) Exercise period and process of Exercise:

The maximum exercise period for exercising the options / units shall be five years from the respective dates of the vesting of the options unless otherwise decided by the Nomination, Remuneration and Compensation Committee. The option granted under the Scheme would be exercisable by the employee within the maximum exercise period by submitting an exercise form to the authorized representative of the Company during the exercise window which will open on a quarterly basis. After the expiry of the exercise period, the unexercised options, if any shall lapse. The lapsed options shall be available for fresh grants to other eligible employees.

h) The appraisal process for determining the eligibility of employees for the Scheme:

The Nomination, Remuneration and Compensation Committee may consider the position and responsibilities of the employee, period of service, the nature and value to the Company of the employee's services and accomplishments, the employee's present and potential contribution to the success of the Company, the remaining period of employee's service with the Company, performance linked parameters and/or any such other criteria that may be determined by the Nomination, Remuneration and Compensation Committee in its sole discretion.

i) Maximum number of Options , to be issued per employee and in aggregate:

The maximum number of options granted to any one employee in a year will not equal to or exceed 1% of the issued equity share capital of the Company (excluding outstanding warrants and conversions, if any) at the time of grant of the options. To grant options in excess of the aforesaid limit, the approval of the shareholders would be sought by way of a separate resolution.

The aggregate of all grants of options shall not exceed 23,00,000 (Twenty three lacs equity shares).

j) Maximum quantum of benefits to be provided per employee under a Scheme:

The maximum quantum of benefit to be provided under the Scheme will be difference between the exercise price and the market value of share on the date of exercise of the options.

k) Whether the Scheme is to be implemented and administered directly by the Company or through a trust:

The Scheme shall be implemented and administered directly by the Company and not through a Trust.

l) Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the trust or both:

The Company will issue new shares as required.

m) The amount of loan to be provided for implementation of the Scheme by the Company to the Trust, its tenure, utilization, repayment terms etc.:

No loan is proposed to be provided by the Company.

n) Maximum percentage of secondary acquisition (subject to limits specified under the Regulations) that can be made by the trust for the purpose of the Scheme:

Nil

o) A Statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15:

The Company shall comply with the disclosures, the accounting policies and other requirements as prescribed under Regulation 15 of SEBI (Share Based Employee Benefits) Regulations, 2014.

p) The method which the Company shall use to value its options:

The Company shall adopt the Fair Value Method of accounting or any other method as per applicable Accounting Standards.

In terms of the Companies Act, 2013 and the SEBI(SBEB) Regulations, 2014 the approval of the shareholders is sought by way of Special Resolution for the approval of the Employees' Stock Option Plan 2020 -.

The Board recommends the resolution as set out at item nos. 6 and 7 for your approval by way of special resolution.

None of the Directors of the Company, Key Managerial Personnel of the Company and their relatives are deemed to be concerned or interested in these resolutions except to the extent of options that may be offered to them under ESOP.

Item Nos. 8

The Explanatory Statement sets forth the details of the proposed Scheme, its effects, and in particular any material interests of the Directors in their capacity as member(s) or creditors or otherwise.:

Shareholders attention is invited to the status of the approval of the Scheme on June 19 2020 by the shareholders through e-voting and physical ballots results with overwhelming majority was already informed to the Hon 'ble Tribunal by the Company, while filing an interlocutory application seeking waiver of physical meeting and the said application is pending for hearing.

In the meantime the Company thought it fit to seek the approval as an abundant caution pending the Hon'ble Tribunal decision on our application for waiver.

Details of the Scheme:**1. ORDER OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH**

- 1.1. Pursuant to an Order passed on 6th day of February, 2020 by the Hon'ble National Company Law Tribunal, Mumbai Bench (the Tribunal) in the Company Scheme Application referred to hereinabove, a meeting of the Equity Shareholders of the Transferee Company is being convened and held on the 23rd day of March, 2020 at 03:30 p.m. at Kilachand Conference Room, 2nd floor, Indian Merchant Chambers, Churchgate, Mumbai 400020 in the State of Maharashtra, for the purpose of considering and, if thought fit, approving with or without modification(s) the proposed Scheme.
- 1.2. A copy of the Scheme, setting out the terms and conditions of the Scheme available for viewing on: <https://www.marathonnextgen.com/> as per Annexure A.
- 1.3. A copy of the Company Scheme Application No. 4404 of 2019 comprising the Scheme and along with all the annexures has been served upon the Regional Director and the Official Liquidator.

2. SCHEME AND ITS APPROVAL OF THE BOARD OF DIRECTORS

- 2.1. The proposed Scheme *inter-alia* envisages:
 - 2.1.1. Amalgamation an vesting of the wholly owned subsidiary of the Second Applicant Company with the Second Applicant Company on a going concern basis; and
 - 2.1.2. Various other matters consequential or otherwise integrally connected herewith.
 - 2.1.3. The Scheme has been approved by the Board of Directors of the Second Applicant Company/Transferee Company on November 14, 2019 by passing necessary Resolution.

3. BRIEF DETAILS OF THE SECOND APPLICANT COMPANY/TRANSFEREE COMPANY

- 3.1. 3.1.1. The Second Applicant Company/Transferee Company was originally incorporated on January 13, 1978 under the Companies Act, 1956 under the name of "Mahadevi Investment Co. Ltd." *vide* Certificate of Incorporation issued by Registrar of Companies, Mumbai at Maharashtra and was originally engaged in the manufacture of cotton and synthetic blended fabrics of all varieties and the processing thereof.
- 3.1.2. In the year 1979, pursuant to amalgamation of Mahadevi Investment Company Limited with Piramal Spinning and Weaving Mills Limited, the name of the Transferee Company was changed from "Mahadevi Investment Company Limited" to "Piramal Spinning and Weaving Mills Ltd." Thereafter, a fresh certificate of incorporation consequent on change of names bearing number 20080/TA was issued by Assistant Registrar of Companies reflecting the change in name on November 9, 1979.
- 3.1.3. In the year 2003, Marathon group infused additional capital and with effect from July 31, 2003 the name of the "Piramal Spinning and Weaving Mills Ltd." changed to "Marathon Nextgen Realty and Textiles Limited". Thereafter, with effect from September 7, 2007 the name of "Marathon Nextgen Realty and Textiles Limited" was further changed to "Marathon Nextgen Realty Limited" a fresh certificate of incorporation bearing number L65990MH1978PLC020080 was issued vide a Fresh Certificate of Incorporation by Deputy Registrar of Companies, Mumbai.
- 3.1.4. The Corporate Identification Number of the Second Applicant Company/Transferee Company is "CIN: L65990MH1978PLC020080".
- 3.1.5. The Second Applicant Company/Transferee Company owns total of the issued, subscribed and paid-up equity share capital of the First Applicant Company, a company whose shares are listed and traded on the Bombay Stock Exchange Limited, Mumbai and the National Stock Exchange Limited.
- 3.2. The registered office of the Second Applicant Company/Transferee Company is situated at Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai 400 013 and corporate office of MNRL is located at Marathon Max, Junction of Mulund-Goregaon Link Road, Mulund (West), Mumbai 400 080.
- 3.3. The main objects of the Second Applicant Company/Transferee Company as set out in its Memorandum of Association are reproduced below for ease of reference:

"1. To engage in the business in real estate and construction and in particular to purchase or otherwise acquire land, buildings, houses, shed and other spaces or any interest, rights or privileges therein and to build, erect, construct and develop real estate into multi-storeyed residential, commercial or residential- cum - commercial- cum - office cum -entertainment complexes and to sell, lease or otherwise utilize the same for profit or to build, construct, develop, improve, renovate, maintain any buildings, structures, sheds, colonies, complex, theatres, schools, colleges, hospitals, dispensaries, shops, markets, hotels, swimming pools whether indoor or outdoor, indoor or outdoor stadium, picture galleries, museums and construction of every kind and of every description on such terms and conditions as may be permissible according to all applicable laws for the time being in force. To assist, lend, advance, support and provide technical, developmental, financial assistance to group, JVs, associate, subsidiary/ies companies in construction of projects upon such terms with or without security as the Company may deem expedient and fit."

- 3.4. The Share Capital of the Second Applicant Company/Transferee Company as on September 30, 2019 is as under:

Particulars	(Amount in Rs.)
Authorised Share Capital	
10,05,00,000 equity shares of Rs.5 each	502,500,000
25,000 6% Redeemable Cumulative Preference shares of Rs.100/- each	2,500,000
1,00,000 0% Cumulative Preference Shares of Rs. 100/- each	10,000,000
Total	515,000,000
Issued, Subscribed and Paid-up Capital:	
4,60,00,000 equity shares of Rs.5 each	230,000,000
Total	230,000,000

- 3.5. A copy of the latest un-audited financial statement of the Second Applicant Company/Transferee Company as on September 30, 2019 is available for viewing on: <https://www.marathonnextgen.com/> as per Annexure B.
- 3.6. Summary of the financial statements of the Second Applicant Company/Transferee Company for the year ended March 31, 2018 and March 31, 2019 are available for viewing on: <https://www.marathonnextgen.com/>
- 3.7. The Second Applicant Company/Transferee Company is *inter-alia* engaged in the business of real estate and construction sector and has constructed commercial and residential real estate projects at suburbs of Mumbai. There has been no change in the business activity of the Second Applicant Company/Transferee Company during the last three years.
- 3.8. The shares of the Second Applicant Company/Transferee Company are listed on the Bombay Stock Exchange Limited ("**BSE Limited**") and National Stock Exchange Limited ("**NSE Limited**").

4. BRIEF DETAILS OF THE FIRST APPLICANT COMPANY/TRANSFEROR COMPANY

- 4.1. The First Applicant Company/Transferor Company was incorporated as a private company limited by shares, on June 23, 2008, under the Companies Act, 1956 vide Certificate of Incorporation issued by the Assistant Registrar of Companies, Mumbai, Maharashtra.
- 4.2. The Corporate Identification Number of the First Applicant Company/Transferor Company is "CIN: U45203MH2008PTC183871".
- 4.3. The total issued, subscribed and paid-up equity share capital of the First Applicant Company/Transferor Company is held by the Second Applicant Company. Thus, the First Applicant Company/Transferor Company is a wholly-owned subsidiary of the Second Applicant Company.
- 4.4. The registered office of the First Applicant Company/Transferor Company is situated at 702, Marathon Max, Junction of Mulund - Goregaon Link Road, Mulund (W) Mumbai 400080.
- 4.5. The main objects of the First Applicant Company/Transferor Company as set out in its Memorandum of Association are reproduced below for ease of reference:

To carry on the development of Integrated Township, Development of Special Integrated Township, Development of Special Townships Area, development of integrated and comprehensive slum Rehabilitation strategy / Models, development and constructions of Roads, Institutions hospitals schools and colleges Commercial establishments etc. and construction of development projects, redesigning rebuilding, improving, removing, modifying, reconstructing, redecorating existing resorts amusement parts, clubs, theatres community halls. To carry on the business of development of IT Park, IT infrastructure development, Special Economic Zones, Industrial Developments parks, BFSI. To assist, lend advance, support and provide technical, developmental, financial assistance to group, JVs, associate, subsidiary / ies companies in construction of projects upon such terms with or without securities as the company may deem expedient and fit."

- 4.6. The Share Capital of the First Applicant Company/Transferor Company as on September 30, 2019 is as under:

Particulars	(Amount in Rs.)
Authorised Share Capital	
1,00,000 equity shares of Rs.10 each	10,00,000
Total	10,00,000
Issued, Subscribed and Paid-up Capital:	
10,000 equity shares of Rs.10 each	1,00,000
Total	1,00,000

- 4.7. A copy of the latest un-audited financial statement of the First Applicant Company/Transferor Company as on September 30, 2019 is available for viewing on: <https://www.marathonnextgen.com/> as per Annexure C.
- 4.8. Summary of the financial statements of the First Applicant Company/Transferor Company for the year ended March 31, 2018 and March 31, 2019 are available for viewing on: <https://www.marathonnextgen.com/>



- 4.9. The First Applicant Company/Transferor Company inter-alia carries on the business of construction, development and sale of commercial & residential real estate projects. The core business activities are carried out under various business model like own development, through associates, joint venture & joint development.
- 4.10. As on date, the shares of the First Applicant Company/Transferor Company are not listed in any stock exchange.

5. SCHEME RESOLUTION FOR APPROVAL

- 5.1. The Resolution to be submitted for approval of the Equity Shareholders of the Second Applicant Company/Transferee Company at their meeting, will read as follows:

RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, to the extent still applicable provisions of the Companies Act, 1956, along with the rules and regulations issued thereunder, including any statutory modifications, re-enactments or amendments made thereto from time to time, subject to the Memorandum of Association and Articles of Association of the Company, approval from the members of the Company, approval from its creditors and subject to the sanction of the National Company Law Tribunal ("NCLT") constituted under the Companies Act, 2013, and subject to the approval of any other statutory or governmental authorities, the Draft Scheme of Amalgamation of Marathon Nextgen Townships Private Limited, a company incorporated under the provisions of Companies Act, 1956 and having its registered office address at 702, Marathon Max, Junction of Mulund - Goregaon Link Road, Mulund (W) Mumbai 400080, the wholly owned subsidiary of the Company ("MNTPL" or "Transferor Company"); by Marathon Nextgen Realty Limited (the "Company") and their respective shareholders and creditors ("**Scheme**") which is placed before the meeting and initialed by the Chairman for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT Sundaram Ramamurthi, the Wholetime Director and CFO, Chetan R. Shah, Managing Director and K. S. Raghavan, Company Secretary of the Company and/ or Authorised Signatories of the Company, be and are hereby jointly/ or severally authorised to make such alterations and changes in the Scheme, as may be expedient and necessary for satisfying the requirement(s) or conditions imposed by the NCLT or any other statutory authorities as may be required, provided that prior approval of the Board shall be obtained for making any material changes in the said draft Scheme, as approved in this meeting.

RESOLVED FURTHER THAT Sundaram Ramamurthi, the Wholetime Director and CFO, Chetan R. Shah, Managing Director and K. S. Raghavan, Company Secretary of the Company, be and are hereby jointly/ or severally authorised to do, or cause to be done all such acts, deeds and things, and/or file all such documents, as may be necessary for the sanctioning and implementation of the Scheme."

6. RATIONALE AND BENEFITS OF THE SCHEME OF AMALGAMATION

- 6.1. The merger of the Second Applicant Company/the Transferee Company with the First Applicant Company/the Transferor Company is based on the following rationale:
 - 6.1.1. The Transferor Company/First Applicant Company is a wholly owned subsidiary of the Transferee Company/Second Applicant Company and both the Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company are under same management and it would be advantageous to combine the activities and operations in a single entity. The amalgamation would provide synergistic linkages besides economies in costs by combining the total business functions and the related activities and operations and thus contribute to the profitability of the amalgamated entity.
 - 6.1.2. The Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company, belonging to the same group of management, are largely engaged in the similar kind of business activities i.e. engaged in the business of construction and real estate development.
 - 6.1.3. Economies of scale will play a bigger role as the consolidated entity's operational efficiency will increase, which will in turn allow the merged entity to compete on a larger scale in the industry, thus benefiting the merged entity and the shareholders.
 - 6.1.4. It is considered desirable and expedient to reorganise and amalgamate the business of both the Transferor Company/ First Applicant Company and the Transferee Company/Second Applicant Company so as to have a stronger asset base and skills to conduct the business in the emerging environment and to rationalise the costs of business.
 - 6.1.5. The amalgamation will increase the net worth of the Transferee Company/Second Applicant Company which would enable it to capitalise upon such improved net worth to enhance the stake holders' value.
 - 6.1.6. The amalgamation will increase financial strength, enhance flexibility and ability to raise larger resources, attract and retain better talent and undertake larger support services related projects.
 - 6.1.7. The amalgamation will result in integration and effective utilisation of resources, which is likely to result in optimising overall shareholder value and improvement in competitive position of the Transferee Company/Second Applicant Company as a combined entity.
 - 6.1.8. The amalgamation will bring both the entities under one roof to portray one face to all the parties with whom the Marathon Group deals.
 - 6.1.9. The amalgamation will result in better leveraging of facilities, infrastructure and resources.
 - 6.1.10. Duplication of administrative functions together with the multiple recordkeeping will be eliminated, resulting in over-all reduction in expenditure.

- 6.1.11. The amalgamation will result in significant reduction in multiplicity of legal and regulatory compliances which at present is required to be made separately by the Transferee Company/ Second Applicant Company as well as by the Transferor Company/First Applicant Company.
- 6.1.12. This merger will provide an opportunity to leverage assets and build a stronger sustainable business. It will provide an opportunity to fully leverage stronger asset capabilities, experience, expertise and infrastructure of both the companies and thus increased ability for promotion of business activities as well as for fund raising as may be required for business development.
- 6.1.13. The merger will result in a value creation for the shareholders and stakeholders of the Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company as the combined amalgamated company will have improved efficiency, market share, financial structure, larger cash flows and stronger consolidated revenue and profitability.
- 6.1.14. There is no likelihood that any shareholder or creditor or employee of the Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company would be prejudiced as a result of the Scheme. Thus, the merger is in the interest of the shareholders, creditors and all other stakeholders of the companies and is not prejudicial to the interests of the concerned shareholders, creditors or the public at large.
- 6.2. In view of the aforesaid, the Board of Directors of the Transferee Company/Second Applicant Company and the Transferor Company/First Applicant Company have considered and approved the Scheme comprising of distinct but integrally connected arrangement under the provisions of Sections 230 to 232 of the Companies Act, 2013.

7. SALIENT FEATURES OF THE SCHEME

- 7.1. Amalgamation of the Transferee Company/Second Applicant Company with its wholly owned subsidiary i.e. the Transferor Company/First Applicant Company:
- 7.2. "Appointed Date" means April 01, 2019 or such other date as the Adjudicating Body(ies) may direct or fix, for the purpose of amalgamation of the Transferor Company/First Applicant Company with the Transferee Company/Second Applicant Company under this Scheme.
- 7.3. The entire assets, liabilities, business and undertaking (*including, the Transferor Undertaking*) of the Transferor Company/First Applicant Company shall, with effect from the Appointed Date and without any further act or deed, be and the same shall stand transferred to and vested in or deemed to have been transferred to or vested in the Transferee Company/Second Applicant Company, as a going concern, pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and other applicable provisions of the relevant Act and in accordance with the provisions of Sections 2(1B) and 47 of the Income Tax Act, 1961 and the provisions of this Scheme in relation to the mode of transfer and vesting of assets. This Scheme shall be deemed to be regarded as an 'Amalgamation' in terms of Section 2(1B) of the Income Tax Act, 1961.
- 7.4. With effect from the Appointed Date, and subject to the provisions of this Scheme, the liabilities of the Transferor Company/the First Applicant Company including, but not limited to all secured and unsecured debts, sundry creditors, liabilities (including contingent liabilities), and all duties and obligations (including any guarantees, indemnities, letter of credit or any other instrument or arrangement which may give rise to a contingent liability in whatever form) of every kind, nature and description whatsoever and howsoever arising, raised or incurred or utilized for its business activities and operations, shall, pursuant to the sanction of this Scheme by the Adjudicating Body and under the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Act, without any further act, instrument or deed or matter or thing be transferred to and vested in or be deemed to have been transferred to and vested in the Transferee Company/Second Applicant Company, along with any charge, encumbrance, lien or security thereon, and the same shall be assumed by the Transferee Company/Second Applicant Company to the extent they are outstanding on the Effective Date so as to become as and from the Appointed Date, the liabilities of the Transferee Company/Second Applicant Company on the same terms and conditions as were applicable to the Transferor Company/First Applicant Company, without any consent of any third party or other person who is a party to the contract or arrangements by virtue of which such liabilities have arisen, in order to give effect to the provisions of this Clause. Further, any existing credit facilities which have been sanctioned to the Transferor Company/First Applicant Company by the bankers, financial institutions and any third party and which is standing as on the Appointed Date but before the Effective Date shall upon the Scheme coming into effect shall ipso facto extend to the Transferee Company/Second Applicant Company.
- 7.5. Subject to the provisions of this Scheme, all contracts, deeds, bonds, agreements, arrangements and other instruments of whatsoever nature of the Transferor Company/First Applicant Company which are subsisting or having effect immediately before the Effective Date shall be in full force against or in favour of the Transferee Company/Second Applicant Company, and may be enforced as fully and effectively as if, instead of the Transferor Company/First Applicant Company, the Transferee Company/Second Applicant Company has been a party or beneficiary thereto. The Transferee Company/Second Applicant Company shall, if necessary, to give formal effect to this Clause, enter into and/or issue and/or execute deeds, writings or confirmations or enter into a tripartite arrangement, confirmation or novation to which the Transferor Company/First Applicant Company is a party.
- 7.6. The entire issued, subscribed and paid up equity share capital of the Transferor Company/ First Applicant Company is held by the Transferee Company/Second Applicant Company. In other words, the Transferor Company/First Applicant Company is the wholly owned subsidiary of the Transferor Company/Second Applicant Company. Accordingly it is clarified that pursuant to this amalgamation, no shares of the Transferee Company/Second Applicant Company shall be issued or allotted, or payment made in cash whatsoever in respect of the shares held by the Transferee Company/Second Applicant Company in the Transferor Company/First Applicant Company. Upon the Scheme becoming effective, the entire equity share capital of the Transferor Company/First Applicant Company held by the Transferee Company/Second Applicant Company alongwith the nominee shareholder shall stand cancelled and extinguished without any further act or deed by the Transferee Company/Second Applicant Company.
- 7.7. Upon the Scheme coming into effect, the Transferor Company/First Applicant Company shall, without any further act or deed, stand dissolved without winding up.

PLEASE NOTE THAT THE FEATURES SET OUT ABOVE ARE ONLY THE SALIENT FEATURES OF THE SCHEME. THE MEMBERS ARE REQUESTED TO READ THE ENTIRE TEXT OF THE SCHEME ANNEXED HERETO TO GET FULLY ACQUAINTED WITH THE PROVISIONS THEREOF

8. The proposed Scheme was placed before the Audit Committee of the Transferee Company/Second Applicant Company at its meeting held on 14th day of November, 2019.
9. The applications along with the annexure thereto (which includes the scheme) were filed by the Transferee Company/Second Applicant Company on December 13, 2019 with the Hon'ble NCLT.
10. This notice convening Meeting of the Equity Shareholders of the Transferee Company/Second Applicant Company along with aforesaid documents are placed on the website of the Company viz. <http://www.marathonnextgen.com/> and being sent to Securities and Exchange Board of India, BSE Limited and NSE Limited.
11. None of the Directors of the Transferee Company/Second Applicant Company or the Transferor Company/First Applicant Company have any material interest in the Scheme, save and except to the extent the said Directors are the partners, directors, members of the firms, companies, association of persons, bodies corporate and/or beneficiary of trust, that hold shares in any of the Companies.

12. THE DETAILS OF ALL THE PRESENT DIRECTORS (SINGLY OR JOINTLY) DIRECTORS AND THEIR RELATIVES AND KMPs OF THE CONCERNED COMPANIES AND THEIR RESPECTIVE SHAREHOLDINGS IN THE TRANSFEREE COMPANY/SECOND APPLICANT COMPANY AND TRANSFEROR COMPANY/ FIRST APPLICANT COMPANY AS ON DECEMBER 31, 2019 ARE AS FOLLOWS:

- a. Extent of shareholding of the Directors and their relatives and KMPs of the Transferee Company/Second Applicant Company and their respective holding in the Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company are as follows: (Considering first holder)

Sr. No	Name of the Director	Designation	Address	Equity Shares in Transferor Company/First Applicant Company	Equity Shares in Transferor Company/Second Applicant Company
1.	Chetan Ramniklal Shah	Chairman & Managing Director	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 400 080	Nil	300
2.	Mayur Ramniklal Shah	Vice Chairman & Director	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 400 080	Nil	300
3.	Shailaja Chetan Shah	Director	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 400 080	Nil	300
4.	Anup Shah	Independent Director	8, Jal-Kiran Building, G.D. Somani Street, President Hotel, Colaba, Mumbai - 400 005	Nil	Nil
5.	Deepak Shah	Independent Director	1305, 13th Floor, Casa Grande Tower, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013	Nil	Nil
6.	Atul Mehta	Independent Director	801, Oswal Apartment, P. K. Road, Near Raja Ind. Estate, Mulund West, Mumbai - 400 080	Nil	Nil
7.	Parul Shah	Independent Woman Director	1101, Marathon Galaxy - I, LBS Marg, Mulund West, Mumbai - 400 080	Nil	Nil

Sr. No	Name of the KMPs	Designation	Equity Shares in Transferor Company/ First Applicant Company	Equity Shares in Transferor Company/ Second Applicant Company
1.	K. S. Raghavan	Company Secretary	Nil	250
2.	S. Ramamurthi	Whole Time Director & CFO	Nil	Nil

Sr. No	Name of the relatives of Directors	Equity Shares in Transferor Company/ First Applicant Company	Equity Shares in Transferor Company/ Second Applicant Company
1.	Ansuya Ramniklal Shah	Nil	300
2.	Ramniklal Z Shah	Nil	300
3.	Sonal Mayur Shah	Nil	300

- b. Extent of shareholding of the Directors and their relatives and KMPs of the First Applicant Company/ Transferor Company and their respective holding in the Transferor Company/First Applicant Company/, and the Transferee Company/Second Applicant Company are as follows: (Considering first holder)

Sr. No	Name of the Director	Designation	Address	Equity Shares in Transferor Company/First Applicant Company	Equity Shares in Transferor Company/Second Applicant Company
1.	Kaivalya Chetan Shah	Director	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 400 080	Nil	Nil
2.	Parmeet Mayur Shah	Director	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 400 080	Nil	Nil

Sr. No	Name of the KMPs	Designation	Equity Shares in Transferor Company/ First Applicant Company	Equity Shares in Transferor Company/ Second Applicant Company
1.	Nil	Nil	Nil	Nil
2.	Nil	Nil	Nil	Nil

Sr. No	Name of the relatives of Directors	Equity Shares in Transferor Company/ First Applicant Company	Equity Shares in Transferor Company/ Second Applicant Company
1.	Nil	Nil	Nil
2.	Nil	Nil	Nil

13. EXTENT OF HOLDING OF PROMOTERS OF THE TRANSFEROR COMPANY/FIRST APPLICANT COMPANY, AND THE TRANSFEE COMPANY/ SECOND TRANSFEEE IS AS FOLLOWS:-

- c. Extent of shareholding of the Promoters of the Transferor Company/First Applicant Company/ in the Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company

Sr. No	Name of the Promoter	Address	Equity Shares in Transferor Company/ First Applicant Company	Equity Shares in Transferor Company/ Second Applicant Company
1.	Marathon Nextgen Realty Limited	Marathon Futurex , N. M. Joshi Marg, Lower Parel, Mumbai - 400 013.	10000	Nil

- d. Extent of shareholding of the Promoters of the Transferee Company/Second Applicant Company in the Transferor Company/First Applicant Company and the Transferee Company/Second Applicant Company

Sr. No	Name of the Promoter	Address	Equity Shares in Transferor Company/ First Applicant Company	Equity Shares in Transferor Company/ Second Applicant Company
1	Marathon Realty Pvt Ltd	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	3,44,82,646
2	Ansuya Ramniklal Shah	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	300
3	Ramniklal Z Shah	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	300
4	Sonal Mayur Shah	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	300
5	Chetan Ramniklal Shah	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	300
6	Mayur Ramniklal Shah	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	300
7	Shailaja Chetan Shah	702, Marathon Max, L.B.S Marg, Mulund-Goregaon Link Road, Mumbai - 80	Nil	300

14. PRE AND POST SCHEME SHAREHOLDING PATTERN OF THE TRANSFEROR COMPANY/ FIRST APPLICANT COMPANY AND THE TRANSFEREE COMPANY/ SECOND APPLICANT COMPANY

a. The pre Scheme shareholding pattern of the Transferor Company/ First Applicant Company as on December 31, 2019 is as follows:

No.	Name	No .of Shares	Face value / share (Rs. 10/- each)	%
1	Marathon Nextgen Realty Limited	9,999	99,990	99.99
2	S. Ramamurthi (Nominee of MNRL)	1	10	0.01
	Total	10,000	1,00,000	100

b. The pre and post Scheme shareholding pattern of the Transferee Company as on December 31, 2019 is as follows:

No.	Particulars	No. of Shares	%
1	Promoters	3,44,84,446	74.97
2	Mutual Funds	244	0.00
3	Banks/Financial Institution	4,454	0.01
4	Public	1,15,10,856	25.02
	Total	4,60,00,000	100

15. PRE AND POST SCHEME CAPITAL STRUCTURE:

a. Pre and Post Scheme Capital Structure of the Second Applicant Company/ Transferee Company:-

Description	Pre-Scheme		Post- Scheme	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Authorized Share Capital:				
Equity Share Capital of Rs. 5 each	10,05,00,000	502,500,000	10,07,00,000	51,60,00,000
6% Redeemable Cumulative Preference shares of Rs.100/- each	25,000	2,500,000	25,000	2,500,000
0% Cumulative Preference Shares of Rs. 100/- each	1,00,000	10,000,000	1,00,000	10,000,000
Issued Share Capital:				
Equity Share Capital of Rs. 5 each	4,60,00,000	230,000,000	4,60,00,000	230,000,000
Subscribed & Paid Up Share Capital:				
Equity Share Capital of Rs. 5 each	4,60,00,000	230,000,000	4,60,00,000	230,000,000

b. Pre Scheme Capital Structure of the First Applicant Company/ Transferor Company:-

Description	Pre-Scheme	
	No. of Shares	Amount Rs.
Authorized Share Capital:		
Equity Shares of Rs.10/- each.	1,00,000	10,00,000
Total (Rs.)	1,00,000	10,00,000
Issued Share Capital:		
Equity Shares of Rs. 10 each	10,000	1,00,000
Total (Rs.)	10,000	1,00,000
Subscribed & Paid UpShare Capital:		
Equity Shares of Rs. 10 each	10,000	1,00,000
Total (Rs.)	10,000	1,00,000

Shareholders attention is invited to the status of the process of their e-voting and physical ballots results of approving the Scheme Company by overwhelming majority were already informed to the Hon'ble Tribunal while filing an interlocutory application seeking waiver of physical meeting and the said application is pending for hearing.

In the meantime the Company thought it fit to seek the approval as an abundant caution, pending the Hon'ble Tribunal decision.

Registered Office:

Marathon FutureX,
NM Joshi Marg,
Lower Parel,
Mumbai - 400 013.
Date: August 26, 2020

By Order of the Board

K. S. Raghavan
Company Secretary

Additional information on directors recommended for appointment / reappointment as required under Regulation 36 of the Listing Regulations and applicable Secretarial Standards**(i). Mrs.Shailaja C. Shah (DIN :00215042)**

Name of Director	Ms. Shailaja C. Shah
Qualification	Arts & Psychology graduate and holds Master 's degree in Arts.
Expertise in specific functional areas	She is also Director in some of the Marathon Group Companies and is involved in "Succession Planning" and Leadership Development activities" of the Group as a whole. Ms.Shailaja is a part of the Promoter Group with multi-faceted personality and is presently involved in establishing a educational institution as a routine part of CSR initiatives of the Marathon Group, through a Trust in Mumbai suburb.
Other Companies in which Directorship held	Fibre Box (Bombay) Pvt. Ltd. Marathon InfotechPvt. Ltd. Lark Stock Broking Pvt. Ltd
No. of shares held as on 31.3.2020	300

(ii). Mr. Atul Jayantilal Mehta (DIN 08697102)

Name of Director	Mr. Atul Jayantilal Mehta
Qualification	Completed his graduation as a Bachelor of Engineering (BE-Civil) with Civil as main in the year 1980 from the University of Bombay.
Expertise in specific functional areas	Involved in Building and Construction activities from the year 1983 to 2014. During the three decades of his involvement he had credit of achieving 100% completion of project on time and provided defect free units/projects. As the Real estate sector has undergone many changes in the past two decades, has opted out from the business of Construction and got involved with Project Management Consultancy work, wherein he is assisting /providing services related to Construction matters. Presently working as a Project Management Consultant mainly for re-development of old, dilapidated, cessed building and housing societies in and around Mulund /Bhandup suburbs. The potential in the redevelopment segment of real estate sector, at present is very positive and in increasing level and his expertise could be harnessed at appropriate time.
Other Companies in which Directorship held	NIL
No. of shares held as on 31.3.2020	NIL

iii. Ms.ParulAbhoy Shah (DIN 02899386)

Name of Director	Ms.ParulAbhoy Shah
Qualification	Completed her graduation in Architecture from University of Bombay as a B. Arch and member of Indian Institute of Architecture as well as Council of Architecture in the year 1984.
Expertise in specific functional areas	She has worked with PatellBatliwala& Associates, renowned Architecture Firm from 1984 to 1986 in designing on various Airport Ancillary Buildings in Mumbai. She started her own practice from 1986 to 1994. In 1995, she has moved to Mauritius on professional grounds. After returning, she continued her practice and involved in devising designs and detailing for various types of Buildings from the year 1984 onwards. The business model in which she operates is LLP and she is one of the Designated Partners along with her husband. Also she is involved in Interior Designing of various spaces as well.
Other Companies in which Directorship held	NIL
No. of shares held as on 31.3.2020	NIL

iv. Mr. S. Ramamurthi (DIN:00135602)

Name of Director	Mr. S. Ramamurthi
Qualification	B.A, FCA, PG in System Management from Jamnalal Bajaj Institute of Management
Expertise in specific functional areas	He has over three decades of post-qualification experience in general management with large organizations in real estate, construction, infrastructure, engineering, textiles, manufacturing, service, trading and electronics in India and abroad. Mr.Ramamurthi has extensive experience in finance and accounts, encompassing the secretarial, legal and commercial aspects, including raising equity and debt, managing investment finance, tax management, financial re-engineering, liaisoning and setting up new organizations.
Other Companies in which Directorship held	Citadel Realty & Developers Ltd
No. of shares held as on 31.3.2020	NIL

INFORMATION AT A GLANCE

Particulars	Details
Time and date of AGM	3:00 p.m., September 30,2020
Mode	Video conference and other audio-visual means
Cut-off date for e-voting	September 23, 2020
E-voting start time and date	9:00 a.m. IST, September 27, 2020
E-voting end time and date	5:00 p.m. IST, September 29, 2020
E-voting website of NSDL	https://www.evoting.nsdl.com/
Name, address and contact details of e-voting service provider	Contact name : Amit Vishal <i>Senior Manager</i> Pallavi Mhatre <i>Manager</i> National Securities Depository Limited, 4th Floor, A Wing, Trade World, Kamala Mills Compound, SenapatiBapat Marg, Lower Parel, Mumbai 400013, India Contact details : Email id : AmitV@nsdl.co.in; pallavid@nsdl.co.in; evoting@nsdl.co.in; Contact number : +91-22-24994360 or +91-22-24994545
Name, address and contact details of Registrar and Transfer Agent.	Contact name : N.Surreash ADROIT CORPORATE SERVICES PVT. LTD., 19/20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD, MAROL NAKA, ANDHERI (E), MUMBAI 400059 Contact details: Email id : N.Surreash@adroitcorporate.com Contact number : +022 42270426

DIRECTORS REPORT

The Directors have pleasure in submitting their 43rd Annual Report together with the Audited Financial Statements of your Company for the year ended March 31, 2020.

WORKING RESULTS:

(Rs. in lacs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Total Income	10003.45	9170.86
Profit / (Loss) before Depreciation, interest and Taxation	7202.91	6302.92
Less: Depreciation	455.74	179.72
Less: Interest/Fin.Cost	2866.34	2115.14
Profit before Taxation	3880.83	4008.05
Less/ (Add) Tax Expenses	440.34	583.84
Profit / (Loss) after tax after adjustment	3440.49	3424.22
Add/(less): Other Comprehensive income/(loss)	(11.69)	(6.28)
Total Comprehensive Income	3428.80	3417.94
Earnings per share basic and diluted-(in Rs.)	7.48	7.44

DIVIDEND:

In order to conserve cash flows of the Company during these testing times of the pandemic, the Board of Directors have decided not to recommend any dividend on the equity shares for the F.Y.2019-2020.

OPERATIONS:

Your Company has entered into the Re-development and Rehabilitation of Slums segment in and around Bhandup area of Mumbai and the revenue recognition is yet to be booked.

The construction activities of Project at Byculla, Mumbai, known as "MONTE SOUTH" of the SPV (a LLP) wherein your Company holds 40% equity stake has been progressing well.

During the year under review, your Company, in line with its business strategy has acquired the entire paid up capital of Terrapolis Assets Private Limited (TAPL) from Marathon Realty Private Limited (MRPL), a Promoter Company and effective from 31/03/2020 TAPL has become the Wholly Owned Subsidiary of the Company.

TAPL is presently developing a project under the aegis of the Slum Rehabilitation Authority. It consists of providing rehabilitation of an area of 2886.00 sqmtrs for the project displaced personnel in Mumbai. The project would entail TAPL to develop an area of around 300,000 sq.ft for sale purposes. The "sale component" of the project is yet to commence.

During the year under review, your Company, in line with its business strategy has also acquired further 24% paid up capital of Sanvo Resorts Private Limited (SRPL) from Marathon Realty Private Limited (MRPL), a Promoter Company and effective from 31/03/2020. The equity holding of the Company in SRPL is 91%.

Sanvo is presently developing a residential cum commercial complex in Panvel, District Raigad, contiguous to Mumbai. The total saleable area of the project is around 41 lac sq.ft of mixed development. The project is registered under MAHA RERA. The entire project is to be developed in phases and the revenue will be recognized based on percentage of completion method.

DIRECTORS AND CHANGES IN INDEPENDENT DIRECTORSHIP:

In accordance with the applicable provisions of the Companies Act, 2013, Ms. Shailaja C. Shah, who retires by rotation and being eligible offers herself for re-appointment.

Mr. Atul Jayantilal Mehta (DIN 08697102) was appointed as an Additional Director at the Board Meeting held on February 13, 2020. The Company has received a Notice signifying his candidature for appointment under Section 160 (1) of the Companies Act 2013. Brief resume of Mr. Atul Jayantilal Mehta, nature of his experience in specific functional area is mentioned and forms part of this Annual Report.

Mrs. Parul Abhoy Shah (DIN 02899386) was appointed as an Additional Director at the Board Meeting held on February 13, 2020. The Company has received a Notice signifying her candidature for appointment under Section 160 (1) of the Companies Act 2013. Brief resume of Mrs. Parul Abhoy Shah, nature of her experience in specific functional area is mentioned and forms part of this Annual Report.

The Re-appointment of Mr. S. Ramamurthi (DIN 00135602) as Whole Time Director & CFO for a period of 5 years from May 1, 2020 is recommended by the Board of Directors.

AUDITORS

M/s. Rajendra & Co., Chartered Accountants, who has been appointed as Statutory Auditors for a term of 5 years with effect from F.Y. 2017-18, will continue to be the Statutory Auditors for the FY 2021-22. Vide MCA notification dated May 7, 2018 the requirement of yearly ratification by the shareholders at every general meeting as per Sec 139 of the Companies Act 2013 is dispensed with.

PARTICULARS OF EMPLOYEES:

Except the Chairman & Managing Director none of the employees are covered under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. The other details of disclosures pertaining to the Managerial personnel is dealt in the annexure which forms part of this Directors Report.

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

The Company undertakes necessary Energy conservation and technology absorption methods while executing the projects by implementing advanced building system and usage of energy efficient materials during the construction of Projects.

There were no foreign exchange earnings and outgo during the current period.

LISTING :

The Equity Shares of the Company are listed with the BSE Limited & NSE Limited. The Company has paid the Annual Listing Fees for both the Exchanges for the year 2020-21.

DEMATERIALIZATION OF SHARES:

The members are aware that the Company's equity shares are under compulsory trading in dematerialized form for all categories of investors. The shareholders, who are holding the shares of the Company in physical mode, are requested to Demat their holding at the earliest, so as to reap the corporate benefits like Transfer, Dividends, Bonus etc without loss of time. SEBI has already mandated that sale/transfer of securities in physical mode is NOT PERMITTED.

REPORT U/S 134 (3) OF THE COMPANIES ACT 2013:

A report containing relevant information as required by the said section of the Companies Act 2013 is dealt separately and forms part of this Directors Report.

FIXED DEPOSITS:

Your Company has not accepted any deposits from the public or its employees during the period under review.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place a Policy in line with the requirements of "The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013". Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

No Complaints were received, during the year under review.

CORPORATE GOVERNANCE:

A separate section on disclosures specified in Companies Act 2013 along with other requirements, as amended and as specified in Regulations 17 to 27 and 46(2)(b) to (i) of SEBI (LODR) Regulations 2015 forms part of this Annual Report.

BRR/Commitment towards sustainability while undertaking projects.

In terms of Regulation 34 of SEBI (LODR) Regulations 2015 ("LODR"), effective from FY 2019-20 the Top 1000 listed Companies are required to submit as a part of their Annual Report, a Business Responsibility Report describing the initiatives taken by them from an environment, social and governance perspective, in the format given under the LODR. This becomes a channel for the Company to communicate its commitment towards sustainability while undertaking projects.

ACKNOWLEDGEMENTS:

The Board of Directors take this opportunity to place on record their sincere appreciation for the excellent support and cooperation extended by the shareholders, bankers, customers, suppliers / associates during the year under review.

The Board wholeheartedly acknowledges the dedicated and sincere efforts and services put in by the employees at all levels in the Company during very trying times. Their dedicated efforts and enthusiasm has been integral to your Company's growth.

For and on behalf of the Board

Mumbai

Date: 29/06/2020

Chetan R. Shah

Chairman & Managing Director

REPORT U/S 134(3) OF THE COMPANIES ACT 2013 FORMING PART OF DIRECTORS REPORT

a. The web address of the annual return referred to in sub-section (3) of section 92 is: www.marathonnextgenrealty.com

b. Number of Meetings of the Board:

Four Board meetings were held on the following dates during the year under review.

May 29, 2019, August 12, 2019, November 14, 2019 & February 13, 2020.

c. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 134 (3)(c) of the Companies Act, 2013 with respect to Directors responsibilities it is hereby confirmed that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) proper accounting policies were followed and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.
- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- (iv) the annual accounts were prepared on a going concern basis.
- (v) necessary internal financial controls were laid down for ensuring the orderly and efficient conduct of its business, including the adherence to Company's policies, the safe guarding 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;
- (vi) proper systems were devised to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.
- (ca) details in respect of frauds reported by auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government: **NONE**

d. Statement of declaration given by the Independent Directors under section 149(6) of the Companies Act 2013:

All the Four Independent Directors of the Company have complied Section 149(6) of the Companies Act 2013, by submitting the Annual declaration for the financial year 2020-21.

- e. The Company has a policy on Directors appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters and the Nomination and Remuneration Committee of the Company ensures that the policy guidelines are followed.

Matters relating to determination of payment of Commission to Mr.Chetan R Shah Chairman & Managing Director –KMP of the Company for the year 2020-21:

As approved by the shareholders (Reappointment)of the Company, at their 41st AGM held on 19/9/2018 Mr. Chetan Shah, CMD of the Company is entitled for Commission of 1% on the Net Profit calculated as per section 198 of the Companies Act 2013. However, for the FY 2019-2020, despite adequate profits, he has **volunteered himself to forgo the said Commission for the FY 2020**,in order to contain the cash flows of the Company during these pandemic and testing times.

F. Explanations or comments by the Board on every qualification, reservation or adverse remarks or disclaimer, if any, made by the Auditor in his report:

No qualification, reservation or adverse remarks or disclaimer is made by the Statutory Auditors in their report.

-Explanations or comments by the Board on every qualification, reservation or adverse remarks or disclaimer, if any, made by the Secretarial Auditor in his report:

No qualification, reservation or adverse remarks or disclaimer is made by the Secretarial Auditors in his report.

G. Particulars of loans, guarantees or investments under section 186:

The provisions of the section 186 of the Companies Act 2013 are not applicable to the Company .

h. Particulars of contracts or arrangements (COA) with related parties referred to in subsection (1) of section 188:

There is no new COA with related parties as referred above during the year under review.

i. The state of Company's affairs:

The state of Company's affairs during the FY 2019-2020:

The Company's Operating Profit before Tax expenses: Rs. 2008.34 lacs

The Company's Other Income: Rs.1876.45 lacs

The Profit before Interest , Tax, depreciation & amortization(EBITDA): Rs.7202.91 lacs

The Profit after Interest Tax, depreciation & amortization(EBITDA): Rs .3440.49 lacs

Other Comprehensive Income/(Loss): (Rs.11.69 lacs)

The Net profit for the Year ended: Rs.3,440.49lacs

The Company's basic and diluted Earnings Per Share (EPS) for year ended on March 31,2020: Rs.7.48

j. Amount proposed to be carried to General Reserve: NIL

k. Dividend details:

In order to conserve cash flow of the Company during these testing times of the pandemic, the Board of Directors have decided not to recommend any dividend on the equity shares for the F.Y.2019-2020.

l. Material changes and commitments affecting the financial position of the Company:

During the year under review, your Company, in line with its business strategy has acquired the entire paid up capital of Terrapolis Assets Private Limited (TAPL) from Marathon Realty Private Limited (MRPL), a Promoter Company and effective from 31/03/2020 TAPL has become the Wholly Owned Subsidiary of the Company.

During the year under review, your Company, in line with its business strategy has acquired 24% paid up capital of Sanvo Resorts Private Limited (SRPL) from Marathon Realty Private Limited (MRPL), a Promoter Company .With this acquisition the total equity holding of the Company in SRPL stands at 91%.

m. Conservation of Energy etc.

The Company undertakes necessary Energy conservation and technology absorption methods while executing the projects by implementing advanced building system and usage of energy efficient materials during the construction of Projects.

n. Visualization of Potential Risk:

During the year under review, the Company has ventured into the SRA segment in the realty vertical by undertaking the development of Projects at Bhandup (W), Mumbai.

The process of identification of Risks elements in developing the said projects are initiated and are in place .The risk containment measures will be addressed along with the project mile stones identified thereon .No potential threat is envisaged.

o. CSR Policy initiatives Spending:

The Company has a CSR policy. For the FY 2019-2020, the amount to be spent on the CSR related activities amounting to Rs.1.27 crore was contributed to a recognized Trust .

p. Evaluation Mechanism of Directors and Directors Familiarization Initiatives:

The Eval. mechanism process ,which is done annually as per he provisions of the Co. Act 2013 has been relaxed and NOT BEEN made compulsory for the FY 2019-20.Since it was at the end of March 20 and the pandemic was at peak ,we could not do this before March30,2020.

Meeting of IDS for the FY: 2019-2020:

A separate Meeting of IDs for the FY 2019-20 was scheduled to be held on March 27,2020.However due to the pandemic situation and due to Social distancing advised by the Govt of India the said meeting could not be held.

No Non-compliance in this regard

Appointment and Remuneration of Managerial Personnel) 2014) Rules:

Details as per Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) 2014) Rules:

- i. The ratio of the remuneration of CMD to the median remuneration of the employees of the Company for the **FY: 2019-2020: 1:4.53**
- ii. The % age increase /(decrease) of remuneration: **NIL**
 - a) CMD- % age of increase/decrease, in the FY **2019-20 - 14.89% age decrease, in the FY 2019-20**
 - b) CS **-24.99% age decrease, in the FY 2019-20**
- iii. % age increase in the median remuneration of the employees- **NIL**
- iv. The no. of permanent employees of the company are : **78**
- v. The explanation of the relationship between average increase in remuneration and the Company's performance: Not Applicable
- vi. Comparison of remuneration of the KMP against the performance of the Company.

KMP	%age of Increase in Remuneration	Remarks
1. CMD	14.89% age decrease, in the FY 2019-20	-
2. CS	24.99% decrease compared to last year-	-

- vii. Variation of market cap, P/E at the closing of FY etc.,

Details	FY: 2019-20	FY: 2018-19	FY: 2017-18	FY: 2016-17	FY: 2015-16	FY: 2014-15	FY: 2013-14	Variation
Market Cap (Rs in Crore)	190	566	962	746	398	281	234	66% (decrease)
Closing Price-(Rs) Rs.5 -FV	BSE-40.90 NSE- 41.4	BSE-122.95 NSE-121.45	BSE-417.20 NSE-418.55	BSE-262.40 NSE-262.50	140-	148-	123.50	
EPS	7.48	7.44	12.20	30.93	26.51	20.26	19.25	
P/E	5.54	16.51	34.30	8.49	5.28	7.31	6.42	

Total no.of equity shares listed:4,60,00,000 of face value of Rs.5/-each.

- x. The key parameters for any variable component of remuneration availed by the directors: **Not Applicable**
- xi. The ratio of remuneration of the highest paid director to that of employees who are not directors but receive remuneration in excess of the highest paid director during the year: None of the employee in this category.
 - (i) Affirmation that the remuneration is as per the remuneration policy of the company:
The Managerial Remuneration paid during the FY 2019-2020 is as per the Remuneration policy of the Company.
 - b. Details as per Rule 5 (2)of the Companies (Appointment and Remuneration of Managerial Personnel) 2014) Rules:
Except the Chairman & Managing Director(CMD)none of the employees are covered under Rule 5(2 Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

Form No. MGT - 9
Extract of Annual Return

As on the Financial Year ended on 31st March, 2020

**(Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies
(Management and Administration) Rules, 2014)**

I. REGISTRATION AND OTHER DETAILS:

i	CIN	L65990MH1978PLC020080
ii	Registration Date	January 1, 1978
iii	Name of the Company	Marathon Nextgen Realty Limited
iv	Category / Sub-category of the Company	Public Limited Company
v	Address of the Registered Office of the Company	Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai 400 013
vi	Whether Listed (Yes/No)	Yes
vii	Name, Address and contact details of Registrar and Transfer Agent, if any	Adroit Corporate Services Pvt. Ltd. 17/20, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road Marol Naka, Andheri (E), Mumbai 400 059.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of total turnover of the Company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Real Estate & Construction	70	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

SL No	Name & Address of the Company	CIN/LLPIN	% of Shares Held	Holding Subsidiary/ / Associate	Applicable Section
1	Marathon Realty Private Limited	U70100MH1994PTC084037	74.96%	Holding	2 (46) of the Companies Act 2013
2	Marathon Nextgen Townships Private Limited	U45203MH2008PTC183871	100%	Subsidiary	2 (87) of the Companies Act 2013
3	Terrapolis Assets Private Limited	U20210MH1993PTC073697	100%	Subsidiary	2 (87) of the Companies Act 2013
4	Sanvo Resorts Private Limited*	U55103MH2001PTC132675	91%	Subsidiary	2 (87) of the Companies Act 2013
5	Swayam Realtors & Traders LLP	AAB -0362	40%	JV	2(6) of the Companies Act 2013
6	Columbia Chrome (India) Private Limited	U29110MH1995PTC086069	40%	JV	2(6) of the Companies Act 2013

***Marathon Nextgen Realty Limited (MNRL) holds 24% shares in Sanvo Resorts Private Limited (SRPL) and Marathon Nextgen Townships Pvt. Ltd (MNTPL) holds 67% shares in SRPL, which is subsidiary company of Marathon Nextgen Realty Limited, hence Marathon Nextgen Realty Limited being the ultimate holding company of SRPL holds total 91% shares in SRPL.**

IV. SHAREHOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity):
i. Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year (01.04.2019)				No. of shares held at the end of the year (31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS:									
1 Indian									
a. Individuals/HUF	1800	0	1800	0.01	1800	0	1800	0.01	0.00
b. Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c. State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d. Bodies Corp.	34482646	0	34482646	74.96	34482646		34482646	74.96	0.00
e. Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f. Any other	0	0	0	0.00	0	0	0	0	0.00
Sub-Total (A) (1)	34484446	0	34484446	74.97	34484446		34484446	74.97	0.00
2 Foreign									
a. NRIs - Individual	0	0	0	0	0	0	0	0	0
b. Other - Individuals	0	0	0	0	0	0	0	0	0
c. Bodies Corp.	0	0	0	0	0	0	0	0	0
d. Banks/FI	0	0	0	0	0	0	0	0	0
e. Any other	0	0	0	0	0	0	0	0	0
Sub-Total (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters (A) = (A) (1) + (A) (2)	34484446	0	34484446	74.97	34484446		34484446	74.97	0.00
B. PUBLIC SHARHOLDING :									
1 Institutions									
a. Mutual Funds	44	200	244	0.00	44	200	244	0.00	0.00
b. Banks/FI	3464	990	4454	0.01	3464	990	4454	0.01	0.00
c. Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d. State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
e. Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f. Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g. Foreign Portfolio Investors	2	0	2	0.00	0	0	0	0.00	0.00
h. Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i. Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B) (1)	3510	1190	4700	0.01	3508	1190	4698	0.01	0.00
2 Non-Institutions:									
a. Bodies Corporate:									
i. Indian	0	0	0	0	0	0	0	0	0.00
ii. Overseas	0	0	0	0	0	0	0	0	0.00
b. Individuals:									
i. Individual shareholders holding nominal share capital up to Rs.2 Lac	2921572	156264	3077836	6.69	2973176	143716	3116892	6.78	0.09
ii. Individual shareholders holding nominal share capital in excess Rs.2 Lac	7344146	0	7344146	15.97	7486034	0	7486034	16.27	0.3
c. Others (specify) Clearing Members, NRIs & Trusts	899426	189446	1088872	2.37	718484	189446	907930	1.97	-0.4
Sub-Total (B) (2)	11165144	345710	11510854	25.02	11177694	333162	11510856	25.02	0.00
Total (B) = (B1)+(B2)	11168654	346900	11515554	25.03	11181202	334352	11515554	25.03	0.00
C.									
0	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	45653100	346900	46000000	100.00	45665648	334352	46000000	100.00	0.00

ii. Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2019)			Shareholding at the end of the year (31.03.2020)			change in Share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Marathon Realty Pvt. Ltd.	34482646	74.96	0	34482646	74.96	0	0
2	Mr.Chetan R. Shah	300	0	0	300	0	0	0
3	Mr.Mayur R. Shah	300	0	0	300	0	0	0
4	Ms.Shailaja C. Shah	300	0	0	300	0	0	0
5	Ms.Sonal M. Shah	300	0	0	300	0	0	0
6	Ms.Ansuya R. Shah	300	0	0	300	0	0	0
7	Mr.Ramniklal Z. Shah	300	0	0	300	0	0	0
	Total	34484446	74.97	0	34484446	74.97	0	0

III. Change in Promoters Shareholding (please specify, if there is no Change):

Sl. No.	Particulars	Shareholding at the beginning of the year (01.04.2019)		Cumulative Shareholding during the year (31.03.2020)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	At the beginning of the year	34484446	74.97	0	34484446
2	Date-wise Increase / Decrease in Promoters Share holding during the year specifying in the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.		No Change		
3	At the end of the year	34484446	74.97	0	34484446

IV. Shareholding Pattern of top ten shareholders (other than Directors, Promoters & holders of GDRs and ADRs):

Sl. No.	Particulars	Shareholding at the beginning of the year (01.04.2019)		Cumulative Shareholding during the year (31.03.2020)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Shoorji Aditya Pratapsinh	1328000	2.89	1328000	2.89
2	KhyatiSudhirValia	619892	1.35	619892	1.35
3	ShraddhaSudhirValia	615734	1.34	615734	1.34
4	Manoj Mehra	590800	1.28	590800	1.28
5	Vijay Mohanlal Parekh	545272	1.19	545272	1.19
6	PareshMohanlal Parekh	540006	1.17	540006	1.17
7	Vatsal Manoj Desai	437000	0.95	437000	0.95
8	Padma Hanuman Agarwal	329624	0.72	329624	0.72
9	AshvinManilal Shah	198468	0.43	249254	0.54
10	KetanMaganlal Desai	237200	0.52	237200	0.52

V. Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Directors & KMP	Shareholding at the beginning of the year (01.04.2019)		Cumulative Shareholding during the year (31.03.2020)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	At the beginning of the year				
	DIRECTORS				
	Mr.Chetan R Shah	300	0	300	0
	Mr.Mayur R Shah	300	0	300	0
	Ms.Shailaja C Shah	300	0	300	0
	At the end of the year	900	0	900	0
2	KMP-				0
	K.S.Raghavan -CS	250	0	250	0

VI. INDEBTNESS: (Amt in Lakhs)
Indebtedness of the Company including interest outstanding / accrued but not due for payment (Rs in Lacs)

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the Financial Year				
i. Principal Amount	30,881.15	-	-	30,881.15
ii. Interest due but not paid		-	-	
iii. Interest accrued but not due	180.24	-	-	180.24
Total (i+ii+iii)	31,061.39	-	-	31,061.39
Change to Indebtness during the Financial Year				
i. Addition	7,610.45	-	-	7,610.45
ii. Reduction	-5,643.18	-	-	-5,643.18
Indebtness at the end of the Financial Year				
i. Principal Amount	33028.66	-	-	33028.66
ii. Interest due but not paid		-	-	
iii. Interest accrued but not due	152.65	-	-	152.65
Total (i+ii+iii)	33181.31	-	-	33181.31

VII. REMUNERATION OF DIRECTOR AND KEY MANAGERIAL PERSONNEL:
A. Remuneration to Managing Director, Whole-Time Directors and / or Manager:
(Amount in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Chetan Shah (CMD)	S. Ramamurthi (WTD)	
1	Gross salary	107.52	0	107.52
	a. Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961.	0	0	0
	b. Value of perquisites u/s.17(2) of the Income Tax Act, 1961.	0	0	0
	c. Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961.	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0.00	0	0.00
	-as % of profit	0	0	0
	-other, specify	0	0	0
5	Others, please specify-PF	0	0	0
	Total (A)	107.52	0	107.52

A. Sitting Fees paid to other Directos:

Sr. No.	Particulars of Sitting Fees	Name of the Directors								Total Amount (in Rs)
		Mayur R. Shah	Ms. Shailaja C Shah	V. Ranganathan	Padma-nabha Shetty	Dr. Anup P Shah	Mr. Deepak R. Shah	Ms. Parul Shah	Mr. Atul Mehta	
1	Independent Directors									
	- Fee for attending Board / Committee meetings	-	-	50000	90000	180000	170000	20000	20000	530000
	- Commission	-	-	-	-	-	-	-	-	-
	- Other, please specify	-	-	-	-	-	-	-	-	-
	Total (1)	-	-	50000	90000	180000	170000	20000	20000	530000
2	Other Non-Executive Directors	-	-	-	-	-	-	-	-	-
	- Fee for attending Board / Committee meetings	70000	80000	-	-	-	-	-	-	150000
	- Commission	-	-	-	-	-	-	-	-	-
	- Other, please specify	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-
	Total (B) = (1+2)	70000	80000	50000	90000	180000	170000	20000	20000	680000
	Total Managerial Remuneration	-	-	-	-	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-	-	-	-	-

B. Remuneration to Key Managerial Personnel other MD/WTD/Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		CEO	Company Secretary	CFO	
1	Gross salary		35.37 Lacs		35.37 Lacs
	a. Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961.	0	Entire	0	0
	b. Value of perquisites u/s.17(2) of the Income Tax Act, 1961.	0	NIL	0	0
	c. Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961.	0	NIL	0	0
2	Stock Option	0	NIL	0	0
3	Sweat Equity	0	NIL	0	0
4	Commission		NIL		
	-as % of profit	0	NIL	0	0
	-other, specify	0	NIL	0	0
5	Others, please specify		NIL	0	0
	Total	0	35.37 Lacs	0	35.37 Lacs

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give details)
A. Company					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
B. Directors					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
C. Other Officers in default					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—

THE ANNUAL REPORT ON CSR ACTIVITIES

1. **A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**

Marathon Nextgen Realty Limited (MNRL) is a part of "Marathon Group" and "Marathon Group" believes that corporate organisations should think beyond profit and look out for the wellbeing of society. Guided by the vision of its founder Chairman, Ramniklal Z. Shah - 'profit is not just a set of figure but of values' – "Marathon Group" has over the years working on a modest informal CSR agenda. One of the obligations of the "Group" is to contribute certain % age of the net profit to the developmental activities.

Generally, the activities/projects are undertaken at "Marathon Group" level and includes, providing basic education and Slum Rehabilitation & development etc since four decades.

Some of the activities are either direct or through a registered Trust viz., "R Z Shah Trust", established in October 17, 1991 at Mumbai.

Website of the Company: <https://www.marathonnextgen.com/>

2. The Composition of the CSR Committee.

The Committee consists of a Non-executive Director, namely, Dr.Anup Shah, (Independent Director) as Chairman and, Non-Executive Director, namely Mr.Mayur Shah, and Mr.Chetan R. Shah, Managing Director, as members.

3. Average net profit of the company for last three financial years – **Rs. 6347.45 Lacs**
4. Prescribed CSR Expenditure (two per cent. Of the amount as in item 3 above)- **Rs. 126.95 Lacs**
5. Details of CSR spent during the financial year.
- (a) Total amount to be spent for the financial year; - **Rs. 127 Lacs**
- (b) Amount unspent, if any; - **NA**
- (c) Manner in which the amount spent during the financial year is detailed below.

Sr. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or Programmes (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise (Rs.)	Amount spent on the projects or programs Sub-heads: 1. Direct expenditure on projects or programs 2. Overheads	Cumulative expenditure upto the reporting period (Rs.)	Amount spent : Direct or through implementing agency
1.	(a) Trust for development of the School Project (b) Promotion of education and skill development	Promoting Education & Skill Development Schedule VII(ii)	Next School Projects Mulund West, Mumbai, Maharashtra 400080	Rs. 127.00 Lac	Direct expenditure	Rs. 127.00 Lac	R.Z.Shah Trust's

6. **In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.-**

Taking into account the commitments made at the "Marathon Group" level for the CSR projects/programmes which are in progress, and considering the project mode of CSR activity, where the project at times extends beyond the financial year there is no shortfall as such in the CSR expenditure as compared to the stipulated 2% of the average net profits of the last three financial years.

There are also certain philanthropic/CSR activities/initiatives undertaken by "Marathon Group" for the substantial well-being of the people in the community, which are not getting covered under the above CSR report due to the specified format under the applicable Rules.

7. **The CSR Committee confirms that the implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and Policy of the company.**

Sd/-
Managing Director

Sd/-
Chairman CSR Committee

Report on Corporate Governance 2019-20

The Directors present the Company's Report on Corporate Governance for the year ended 2019-20.

(1) PHILOSOPHY ON CORPORATE GOVERNANCE:

The Marathon Group is committed to providing and adhering of the highest standards of **Customer Service** in the sector. The vision of the Company is to provide the customer a product, meeting the highest standard of excellence at the most reasonable price.

The **Marathon Group** in general and Marathon Nextgen Realty Limited in particular is committed to the adherence of all compliances in true spirit, at all times and the adoption of the best practices conducive to maintain good governance. Our inherent desire to improve and innovate brings out good governance practices which reflect and redefine the Marathon culture at every point of time – all this is deeply ingrained in our value system and forms part of the strategic thought process – our philosophy mainly rests on five basic concepts, viz., i) Board accountability to the Company and its stakeholders as a whole, ii) guidance and effective monitoring by the Board in strict terms, iii) protection of minority interests and rights (iv) equitable treatment to all concerned and v) transparency and timely disclosure.

Keeping in view of the above philosophy, the Company has been striving continuously for maintaining excellence through adoption of good governance and disclosure practices. The Company has complied and/or has been complying with the provisions **Corporate Governance** mandated by Regulations 17 to 27, 46(2) (b to i) of SEBI(LODR) Regulations 2015.

The following are the broad categories of Governance perceptives:

- Proper composition of the Board of Directors
- Timely dissemination of material information to the shareholders concerning their interests
- Transparency and accountability
- Adequate internal control measures
- Compliance with the applicable laws and regulations

(2) BOARD COMPOSITION AND PARTICULARS OF DIRECTORS:

(i) The present strength of Board of Directors of the Company are Eight Directors the composition of which is as follows:

	Name	Category	Designation
1.	Mr. Chetan R. Shah	Promoter	Chairman & Mg. Director
2.	Mr. Mayur R. Shah	Promoter	Vice Chairman & Director
3.	Mr. S. Ramamurthi	Non-promoter	Whole Time Director
4	Ms. Shailaja C Shah	Promoter	Director
5.	Mr. Anup P. Shah	Non-Executive	Independent Director
6.	Mr. Deepak R Shah	Non –Executive	Independent Director
7.	Mrs. ParulAbhoy Shah	Non –Executive	Independent Director
8.	Mr. AtulJayantilal Mehta	Non –Executive	Independent Director

The Board of Directors of the Company are well qualified and adequately experienced.

(ii) Board/Committee Meetings and Proceedings:

The Company has a process of placing vital and sufficient intimation before the Board pertaining to business to be considered at each Board Meeting. This enables the members of the Board to actively and freely participate in discussions in the meeting and the Board in turn is able to take corrective and appropriate decision based on the available inputs from the Members of the Board. The Members of the Board are also updated upon various events as are required under the SEBI(LODR) Regulations 2015.

On the advice of the Managing Director of the Company and in line with the compliance of the Secretarial Standards, the Company Secretary after collecting and collating details and information from the concerned departments finalizes the agenda for the Board Meeting which is distributed to all Members of the Board in advance.

(iii) Number of Board Meetings and other details held and the dates on which held:

Four Board Meetings were held during the Financial Year ended 31st March, 2020 on the following dates:

May 29, 2019, August 12, 2019, November 14, 2019 & February 13, 2020.

The Company has obtained the requisite disclosures from the Directors in respect of their directorship in other companies. Composition of Board of Directors and their attendance at the Board meetings during the period and at the last Annual General Meeting as also number of other directorship/ membership of committees of other companies are as under:



Name of Director	Director Identification Number(DIN)	Category of Directorship		No. of Board Meetings attended	Attendance at the last AGM	Directorship in other Companies including private companies in India	No. of Committees in which Chairman/ Member (other than Marathon Nextgen Realty Limited)		Listed Entities in which th Director holds Directorship
		Executive or Non Executive	Independent				Member	Chairman	
Mr.Chetan R. Shah Director	00135296	Promoter –	-	4	Yes	18	Nil	Nil	1.Citadel Realty & Developers Ltd
Mr.Mayur R. Shah Vice-Chairman & Director	00135504	Promoter – Non Executive	-	3	Yes	12	Nil	Nil	NONE
Mr. S. Ramamurthi Whole time Director	00135602	Executive-WTD	-	4	Yes	2	2	Nil	1.Citadel Realty & Developers Ltd
Ms.Shailaja C Shah	00215042	Promoter- Non Executive	-	4	Yes	3	-	-	NONE
Mr. V. Ranganathan*	00269682	Non- Executive	Independent	2	Yes	1	1	2	1.Citadel Realty & Developers Ltd.
Mr.Padmanabha Shetty*	00433761	Non- Executive	Independent	2	Yes	3	3	-	1.Saint-Gobain Sekurit India Ltd
Dr.Anup P. Shah	00293207	Non-Executive	Independent	4	Yes	11	0	0	NONE
Mr. Deepak R. Shah	06954206	Non-Executive	Independent	4	Yes	2	2	2	1.Ruby Mills Ltd 2. Siyaram Silk Mills Limited
Mr.AtulJayantilal Mehta**	08697102	Non-Executive	Independent	1	NO	NIL	Nil	Nil	NIL
Mrs.ParulAbhoy Shah**	02899386	Non-Executive	Independent	1	NO	NIL	Nil	Nil	NIL

*ID Tenure ended wef September 26, 2019

**Appointed wef February 13, 2020

The particulars of Directors who are proposed to be re-appointed at this AGM is given below:

(i). **Mrs.Shailaja C. Shah (DIN :00215042)**

Name of Director	Ms.Shailaja C. Shah
Qualification	Arts & Psychology graduate and holds Master's degree in Arts.
Expertise in specific functional areas	She is also Director in some of the Marathon Group Companies and is involved in "Succession Planning" and Leadership Development activities" of the Group as a whole.Ms.Shailaja is a part of the Promoter Group with multi-faceted personality and is presently involved in establishing a educational institution as a routine part of CSR initiatives of the Marathon Group, through a Trust in Mumbai suburb.
Other Companies in which Directorship held	Fiber Box (Bombay) Pvt. Ltd.Marathon InfotechPvt. Ltd.Lark Stock Broking Pvt. Ltd
No. of shares held as on 31.3.2020	300

(ii). **Mr.AtulJayantilal Mehta (DIN 08697102)**

Name of Director	Mr.AtulJayantilal Mehta
Qualification	Completed his graduation as a Bachelor of Engineering (BE-Civil) with Civil as main in the year 1980 from the University of Bombay.
Expertise in specific functional areas	Involved in Building and Construction activities from the year 1983 to 2014. During the three decades of his involvement he had credit of achieving 100% completion of project on time and provided defect free units/projects. As the Real estate sector has undergone many changes in the past two decades, has opted out from the business of Construction and got involved with Project

	Management Consultancy work, wherein he is assisting /providing services related to Construction matters.Presently working as a Project Management Consultant mainly for re-development of old, dilapidated, cessed building and housing societies in and around Mulund /Bhandup suburbs. The potential in the redevelopment segment of real estate sector, at present is very positive and in increasing level and his expertise could be harnessed at appropriate time.
Other Companies in which Directorship held	NIL
No. of shares held as on 31.3.2020	NIL

iii. **Mrs.ParulAbhoy Shah (DIN 02899386)**

Name of Director	Mrs.ParulAbhoy Shah
Qualification	Completed her graduation in Architecture from University of Bombay as a B. Arch and member of Indian Institute of Architecture as well as Council of Architecture in the year 1984.
Expertise in specific functional areas	She has worked with PatellBatliwala& Associates, renowned Architecture Firm from 1984 to 1986 in designing on various Airport Ancillary Buildings in Mumbai. She started her own practice from 1986 to 1994. In 1995, she has moved to Mauritius on professional grounds. After returning, she continued her practice and involved in devising designs and detailing for various types of Buildings from the year 1984 onwards. The business model in which she operates is LLP and she is one of the Designated Partners along with her husband. Also she is involved in Interior Designing of various spaces as well.
Other Companies in which Directorship held	NIL
No. of shares held as on 31.3.2020	NIL

iv. **Mr. S. Ramamurthi (DIN:00135602)**

Name of Director	Mr. S. Ramamurthi
Qualification	B.A, FCA, PG in System Management from Jamnalal Bajaj Institute of Management
Expertise in specific functional areas	He has over three decades of post-qualification experience in general management with large organizations in real estate, construction, infrastructure, engineering, textiles, manufacturing, service, trading and electronics in India and abroad. Mr.Ramamurthi has extensive experience in finance and accounts, encompassing the secretarial, legal and commercial aspects, including raising equity and debt, managing investment finance, tax management, financial re-engineering, liaisoning and setting up new organizations.
Other Companies in which Directorship held	Citadel Realty & Developers Ltd Sanvo Resorts Pvt Ltd
No. of shares held as on 31.3.2020	NIL

(v) **Number of Shares held by the Non –Executive Directors as on March 31, 2020 :**

Name of Non –Executive Directors	No. of Shares held
Dr. Anup P Shah	Nil
Mr. Deepak R. Shah	Nil
Mr.AtulJayantilal Mehta	Nil
Mrs.ParulAbhoy Shah	Nil
Mr.Mayur R. Shah	300
Ms.Shailaja C Shah	300

(vi) **Directors’ Familiarization Programme:**

Upon induction, the Directors are provided with an induction kit which, inter alia, includes the Company’s Memorandum and Articles of Association, Corporate Governance Policies , Terms of references of Board Committees, Code of Conduct, Code of Conduct for Prevention of Insider Trading ,Prevention of Sexual Harassment Policy and other policies alongwith the last 2 years’ Annual Reports.

The Company at its Board mee held on 13/02/2020,met at the Regd .Office of the Company and a detailed presentation was made by the Company about the ongoing projects (SRA).The procedures and the process of the execution of the projects were explained to them .

The feedback received from them were noted by the Management.

The Company holds Board Meetings at its registered office and also in other locations within Mumbai. The Directors periodically review the various businesses of the Company, in the context of the industry scenario, competitive environment and regulatory framework.

Presentations are also made to the Board / Board Committees; inter alia, on CSR initiatives, quarterly and annual results, annual business plan etc. The Directors are briefed periodically on the risk assessment & minimization procedures, changes in organizational structure, and Company's succession planning & management development processes. The Directors are also provided with adequate opportunity to interact with the senior managers of the Company.

- Web link of the Company regarding the familiarization programme imparted: www.marathonnextgen.com

(vii) Matrix representing the skill/expertise/competence of the Board of Directors in the context of the business of the Company:

Governance	Experience in developing and continuing the governance practices, serving the best interests of all stakeholders, maintaining Board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
Strategy and Planning	Understanding of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Advisory	Updates and adaptation of strategies relating to Construction, Designing, Financing, Taxplanning, Customer relations and their Satisfaction.

Director	Governance	Strategy and Planning	Advisory
Mr.Chetan R. Shah	✓	✓	✓
Mr.Mayur R. Shah	✓	✓	✓
Mr. S. Ramamurthi	✓	✓	✓
Ms.Shailaja C Shah	✓	✓	✓
Mr. V. Ranganathan*	✓	✓	✓
Mr.Padmanabha Shetty*	✓	✓	✓
Dr.Anup P Shah	✓	✓	✓
Mr.Deepak R Shah	✓	✓	✓
Ms.Parul A Shah**	✓	✓	✓
Mr.Atul Mehta**	✓	✓	✓

*ID Tenure ended wef September 26, 2019

**Appointed wef February 13, 2020

3. Audit Committee:

(a) Brief description of terms of reference:

The terms of reference of the Audit Committee of the Company shall inter-alia include the following and review of :

- (1) management discussion and analysis of financial condition and results of operations;
 - (2) statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - (3) management letters / letters of internal control weaknesses issued by the statutory auditors;
 - (4) internal audit reports relating to internal control weaknesses; and
 - (5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
 - (6) statement of deviations:
- (b) Quarterly statement of deviation(s) including report of monitoring agency as per Regulation 32 of SEBI (LODR) Regulation 2015 is/ are not applicable to the Company.
- (c) **Composition, name of the members and Chairperson of Audit Committee:**

The constitution of the Committee and the attendance of each Member of the committee is given below:

Name	Designation	Executive/Non-Executive /Independent	Committee Meeting attended (No.of Meetings held)
Mr. Deepak R.Shah	Chairman	Independent	4 (4)
Mr.Padmanabha Shetty*	Member	Independent	2(4)
Mr.Chetan R. Shah	Member	Executive- CMD	4(4)
Dr.Anup P Shah	Member	Independent	4(4)

* Tenure as ID ended wef September 26, 2019

(c) During the Year ended March 31, 2020 Four Audit Committee Meetings were held on the following dates:

May 29, 2019, August 12, 2019, November 14, 2019 & February 13, 2020.

The Audit Committee during the year ended 31st March 2020 reviewed:

- (i) the Company's financial reporting process.
- (ii) disclosure of financial information.
- (iii) the periodical and annual financial statements.
- (iv) related party transactions
- (v) risk assessment
- (vi) adequacy of internal control
- (vii) performance of Auditors
- (viii) vigil mechanism process

4. Nomination & Remuneration Committee:

(a) Brief description of terms of reference:

Role of committee shall, inter-alia, include the following:

- (1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (2) formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) devising a policy on diversity of board of directors;
- (4) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- (5) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(b) The following is the composition of Nomination & Remuneration Committee of Directors.

Name	Category	Position	Attendance of Meeting held on May 29, 2019	Attendance of Meeting held on Feb 13, 2020
Dr. Anup P. Shah*	Independent Director	Chairman	Present	Present
Mr. Deepak R Shah	Independent Director	Member	NA	Present
Mr. Mayur R Shah	Non Executive-Promoter	Member	NA	Present
Mr. V. Ranganathan **	Independent Director	Chairman	Present	NA
Mr. Padmanabha Shetty **	Independent Director	Member	Present	NA

* elected as Chairman wef November 14, 2019

**Tenure as ID ended wef September 26, 2019

A meeting of the said Committee was held on 13/2/2020 to review and to recommend the Board the appointment of Two IDs .

5. CSR Committee:

The Company has CSR policy. In line with the requirements a CSR Committee is in place.

Following is the composition of the CSR Committee:

Name	Category	Position
Dr. Anup P Shah*	Independent Director	Chairman
Mr. Chetan R Shah	Executive-Promoter	Member
Mr. Mayur R Shah	Non Executive-Promoter	Member
Mr. V. Ranganathan**	Independent Director	Chairman

* elected as Chairman w.e.f. November 14, 2019

**Tenure of ID ended wef September 26, 2019

A meeting of the CSR Committee was held on March 27, 2020 to review the CSR related activities of the Company. The Committee approved the contribution of Rs. 1.27 crore to a recognized Trust in line with its CSR Policy.

Performance evaluation criteria for Independent Directors:

The evaluation of IDs has been deferred due to the pandemic situation for the FY 2019-20.

6. Remuneration of Directors:

Details of the remuneration paid to the Directors of the Company during the period ended March 31, 2020 are given below:

(Amount in Rs.)

Name of Director	Salary	Perquisites	Commission	Sitting fees (Rs.)	Total
Mr.Chetan R. Shah	10752000	Nil	Nil	Nil	10752000
Mr. S. Ramamurthi	Nil	Nil	Nil	Nil	Nil
Mr.Mayur R Shah	Nil	Nil	Nil	70000	70000
Mr. V Ranganathan	Nil	Nil	Nil	50000	50000
Ms.Shailaja C. Shah	Nil	Nil	Nil	80000	80000
Mr.Padmanabha Shetty	Nil	Nil	Nil	90000	90000
Dr.Anup P. Shah	Nil	Nil	Nil	180000	180000
Mr.Deepak R. Shah	Nil	Nil	Nil	170000	170000
Mr.AtulJayantilal Mehta	Nil	Nil	Nil	20000	20000
Mrs.ParulAbhoy Shah	Nil	Nil	Nil	20000	20000

7. Stakeholders Relationship Committee:

The following is the composition of Stakeholders Relationship Committee of Directors:

Name	Category	Position
Mrs.Shailaja C. Shah*	Non- Executive Director	Chairperson
Mr. Deepak R Shah +	Independent Director	Member
Mr. S. Ramamurthi	Executive-Whole Time Director	Member
Mr. V. Ranganathan **	Independent Director	Chairman

* elected as Chairman w.e.f. November 14, 2019

**Tenure as ID ended wef September 26, 2019

+elected as Member w.e.f. November 14, 2019

The Committee met on June 29, 2020 to look into the various aspects of interest of shareholders, during the Financial Year ended 31st March 2020 : - ZERO - complaint was received by the RTA and was attended and resolved to the satisfaction of the shareholder and no complaint is pending as on date.

8. GENERAL BODY MEETINGS

Venue and time of last three Annual General Meetings:

Year /no.	Location	Date	Time	Special Resolutions
2018-19 42nd AGM	2nd floor, BabubhaiChinai Committee Room, Churchgate, Mumbai - 400 020	September 26, 2019	3.00 p.m.	None
2017-18 41 st AGM	WalchandHirachand Hall, 4th Floor, IMC Building, IMC Chambers, Churchgate, Mumbai- 400 020	September 19, 2018	3.30 p.m.	None
2016-17 40 th AGM	M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Dubhash Marg, KalaGhoda, Mumbai-01	September 20, 2017	3.30 p.m.	4 (Four)

9. Means of Communication:

The quarterly and half-yearly results are regularly submitted to the Stock Exchanges in accordance with the Listing regulations and are published in one English daily newspaper i.e. '**Business Standard**' and one vernacular daily news paper i.e. '**Lakshadweep**' having adequate circulation.

10. GENERAL SHAREHOLDERS INFORMATION

- Annual General Meeting : 43rd Annual General Meeting
- Date and Time : September 30, 2020, 03:00 p.m.
- Venue : Video Conferencing / Other Audio **Visual Means** (VC).
- Financial Year : April 1, 2019 to March 31, 2020
- Date of Book Closure : September 24, 2020 to September 30, 2020 (Both days inclusive).
- Listing on Stock Exchanges : BSE LTD & NSE LTD
- Stock Code : BSE- 503101: NSE –Symbol: "**Marathon**"
- ISIN in NSDL & CDSL : **INE182D01020**
- CIN : L65990MH1978PLC020080

- Stock Price Data:

Table below gives the monthly highs and lows of the Company's shares on the BSE Limited for the FY 2019-20: Face Value –Rs.5 per equity share.

MONTHS(FY: 2019-2020)	HIGH(Rs.)	LOW(Rs.)	SENSEX		
			High	Low	Close
April-2019	159.80	116.50	39,487.45	38,460.25	39,031.55
May	130.95	105.00	40,124.96	36,956.10	39,714.20
June	121.30	86.40	40,312.07	38,870.96	39,394.64
July	99.00	72.25	40,032.41	37,128.26	37,481.12
August	87.00	61.05	37,807.55	36,102.35	37,332.79
September	91.75	56.70	39,441.12	35,987.80	38,667.33
October	91.30	63.00	40,392.22	37,415.83	40,129.05
November	94.75	69.10	41,163.79	40,014.23	40,793.81
December	95.00	72.10	41,809.96	40,135.37	41,253.74
January-2020	110.90	73.65	42,273.87	40,476.55	40,723.49
February	103.00	71.65	41,709.30	38,219.97	38,297.29
March	78.15	38.00	39,083.17	25,638.90	29,468.49

- Registrar & Transfer Agents** : Adroit Corporate Services Pvt Ltd.
19/20 Jaferbhoy Industrial Estate, 1st Floor,
Makwana Road, Marol Naka, Andheri (East), Mumbai 400 059.
Email: adroits@vsnl.net

Distribution of shareholding as on March 31, 2020:

Category (Shares) Nominal values(Rs.)	No. of Shareholders	Percentage (%)	No. of Shares of Rs.5/each	Amount (Rs.)	Percentage (%)
UPTO – 5000	5250	89.71	990940	4954700	2.15
5001 – 10000	255	4.36	374768	1873840	0.81
10001 – 20000	157	2.68	443079	2215395	0.96
20001 – 30000	55	0.94	275237	1376185	0.60
30001 – 40000	26	0.44	180938	904690	0.39
40001 – 50000	22	0.38	202277	1011385	0.44
50001 – 100000	36	0.62	545381	2726905	1.19
100001 & Above	51	0.87	42987380	214936900	93.45
Total	5852	100.00	46000000	230000000	100.00

Dematerialization of Shares and Liquidity:

The status of Dematerialized/ Physical shares of the Company as on March 31, 2020 is as under:

Categories	Physical	Demat	Total (Category)	% age to the total	% in physical	% in Demat
Resident Individuals	143716	10459210	10602926	23.05	0.31	22.74
Non-Resident Individual	0	374686	374686	0.81	0	0.81
Corporate Bodies, Clearing Members, Corp. Bodies- Broker, Investor Education And Protection, Foreign Portfolio, Trust	189446	342998	532444	1.16	0.41	0.74
Mutual Fund/UTI	200	44	244	0.00	0.00	0.00
FI/Banks/NBFC	990	4264	5254	0.01	0.01	0.01
Promoter & Promoter group	0	34484446	34484446	74.97	0.00	74.97
Total	334352	45665648	46000000	100.00	0.73	99.27



Categories of Shareholders as on March 31, 2020 :

Sr.no	Category	Folios	%age	Shares	%age
1	Resident Individual	5660	96.72	10602926	23.05
2	Non Resident Indians (Individuals)	70	1.20	374686	0.81
3	Corporate Bodies(Promoter)	1	0.02	34482646	74.96
4	Corporate Bodies	87	1.49	405734	0.88
5	Mutual Funds	2	0.03	244	0.00
6	Banks	2	0.03	4454	0.01
7	Directors(Promoter)	6	0.10	1800	0.00
8	Trusts	2	0.03	6248	0.01
9	Clearing Member	19	0.32	12348	0.03
10	Corporate Body - Broker	1	0.02	50	0.00
11	Investor Education And Protection	1	0.02	108064	0.23
12	NBFCs	1	0.02	800	0.00
	Total	5852	100.00	46000000	100.00

Outstanding GDRs/ ADRs/ Warrants or any convertible instruments conversion date and likely impact on equity: Not Applicable.

Additional shareholder information:

Unclaimed dividend

Pursuant to Section 124 of the Companies Act, 2013, amounts lying unpaid or unclaimed in the Unpaid Dividend Account of the Company for a period of seven years from the date of transfer of the dividend amount to the Unpaid Dividend Account shall be transferred by the Company to the Investor Education and Protection Fund established by the Central Government.

During financial year 2019-20, the Company was required to transfer to the Investor Education and Protection Fund dividends declared in the Annual General Meeting held on September 28, 2012. Accordingly, the Company transferred an amount of Rs. 2,10,172/- (Rupees two lakhs ten thousand one hundred and seventy two only) to the Investor Education and Protection Fund.

The details of the unclaimed dividends along with the names and addresses of the shareholders were published on the website of the Company. Individual communication to each of the shareholders, who had not claimed the dividend continuously for the previous seven years was sent to their registered addresses. The said details were also uploaded on the website of the Ministry of Corporate Affairs.

The following table provides the dates of declaration of dividend and the corresponding date when unclaimed dividends are due to be transferred to the Central Government:

Financial year	Date of declaration of dividend	Last date for claiming unpaid dividend	Unclaimed amount as on March 31, 2020 (Rs.)	Due date for transfer to IEPF Fund
2012-13	September 20, 2013	October 19, 2020	2,39,535	November 17, 2020
2013-14	September 24, 2014	October 23, 2021	2,71,770	November 21, 2021
2014-15	August 28, 2015	September 26, 2022	3,30,966	October 25, 2022
2015-16	September 27, 2016	October 26, 2023	1,02,515	November 24, 2023
2016-17	September 20, 2017	October 19, 2024	2,02,736	November 17, 2024
2017-18	September 19, 2018	October 18, 2025	8,29,138	November 16, 2025
2018-19	September 26, 2019	October 25, 2026	1,64,377	November 23, 2026
TOTAL			21,41,037	

Members can claim the unpaid dividend from the Company before transfer to the Investor Education and Protection Fund. Members who have so far not encashed the dividend warrant(s) are requested to make their claim to the Secretarial Department at the Registered and Corporate Office of the Company or send an e-mail to shares@marathonnextgen.com

Summary of equity shares transfer in IEPF Account

Pursuant to the notification issued by Ministry of Corporate Affairs, Government of India, the Company has transferred the following equity shares to the designated demat account of the IEPF:

MODE	No. of Shareholders	No. of Equity Shares
CDSL	3	410
NSDL	5	308
PHYSICAL	376	107346
TOTAL	384	108064

Note:

Shareholders may note that the shares/dividend transferred to IEPF can be claimed by making an application to the Authority in Form IEPF 5 (to be filed online) at the following link <http://www.iepf.gov.in/IEPF/refund.html>

Address for correspondence:

The Shareholders may send their queries to the e-mail address, shares@marathonnextgen.com, proactively managed by the Company, under the Shareholders' / Investors' Grievance Committee at :

The Company Secretary,
Marathon Nextgen Realty Limited
8th Floor, Marathon Max,
Jn of Mulund Goregaon Link Road,
Mulund (W), Mumbai 400080.
Tel.:022 67728474

Registered Office :

The Company Secretary
Marathon Nextgen Realty Limited
Marathon FutureX,
N.M. Joshi Marg,
Lower Parel (West), Mumbai 400018.
Tel.: 022 24925869/ 24963547 Fax: 022 2496 3560
Email:shares@marathonnextgen.com
Website: <https://www.marathonnextgen.com/>

Corporate office address:

702, Marathon Max
Junction.ofMulund-Goregaon Link Rd.,
Mulund (W), Mumbai 400080
Ph. 022-67728484, Fax.:022-67728408

Registrar and Share Transfer Agents:

Adroit Corporate Services Private Limited,
UNIT: Marathon Nextgen Realty Ltd
19/20 Jaferbhoy Industrial Estate, 1st Floor,
Makwana Road, Marol Naka, Andheri (East), Mumbai 400 059
Tel.: 022 2859 4060/ 6060/ 4442 Fax: 022 2850 3748 e-mail: adroits@vsnl.net

10. Other Disclosures-**- Annual Secretarial Compliance Report:**

The Annual Secretarial Compliance report under Regulation 24A of SEBI(LODR) Regulations 2015 for the FY: 2019-20 in the prescribed format has been submitted to the Stock Exchanges and the copy of the same is published in this Annual Report.

- Related Party Transactions:

Related Party Transaction is defined under Regulation 2 (zc) of SEBI(LODR) Regulations -2015 as, "a transfer of resources ,services or obligations between a listed entity and a related party, regardless of whether a price is charged and a "transaction" with a related party shall be construed to include a single transaction or a group of transactions in a contract".

Transaction with a related party shall be considered material if the transaction/transactions to be entered into individually or taken together with previous transactions during the financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements.

There were no material transactions with related parties during the financial year ended on 31st March 2020 which are prejudicial to the interest of the Company and its shareholders

Also Transactions with related parties as per Accounting standard-Ind AS are disclosed in Note of the accounts in the Annual Report-2019-20.

- Details of **non compliance**, penalty, strictures imposed by BSE,NSE & SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

1. Under regulation 29(2)(Prior intimations) of SEBI(LODR) Regulations 2015, the Company on May 21,2019 had informed the Stock Exchanges about Board Meeting held on May 29,2019 .Our intimation to SEs stated, that the purpose of the Board meeting held on May 29,2019,inter-alia to consider the Audited Accounts for the FY: 2018-19.

However, the SE had informed us, that the prior specific intimation as required u/r 29(2) of SEBI(LODR) Regulations, for recommendation of Dividend was not given to them, hence committed "Non-Compliance wrt., to Reg 29(2) of the said regulations and a penalty was levied.

2. The SEs had, under regulation 17(1) of SEBI(LODR) Regulation informed us, that the Board Composition was not in-line with the said Regulation , hence committed "Non-Compliance wrt., to Reg 17(1) of the said regulations and a penalty was levied.

- Details of **vigil mechanism whistle blower** policy and affirmation that no personnel have been denied access to the Audit Committee: **Furnished.**

- weblink of availability of policy for determining the material subsidiaries and RPT policy: www.marathonnextgenrealty.com

- Details of compliance with mandatory requirements and adoption of non mandatory requirements: **Mandatory requirements as per the SEBI(LODR)Regulations-2015 are adhered with.**
- Web link of the Company regarding the Policy determining “material” subsidiaries: **www.Marathonnextgen.com**
- Web link of the Company regarding the Policy on RPTs: **www.Marathonnextgen.com**
- Disclosure of Commodity price risks and commodity hedging activities –**NONE and N/A**
- Utilization of funds raised through Pref. allotment or QIP as specified u/r 32(7A) of SEBI(LODR)Regulations-2015: No funds raising activity undertaken during the year under review
- A certificate from Mr.Nitin R Joshi, Company Secretary in Practice, stating that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the board/ministry of corporate affairs or any such statutory authority forms part of this report.
- All the recommendations of the Committees were accepted by the Board in total.
- The particulars of total fees for all services paid to the statutory auditor on a consolidated basis to M/S. Rajendra & Co., Chartered Accountants and all entities in the network firms/network entity of which the statutory auditor is a part,(firm registration no. 108355w):

(Amt. in Lakhs)

Particular	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Services as statutory auditors	13.59	10.50
(b) Tax audit	2.50	1.50
(c) Others matters - certification service	1.45	-
Total	17.53	12.00

No fees other than the Statutory Audit Fees paid to the Statutory Auditors of the Company

- **DISCLOSURE UNDER THE SEXUAL HARASSEMENT OF WOMEN AT WORK PLACE (PREVENTION ,PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place a Policy in line with the requirements of “The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013”. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year under review **No Complaints** were received.

- Number of complaints filed during the financial year-**None**
- Number of complaints disposed of during the financial year-**N/A**
- Number of complaints pending as on at the end of the financial year-**N/A**

11. Statutory Compliance, Penalties and Strictures:

The Company has complied with all the requirements of the Corporate Governance as per the Schedule -V (paragraphs 2 to10) of SEBI(LODR)Regulations 2015.

12. Adoption of discretionary requirements specified in Part E of Schedule II on Corporate Governance as per SEBI(LODR) Regulations 2015:

- A. The Board:The Chairman of the Board is executive Chairman and do not maintain a separate office,
- B. Shareholders Rights: A half yearly declaration of financial performance including summary of significant events to be sent to Shareholders: Yet to be initiated.
- C. Modified Opinion in Audit Report:Efforts are made to move towards unmodified audit opinion regime.
- D. Reporting of the Internal Auditor:The Internal Auditors are reporting directly to the Audit Committee of the Company.

13. Necessary disclosures have been made in this report regarding the compliance with Corporate Governance requirements specified in SEBI (LODR) Regulations 2015.

- The Management Discussion and Analysis Report forms part of this Annual Report.
- There were no presentations made to the institutional investors or analysts separately.

14. Reconciliation of Share Capital Audit:

As required Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018-the Quarterly “Reconciliation of Share Capital” Report pertaining for the financial year: 2019-20 were furnished to the BSE Ltd & NSE Ltd on the following dates:

Quarter ended on	Furnished on	
	BSE	NSE
June 30, 2019	19/07/2019	19/07/2019
September 30, 2019	22/10/2019	22/10/2019
December 31, 2019	10/01/2020	10/01/2020
March 31, 2020	14/04/2020	14/04/2020

CERTIFICATES

To
The Members of Marathon Nextgen Realty Ltd.

Sub: Declaration by the Managing Director under Schedule V (D) of SEBI (LODR) Regulations 2015.

I, Chetan R Shah, Managing Director of Marathon Nextgen Realty Ltd hereby declare that all members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year ended March 31, 2020.

Mumbai
Date: 29/06/2020

Chetan R. Shah
Managing Director

CERTIFICATE ON COMPLIANCE FROM THE PRACTICING COMPANY SECRETARY

Sub: Compliance Certificate under Schedule V (E) of SEBI (LODR) Regulations 2015.

Certificate of the Practicing Company Secretary has been obtained on the compliance of conditions of the Corporate Governance and the same forms part of this Directors Report.

For and on behalf of the Board of Directors

Mumbai
Date: 29/06/2020

Chetan R. Shah
Chariman & Managing Director

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Marathon Nextgen Realty Limited.
Mumbai.

We have examined the compliance of Corporate Governance by Marathon Nextgen Realty Limited ("the Company") for the year ended on March 31, 2020 as stipulated in the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the Stock Exchanges.

The Compliance of the Conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a view of procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the applicable regulations of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

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

Place : Mumbai
Date :29/6/2020

(NITIN R. JOSHI)
FCS : 3137 CP : 1884

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

[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,
Marathon Nextgen Realty Limited.
Marathon Futurex, Mafatal Mill Compound,
N.M. Joshi Marg, Lower Parel (W),
Mumbai 400 013.

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, and in the manner reported hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March, 31, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made under that Act;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder; to the extent applicable to Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**
- (vi) The Management has identified and confirmed the following laws as specifically applicable to the Company:
 - (a) The Real Estate (Regulation and Development) Act, 2016;
 - (b) The Maharashtra Ownership Flats (Regulation and Promotion of Construction, Sale, Management, Transfer) Act, 1963 and its Rules;
 - (c) The Maharashtra Apartment Ownership Act, 1970;
 - (d) Building & other construction Workers welfare cess Act, 1996;
 - (e) Development Control and Promotional Regulations as updated. (DCR)
 - (f) Maharashtra Regional Town Planning Act-1974;
 - (g) Environment (Protection) Act, 1996;
 - (h) Maharashtra State Goods and Services Tax Act, 2017 (GST)

I further report that for the compliance of Labour Laws and other General Laws, my examination and reporting is based on the documents, records as produced and shown to me and the information and explanation as provided to me, by the officers and management of the Company and to the best of my judgment and understanding of the applicability of the different enactments upon the Company, in my opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable General Laws and Labour Laws.

I further report that the Company has complied with the applicable clauses/regulations of the following:

- (a) Applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India;
- (b) The Equity Listing Agreement, to the extent applicable, entered in to by Company with National Stock Exchange of India Limited and BSE Limited; and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above except to the extent as mentioned below:

- (i) Whereas in terms of the provision of clause VII of schedule IV of Companies Act, 2013 and Regulation 25(3) of Listing Obligations and Disclosure Requirements, Meeting of Independent Directors (without attendance of non-independent directors and members of management) has not been held during the year under audit, hence performance review of the Chairperson, non-independent directors and Board as a whole could not take place.
- (ii) The company has filed with delay form no. CHG-1 (Charged created in favour of Life Insurance corporation of India, Kotak Mahindra Investment Limited and Bajaj Housing Finance Limited).
- (iii) Whereas under of Regulation 29(2) of SEBI (LODR) Regulations, 2015 the Company has not given prior specific intimation to stock exchange(s) for recommendation of dividend, hence penalty was levied.
- (iv) Whereas under Regulation 17(1) of SEBI (LODR) Regulations, 2015 the Board composition was not in-line with the said regulation for a period from 26/12 2019 to 13/2/2020, hence penalty was levied.
- (v) Key Managerial Personnel (KMP) holding similar position of another Company, which is inconsistent with the provision of Section 203 of the Companies Act, 2013.

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were to be sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

I further report that during the audit period;

- I. Petition for merger of Wholly Owned Subsidiary of the Company Marathon Nextgen Township Private Limited with itself was filed with NCLT on December 13, 2019. As directed by Hon'ble NCLT in its order dated 6th February 2020, the Company has sought approval from Shareholder through Postal Ballot.

The Company is in the process of filing a petition with Hon'ble NCLT to waive the holding of the physical Meeting (which was scheduled to be held on March 23, 2020 but could not be held due to the Covid-19 pandemic) and proceed on the basis of the results of the Postal Ballot where the shareholders have overwhelmingly voted in favour of the merger.

- II. The Company has as at March 31, 2020,

- (a) acquired 100 % of paid up equity capital of Terrapolis Asset Private Limited (TAPL) from Marathon Realty Private Limited (Holding Company). TAPL is currently developing commercial project in Mulund known as "Millennium"
- (b) acquired 24% of the paid up equity capital of Sanvo Resorts Private Limited (SRPL), its step down subsidiary from Marathon Realty Private Limited (Holding Company). Marathon Nextgen Township Private Limited a Wholly Owned subsidiary of the Company owns 67% of the paid up equity share capital of SRPL.

(NITIN R. JOSHI)

Practicing Company Secretary
FCS No. 3137., CP No. 1884

Date : 26/08/2020
Place: Mumbai

Note: 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,
Marathon Nextgen Realty Limited.
Marathon Futurex, Mafatlal Mill Compound,
N.M. Joshi Marg, Lower Parel (W),
Mumbai - 400 013.

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 an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes 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.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date : 26/08/2020
Place: Mumbai

(NITIN R. JOSHI)
Practicing Company Secretary
FCS No. 3137., CP No. 1884

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

*(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,
The Members of
MARATHON NEXTGEN REALTY LIMITED
Marathon Futurex N. M. Joshi Marg, Lower Parel,
Mumbai-400 013.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of MARATHON NEXTGEN REALTY LIMITED having CIN L65990MH1978PLC020080 and having registered office at Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai-400 013 (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	MAYUR RAMNIKLAL SHAH	00135504	31/03/2003
2	SUNDARAM RAMAMURTHI	00135602	01/05/2008
3	CHETAN RAMNIKLAL SHAH	00135296	01/07/2010
4	SHAILAJA CHETAN SHAH	00215042	25/03/2015
5	ANUP PRAVIN SHAH	00293207	28/08/2015
6	DEEPAK RAMESHCHANDRA SHAH	06954206	09/02/2017
7	ATUL JAYANTILAL MEHTA	08697102	13/02/2020
8	PARUL ABHOY SHAH	02899386	13/02/2020

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

Date : 20/06/2020
Place: Mumbai

(NITIN R. JOSHI)
Practicing Company Secretary
FCS No. 3137., CP No. 1884

BUSINESS RESPONSIBILITY REPORT

Policy framework on Business Responsibility Report

Introduction:

The business environment has acknowledged the importance of sustainability time and again. Organization across the globe recognize the need to engage with stakeholders to continually improve the quality of their business performance. On these lines, Regulation 34 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("LODR") requires the top 1000 listed Companies to submit as a part of their Annual Report, a Business Responsibility Report describing the initiatives taken by them from an environment, social and governance perspective, in the format given under the LODR. This becomes a channel for Marathon Nextgen Realty Limited to communicate its commitment towards sustainability while undertaking projects.

Over the past five decades Marathon Group delivered top class architectural marvels to its Customers and its cutting edge technological fete applied in its construction activities are its USP.

The Group while undertaking its business activities give priority to sustainability impactness.

Towards that end this BRR is presented.

The Business Responsibility Report ("BRR") emphasize on disclosures related to 9-principles developed by the Ministry of Corporate Affairs as "National Voluntary Guidelines". For business leaders and managers entrusted with the task of deploying the principles of Responsible Business, it is worthwhile to understand that business boundaries today extend well beyond the traditional production facility and all the way across the value chain. Businesses are therefore encouraged to ensure that not only do they follow the guidelines for areas directly within their immediate control or within their sphere of influence, but that they encourage and support their vendors, partners and other collaborators across their value chains to follow the Guidelines as well.

BRR – Policy Framework

The Business Responsibility Report of the Company follows the 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business' as notified by Ministry of Corporate Affairs (MCA), Government of India. This Report is in line with Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations of 2015 (SEBI LODR) covering topics across environment, governance and stakeholders Relationships and are made applicable to the Company effective from FY: 2019-2020 as it falls within the 1000 listed entities.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1	Corporate Identity Number (CIN) of the Company	L65990MH1978PLC020080
2	Name of the Company	Marathon Nextgen Realty Limited
3	Registered address	Marathon FutureX N. M. Joshi Marg, Lower Parel Mumbai 400013
4	Website	http://www.marathonnextgen.com/
5	E-mail id	shares@marathonnextgen.com
6	Financial Year reported	April 2019- March 2020
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	Real Estate Development
8	List three key products/services that the Company manufactures/provides (as in balance sheet)	Construction of residential apartments; leasing of office & retail spaces;
9	Total number of locations where business activity is undertaken by the Company	Two
	(a) Number of International Locations (Provide details of major 5)	NIL
	(b) Number of National Locations	One
10	Markets served by the Company – Local/State/National/International	Local

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1	Paid up Capital (INR)	Rs. 2,300.00 Lakhs
2	Total Turnover (INR)	Rs. 10003.45 Lakhs
3	Total profit after taxes (INR)	Rs. 3,440.49 Lakhs
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	Rs. 127.00 Lakhs
5	List of activities in which expenditure in 4 above has been incurred:-	
	(a) Trust for development of the School Project	
	(b) Promotion of education and skill development	

SECTION C: OTHER DETAILS

- Does the Company have any Subsidiary Company/ Companies?
Yes, the Company has 3 subsidiaries as on March 31, 2020.
- Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)
The Company actively involves all subsidiaries in its BR initiatives wherever possible. Particularly those involving in promoting Corporate Social Responsibility (CSR) activities.
Most of these initiatives that are taken up by our subsidiaries and are in sync with Company's initiatives, however, because of the nature of their business, they additionally engage into and undertake certain initiatives independently as well.
- Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]
No, other entities do not participate in the BR initiatives of the Company.

SECTION D: BR INFORMATION

- Details of Director/Directors responsible for BR
 - Details of the Director/Director responsible for implementation of the BR policy/policies
 - Name : **Mr. S. Ramamurthi**
 - DIN : **00135602**
 - Designation : **Whole Time Director and CFO**

- Details of the BR head

No.	Particulars	Details
1	DIN	00135602
2	Name	Mr. S. Ramamurthi
3	Designation	Whole Time Director and CFO
4	Telephone Number	+91-22-6724 8484
5	Email ID	s.ramamurthi@marathonrealty.com

- Principle-wise (as per NVGs) BR Policy/policies
The details of the Principles are appearing in Section E of this report:
 - Details of compliance (Reply in Y/N)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/ policies for....	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y*
4	Has the policy being approved by the Board?Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	Y+	Y+	Y+	Y+	Y+	Y+	Y+	Y+	Y+
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the company have in-house structure to implement the policy/ policies.	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

(*) *The policies have been developed on the lines of the 'National Voluntary Guidelines on Social, Environment, and Economic responsibilities of businesses' established by the Ministry of Corporate Affairs, Government of India in 2011.*

(+) *The policies are available for viewing on: <http://www.marathonnextgen.com/>*

- (b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the Principles	Not Applicable								
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

3. Governance related to BR

- (a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year

Since this is the first instance the BR is presented, the Board of Directors would devise methods to assess BR related performance of the Company, either bi-annually or annually

- (b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

This is the first Business Responsibility Report of the Company, published as a part of the annual report. The annual report is available on the website of the Company <http://www.marathonnextgen.com/>

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1 : Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

No, the Company policy relating to ethics, bribery and corruption covers all its employees and business associates. The codes provide guidance to pursue highest standards of ethical conduct and foster a culture of honesty and accountability and further avoiding conflicts of interest and advancing and protecting the company's interest independent of outside influences. Our Code of Business Ethics and Supplier Code of Conduct lays the expectation of the organization from the ethical values.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

During the year, the Company has not received any complaints related to unethical practices across all its operations. We have laid down a structured process for reporting on any complaints related to violation of Code of the Company

Principle 2 : Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

Our commitment to responsible business also covers actions towards reducing our environmental impact. Our projects have been assessed on seven key focus areas including Sustainable Sites, Water Efficiency, Energy and Atmosphere, Materials and Resources, Indoor Environmental Quality, Innovation in Design and Regional Priority.

Some of the features that render resource efficiency and sustainability of our projects include:

- Landscaping, water treatment systems ;
- fittings designed to reduce water consumption;
- On-sight waste management system to reduce landfilling

In this BRR, we have compiled a few more initiatives that we have been deploying across our projects over the past years. These include:

- (A) Water Efficient CP Fittings;
- (B) Sustainable HVAC systems;
- (C) Sewage Treatment and Rainwater Harvesting.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

(a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

(A) Water Efficient CP Fittings

Water use efficiency has always been a priority for MNRL. We have discussed with our vendors about availability of products that are water efficient, to be installed in all bathrooms of our projects.

(B) Sustainable HVAC systems

We have endeavored to design our HVAC systems to provide comfort and ample amount of fresh air accompanied with CO2 reduction. We provide treated fresh air through centralized water-cooled chillers and VRF system to provide maximum energy saving.

(C) Sewage Treatment and Rainwater Harvesting

One of the initiatives that has been replicated across all locations is the installation of sewage treatment plants, to maximize reuse and recycling of waste water. This is treated and reused for gardening, mass cleaning and flushing purposes. We have also provided rainwater storage systems and its RO treatment for reuse and minimize the use of fresh water. We use ground water recharge pits to replenish the underground natural water storage.

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

All our efforts towards minimizing our environmental and social footprint ultimately benefit our own bottom line and our customers at large. On account of our building design, energy efficient equipment and fixtures and usage of solar panels, we have been able to achieve energy savings of around 20-22% in our projects along with almost 50% reduction in potable water consumption.

3. Does the company have procedures in place for sustainable sourcing (including transportation)?

(a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

Yes. Every site requirement being different from the other, sourcing largely depends on the project requirement, however, wherever feasible, we source materials from local suppliers. The manufacturers/suppliers from whom we source materials are reputed domestic manufacturers who take adequate measures to source materials sustainably. As a part of sustainable sourcing, we also try to minimize the dependency on external water sources through concentrated efforts on ground water replenishment by rain water harvesting and planned borewell digging.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

(a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Yes, we believe in encouraging local enterprises which not only builds their capabilities but also helps us overcome problems that may arise due to logistics. Thus, we source materials from local vendors wherever possible and feasible. MNRL not only encourages local suppliers but also ensures that our value chain partners adhere to the core principles and standards set by us. We take proactive initiatives to assist them in maintaining high standards of quality, safety, ethical practices and conduct various capability building workshops. Some of our actions are listed below:

Audits:

To ensure that all our business partners follow safe working practices, we conduct periodic audits for our suppliers and vendors which are based on the following parameters but are not limited to:

- **Entry level screening for physical fitness**
- **Use of safety signage.**
- **Compliance with all statutory laws and internal procedures.**

Medical camps:

MNRL also arranges medical camps for the outsourced support staff working at various sites. Check-ups are done by medical specialists for various parameters like body mass index, blood pressure and eye-sight testing.

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Yes. Our waste management initiatives are multi-faceted based on opportunities presented at site locations, office premises . We minimise the waste generated out of our activities through various initiatives as listed below:

- **Sewage Treatment and Rainwater Harvesting**

One of the initiatives that has been replicated across all locations is the installation of sewage treatment plants, to maximize reuse and recycling of waste water. This is treated and reused for gardening, mass cleaning and flushing purposes. We have also provided rainwater storage systems and its RO treatment for reuse and minimize the use of fresh water. We use ground water recharge pits to replenish the underground natural water storage.

- **Organic Waste Converters**

Organic waste converters have been installed to convert wet and garden waste into manure. This manure is further used for gardening as well as maintaining the green belt in and around our projects.

Principle 3 : Businesses should promote the wellbeing of all employees

1. Please indicate the Total number of employees-**78**
2. Please indicate the Total number of employees hired on temporary/contractual/casual basis.-**No employees on temporary/contractual/casual basis**
3. Please indicate the Number of permanent women employees.-**14**
4. Please indicate the Number of permanent employees with disabilities- **No**
5. Do you have an employee association that is recognized by management.-**No**
6. What percentage of your permanent employees is members of this recognized employee association? -**No**
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child labour/forced labour/involuntary labour	No	No
2	Sexual harassment	No	No
3	Discriminatory employment	No	No

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?
 - (a) Permanent Employees: **Safety training to all employees and on job training is provided for skill upgradation**
 - (b) Permanent Women Employees: **Safety training to all women employees and on job training is provided for skill upgradation to all women employees**
 - (c) Casual/Temporary/Contractual Employees: **NA**
 - (d) Employees with Disabilities: **NA**

Principle 4 : Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

1. Has the company mapped its internal and external stakeholders? Yes/No
Yes, Company has identified and mapped all its key internal and external stakeholders such as Employees, Suppliers, Vendors, Customers, Communities, Investors and Government Regulators.
2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.
Yes, Company in collaboration with external agency undertakes various initiatives for the disadvantaged, vulnerable and marginalized stakeholders. We also support various programs for children and other communities in regards to educational and healthcare requirements in and around our Project sites.
3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.
Yes, the Company engages with the disadvantaged, vulnerable and marginalized stakeholders on a regular basis. We try to focus on fulfilling the basic needs of the beneficiary and some of our project are Mid-day meal, providing the stationary to the underprivileged students, vocational trainings for the differently abled people and etc. vocational training, creating infrastructure for educational institutes.
Our endeavor towards Healthcare has supported many underprivileged people with medical assistance. On a regular basis, we engage with our stakeholders to undergo need assessment and seek improvement areas to develop the way forward

Principle 5 : Businesses should respect and promote human rights

1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?
Yes, we ensure human right practices are ensured at all levels while doing the business. The Company's supplier code of conduct lays standards and guidelines for suppliers, vendors and other business associates to ensure protection of human right while they do business.
2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?
We have not received any complaints in the past financial year. We have stringent mechanisms to monitor human right violations, company's policy like Whistle-Blower and Prevention of Sexual Harassment provides a channel to stakeholders to communicate any human right violation. We strives to provide a safe and worry-free environment to all employees and business associates

Principle 6 : Business should respect, protect, and make efforts to restore the environment

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.
Yes, the Company has an Environment policy which is applicable to its employees, suppliers, business associates and other relevant stakeholders, we encourage our value chain partners to adopt our Environment Management Systems.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

At Marathon Nextgen Realty limited, we believe that every step counts. Hence, we have a host of initiatives which, put together, contribute immensely in reducing our environmental footprint. A few such initiatives are listed below:

- **All our projects endeavor to achieve zero waste, carbon neutrality and positive water balance along with reduction in specific energy consumption, to have a minimal impact on the available resources in our surroundings.**
- **All the projects of the Company developed in the recent past have Sewage Treatment Plants installed. We use eco-friendly fertilizers/ organic manure in the gardening and cleansing products in house-keeping activities at our offices/ sites.**
- **Rain water is harvested by using surface runoff from the site to replenish the underground water table.**

3. Does the company identify and assess potential environmental risks? Y/N

The Company has a mechanism to identify and assess potential environmental risks across all our locations. We have a disaster management plan for all our projects which covers potential environmental risks and an action plan to mitigate the risk

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

No. We do not have any projects related Clean Development Mechanism (CDM).

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

We have adopted several technological innovations and interventions in our designs to optimize energy and resource efficiency. These initiatives are as follows:

- **Installation of Sewage Treatment Plant for all commercial buildings.**
- **Installation of solar roof top PV panels and solar based indoor common area lighting systems.**
- **Plantation of native trees in projects, consume less water and reduce the microclimatic temperatures while providing feeding and breeding grounds for local fauna, have helped to conserve existing ecosystems.**
- **Tree transplantation of fully growth trees instead of cutting trees at project sites, with a high survival rate has enabled us to preserve the environment to provide cleaner air and cooler climates.**

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes. All the emissions generated as a result of our business activities are within the limits prescribed by the State Pollution Control Board (SPCB) and Central Pollution Control Board (CPCB)

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

We do not have any pending show cause notices from CPCB or SPCB as on 31st March, 2020

Principle 7 : Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

Yes, we are associated with various trade bodies, few important ones are:

- a) **Maharashtra Chamber of Housing Industry - Confederation of Real Estate Developers' Associations of India (MCHI-CREDAI)**
- b) **Confederation of Indian Industry (CII)**
- c) **Federation of Indian Chamber of Commerce and Industry (FICCI)**

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

NO.

Principle 8 : Businesses should support inclusive growth and equitable development

1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

MNRL is involved in various CSR interventions and some of our key contributions are mentioned below:

- (a) **Trust for development of the School Project**
- (b) **Promotion of education and skill development**

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

All our CSR interventions are conducted by our in-house teams for better and stricter control over the complete process. MNRL also partners with external agencies as and when required for some of our key interventions.

3. Have you done any impact assessment of your initiative?

To ensure that we create a meaningful impact in our social milieu, we conduct impact an assessment of all our CSR interventions. Even in the current scenario, as we contribute towards the maintenance of green environment, we aim at improving air quality and promoting the environment. Also, our contribution to R.Z. Shah Trust Leadership Institute aims to provide high quality educational opportunities for India's brightest Children's, no matter their class, caste, colour or creed.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.

Sr. No.	Particulars	Amount
1.	Trust for development of the School Project	Rs. 1.27 Crore

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

During the year under review, the Company has contributed an amount towards the development of a building for an educational institution which is aligned with the CSR policy of the Company

Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.

There were No cases against the Company, filed by customers of MNRL and its subsidiaries.

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. / Remarks(additional information)

Unlike the manufacturing industry, there are no labelling requirements for the products generated by the Company. However, in the context of our Real Estate Development activities, Government of India has enacted the Real Estate (Regulation and Development) Act 2016 (RERA) on March 26, 2016 effective from May 1, 2017. As per the RERA Act, complete information about the project is displayed on the MahaRera website with ongoing quarterly updates about the project progress

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

NIL.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

Customer satisfaction is our ultimate goal which enables us to better our range of offerings. MNRL has a structured mechanism in place to collect feedback from our customers who visit our sales offices. For all our residential projects, we conduct inspections prior to handing over the property which has helped us to enhance our customer experience. For our commercial customers, we carry out customer satisfaction surveys on a regular basis.

MANAGEMENT DISCUSSION & ANALYSIS REPORT-FY 2019-20

The Management of the Company is pleased to present this report covering the activities of the Company during the year ended on 31st March 2020.

MANAGEMENT OUTLOOK OF MACRO ECONOMY AND INDUSTRY

I. Indian Economy-

The Indian economy is passing through a tough phase with declining growth rates. India witnessed a dismal 5.1% GDP growth during first 3 quarters of FY 19-20 against 6.3% in the same period of FY18-19. According to ADB, April 20 forecast the Indian economy would contract by 4% in FY 2020-21 and will rebound to 5% growth in 2021-22. Overall the Indian economy is expected to witness a growth rate of around 4% for the year 2020-21 which shall be the lowest witnessed since the Global financial crisis in 2008-09. This is largely because of continuing lockdown on various sectors and particularly poor showing by manufacturing, construction and mining sectors.

On a positive note, India posted a trade surplus of \$790 million in June, 2020 its first in over 18 years, with imports plunging as the coronavirus pandemic hit domestic demand for crude oil, gold and other industrial products, government data showed. Merchandise imports contracted 47.59% in June to \$21.11 billion from a year ago, while exports fell 12.41% to \$21.91 billion, leading to a marginal trade surplus.

The Government undertook unique measure of rationalizing income tax rates to boost fresh investments by corporates in the country. This measure is yet to yield its results. RBI on its part also undertook much needed measures of rationalizing its policy rates and increased the liquidity in the banking system. However, this did not lead to meaningful contraction of interest rates for majority of borrowers.

On the external front, the INR which remained mostly stable during most part of the year on the back of strong FDI flows and declining crude oil prices, weakened towards close of the year due to impact of COVID-19 virus.

The lockdown imposed in the country as a result of COVID-19 virus has had an unprecedented impact on the entire economy of the country. The month of April 20 was virtually a complete standstill. There is uncertainty as to how long the impact of lockdown is expected to continue and when one can witness normalcy returning to the economy. – Why April only ??

The outlook for the economy in the near term is not encouraging. However, in past also, Indian economy showed strong recovery in the face of global financial crisis. With our robust and large consumer base, expected fiscal stimulus from the Government and timely interventions from RBI, India will soon be on rapid recovery path. We, therefore, believe that in the medium to long term the Indian economy will emerge stronger from this crisis.

Global Economy:

Macroeconomic Overview:

Financial year 2019-20 was exciting, challenging and turned volatile towards the end of 4th quarter. While major economies slowed down with US-China trade strains, the Middle East geopolitical turmoil followed by plummeting crude oil prices, the world witnessed a fresh health challenge in the form of COVID-19 virus. This brought the entire world to a grinding halt, sending both demand and supply side shock waves apart from its unprecedented health implications. Major research houses and analysts are of the opinion that global economies are headed for a significant shift in economic activities resulting in considerable loss to GDP's growth. India being a developing nation is heavily influenced by activities around the globe. A GDP contraction estimate ranging from 5 to 10 per cent during the FY 2020-21 will leave a permanent mark on the performance of an emerging economy like ours.

Fiscal 2021 will determine the endurance and way forward for all the sectors across the globe. Nations are spending about 10 per cent of their GDP for handholding ailing industries and related support infrastructure impacted by demand-supply constraints witnessed due to this unprecedented health hazard. However, gradual opening up of economic activities in a phased manner is expected to show a positive impact and businesses should be able to shoulder and ease the stress on their operational and financial performances.

In the immediate aftermath, enterprises are expected to downscale current investments, defer planned initiatives, cut costs and conserve cash.

Economic shocks due to external factors-

The COVID-19 virus has shattered the world economy. The industry in general will have to brace itself for the economic shocks of such nature. The Companies will have to prepare contingency plans such as work from home, enhanced safety measures, strategies for continuity of business and rapid restoration of operations. Company has taken the risks of such external shocks into its business strategy and have taken necessary steps in terms of devising plans for mitigating such risk.

Economic outlook:

The Govt of India undertook unique way of rationalizing the tax rates to boost the fresh investments in the country. This measure is yet to yield the results. **RBI also on its part has announced certain relief measures to relieve the borrowers from payments of installments by allowing moratoriums upto 6 months on the instalment payments to the financial lenders.**

For the India economy there are two major engines of growth viz., Consumption and Investment. Exports are not really our forte and can supplement though never lead growth. Government spending, though important, can be inflationary. Therefore the importance of consumption has to be underlined. In fact the demographics of the country indicate that there is potential for people to move up the income chain thus leading to enhanced consumption. As long as there is upward mobility the pace of consumption will continue. The declaration in consumption growth over the last five years is a result of lack of jobs, rural distress and growing inequality.

Therefore, the consumption led growth story will be gradual and circular with higher growth leading to more employment and income which spurs consumption which in turn fosters growth.

Yet for India, which has made a mantra of strategic autonomy will have to manage a much more tricky international situation. There may of course, be benefits to be garnered; Markets may be opened to Indian exports to a larger extent.

SECTORAL (REAL ESTATE) REVIEW:

In the Union Budget for fiscal year 2020-21, the Finance Minister of India laid down the foundation for increasing consumption while ensuring that the government's investment is deployed to build infrastructure leading to a USD 5 trillion economy by Fiscal 2024-25. Further, the Government of India announced a series of measures for supporting all sections of society with a view to cushioning the impact and threats posed by the COVID-19 pandemic.

Construction, being the second largest employment generator after agriculture, has seen a lot of structural reforms over the last decade. The government has been responding positively to the concerns and demands of the industry. This is evident in the relief measures announced which include those for the sector as well. These have facilitated organized players in the listed space to consolidate and improve their performance parameters in the years to come.

The challenges faced by the real estate sector during these troubled times have been efficiently handled by industry leaders in an appropriate and timely manner. The way forward for the industry is aligning its activities to a changing environment. Use of technology, optimum utilization of available digital tools and platforms and innovation and designing of custom made tools should cater to the changing needs and challenges thrown up by the unforeseen circumstances like what we are witnessing today.

Despite of string of buyer friendly factors in the last few years failed to boost the real estate sector.

Increase in tax deduction limit against home loan interest, implementation of Real Estate (Regulation and Development) Act, 2016 and demonetization, among other factors, had little effect on the sales figures. To top up, the continuing lockdown situation due to the pandemic Covid-19 has pulled down the sector to the embryotic stage of progression.

If the lockdown prolongs, it would adversely hit cash flows of developers. This could then make real estate one of the worst-affected sectors from a credit rating perspective. The impact is expected to be so severe that credit rating agencies are starting to worry about defaults in the sector.

During these testing times the Developers are seeking relief from the Govt for rationalization of loan installments with certain Interest waivers, reduction of housing loan interest to the home buyers and certain additional tax sops to boost the consumption levels, thus buying sentiments.

MUMBAI REAL ESTATE:

Most Mumbai builders are struggling and sitting on huge inventories, but the property prices still haven't fallen the way they did in the year 1997. The new launches outpaced sales in the year, leading to an increase in unsold inventory.

High taxes and premiums have squeezed developers as the vicious structure of the cost has eaten up the margins. BMC premiums are so prohibitive that they now equate to almost 50% of the project cost in smaller plots. Mhada lay outs get higher FSI and so does SRA. The cost of premiums in these schemes are almost 30-40% cheaper.

Some developers are not considering exploiting the full potential of the FSI in their projects, since arbitrage gains don't prevail any more.

This is considered to be a biggest change in the landscape of real estate in Mumbai, where developer did not part with a single inch of unconsumed FSI.

There has been an over eight times increase in finance/interest cost of the project since 2005.

Development Control and Promotion Regulations -2034:

The recently unveiled Mumbai Development Plan (DP) 2034 speaks about creating 1 million affordable houses and 8 million jobs in the city of Mumbai. The DP envisages creating of theatres, museums, parks, play grounds, theme gardens, old age homes and shelters for homeless. However the effectiveness of the DP remains to be seen as the execution is always the crux of the issue.

The DP talks of utilizing slat pan lands for affordable housing. According to the plan, out of 3,355 hectares in no-development zone, BMC has earmarked 2,100 hectares as well as 330 hectares of salt pan lands for affordable housing provided the environment activists allow the smooth transition. To create more jobs, the DP has given incentives for commercial structures to have extra FSI. Residential further the housing sector will be given extra FSI subject to road width. Data centres have been encouraged to set up more centers. The DP has also designated 12,859 hectares as natural spaces, a new category where no new construction will be allowed.

THE MARATHON GROUP

The Marathon Group has been in the real estate sector for over five decades. It has successfully weathered many a storm and have consolidated their position in the Mumbai /MMR region Real Estate Sector. The Group offers a wide spectrum of products ranging from affordable housing to state of the art uber luxury homes using state of the art cutting edge technology.

The group has earned tremendous laurels in the commercial sector, its offerings have been sought after and the who's who of Industry have their offices in these structures.

Marathon Nextgen Realty Ltd (MNRL) has completed its Nextgen Projects "Era", the residential tower and "Innova", the commercial project. Innova was recognized as a private technology park.

It has been a challenging year for the Indian economy with a sharp slowdown in economic growth even before this unprecedented economic hit from the pandemic. While the start of FY21 could be muted, we expect that our brand, our balance sheet, our geographic spread and our project portfolio will enable us to deliver sustained growth in the years ahead.

Currently the company is engaged in the rehabilitation of a large swathe of land in Bhandup. It is actively involved in a Joint Venture where it is constructing luxury apartments in South Mumbai. In Lower Parel, it is constructing as state of the art commercial structure.

CHALLENGES:

Disruption and Uncertainty in Business due to Covid-19 pandemic:

The Company's operations might be adversely impacted due to incapacitation of sections of the construction workforce due to exposure to the pandemic, reduced productivity due to employee stress and impact on emotional wellbeing while under local lockdowns or quarantines, inability to provide work from home access to some employees due to logistical or security or contractual reasons, and suppliers' inability to service our Projects. These could impact revenue growth and lead to contraction of cash flows and delays in deliveries.

While the management of your Company is resilient and confident of creating and exploiting the opportunities, it also finds the following challenges: ?

- Unanticipated delays in Project approvals
- Availability of trained labour force
- Availability of Land
- Increased cost of man power
- Rising cost of Construction
- Over regulated environment

COMPANY STRENGTHS:

Your Company continues to capitalize on the market opportunities by leveraging its key strengths. These include:

1. **Brand Reputation:** Enjoys higher recall and influences the buying decision of the customer. Strong customer connects further results in higher premium realizations.
2. **Execution:** Possesses a successful track record of quality execution of projects with contemporary architecture.
3. **Significant leveraging opportunity:** Follows conservative debt practice coupled with enough cash balance which provides a significant leveraging opportunity for further expansions.
4. **Outsourcing:** Operates an outsourcing model of appointing some of renowned architects / contractors that allows scalability and emphasizes contemporary design and quality construction – a key factor of success.
5. **Transparency:** Follows a strong culture of corporate governance and ensures transparency and high levels of business ethics.

HUMAN RESOURCES:**Employee Engagement and Talent:**

It is the people that make an organisation. With human resources department being the custodian of all people related processes, it becomes the critical success factor in organisational success. The HR works with an objective of aligning the aspirational needs of the people with the organizational objectives of sustained growth, market leadership and cost competitiveness. Its sole aim is to build **“Marathon Group”** as an exemplary organisation that inspires excellence every day.

Having a great brand and great people have always been our asset. We can achieve sustainable, profitable growth only when we engage and empower employees to the best they can be. Our constant endeavour is to work towards making an organization that is simple, diverse and agile which will move fast and innovate better.

Our employees are customer-centric as well as future ready and are able to compete in a fast-changing world characterized by digitisation and increased competition. Our employees are empowered to act like entrepreneurs and business owners. We have been the ‘Employer of Choice’ in our industry for many years. We have created an environment where our people get significant responsibilities early in their careers.

We consider people as our biggest assets and we have put concerted efforts in talent management practices and in learning and training initiatives to ensure that we consistently develop an inspiring, strong and credible leadership. We ensure that young talent is nurtured and mentored on a regular basis, that rewards and recognition are commensurate with their performance and that employees have an opportunity to develop and grow. We have an organizational structure that is agile and focused on delivering business results. With regular communication and sustained efforts, we ensure that we align our employees with Marathon Group overall objectives.

We strongly believe in fostering a culture of trust and mutual respect in all our employees and ensuring that they understand and follow our values and principles. We have been able to operate efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all areas and efficient utilization of our resources for sustainable and profitable growth.

Training and Development

Training and developing employees is a must for any organization to be successful. This can be done through ensuring that the employee’s skills, abilities and knowledge are constantly updated both to meet world standards and also to satisfy discerning and demanding customer’s needs. Training also helps employees move up in their career path.

This training as it helps it to plan succession roles, address the challenges of changing technologies and opens up the possibilities of widening the scope of the work that it does. At Marathon, the organisational training and development plan includes in-house and external workshops/seminars as per need.

The training provided to employees has resulted in boosting our productivity, increasing employee satisfaction, fostering an organizational learning culture, creating a safe working environment and the upgradation and updation of the technology that we use. It has also led to improvements in leadership and management skills and quality, higher productivity and the resultant optimum ROI.

Sales volume:

The volume of bookings depends on the ability to design projects that will meet customer preferences, getting various approvals in time, general market factors, project launch and customer trust in entering into sale agreements well in advance of receiving possession of the projects. Your Company sells its projects in phases from the time it launches the project, based on the type and scale of the project and depending on market conditions.

Execution:

Execution depends on several factors which include labour availability, raw material prices, receipt of approvals and regulatory clearances, access to utilities such as electricity and water, weather conditions and the absence of contingencies such as litigation. Your Company manages the adversities with cautious approach, meticulous planning and by engaging established and reputed contractors. As your Company imports various materials, at times execution is also dependent upon timely shipment and clearance of the material.

Rental realizations:

The rental realizations on the space leased depends upon the project location, design, tenant mix, prevailing economic conditions and competition. Your Company has set up its retail property in prime location and maintains a fresh ambience resulting in crowd pull and attracting major corporate houses. As far as the office space rentals are concerned, the same depends on demand and supply, general economic conditions, business confidence and competition.

Land / Development rights, costs and availability:

The cost of land forms a substantial part of the project cost, particularly in Mumbai. It includes amounts paid for freehold rights, leasehold rights, fungible FSI, construction cost of area given to landlords in consideration for development rights, registration and stamp duty. Your Company acquires land / land development rights from the government and private parties. It ensures that the consideration paid for the land is as per the prevailing market conditions, reasonable and market timed. Your Company also enters into MOUs and makes advances for the land / land development rights prior to entering into definitive agreements. The ensuing negotiations may result in either a transaction for the acquisition of the land / land development rights/revenue sharing or the Company getting a refund of the moneys advanced.

Financing costs:

The acquisition of land and development rights needs substantial capital outflow. Inadequate funding resources and high interest costs may impact regular business and operations. Your Company has always tried to build sufficient reserves resulting out of operating cash flows to take advantage of any land acquisition or development opportunity. Availability of right type of land for development (including Slum Redevelopment) is a major issue. Apart from the increase in land prices, inputs costs have also been increasing. Higher interest cost would dent margins and may have a direct effect on the customers' cash flow as well. Increase in end product prices coupled with tight liquidity may impact demand. The Company has a Risk Management Policy, which is being periodically reviewed.

a. Internal control systems and their adequacy

The internal control is supplemented by an internal audit and are reviewed by the management. Documented policies and guidelines and procedures are in place. The internal auditor covers all activities of the Company. The internal control system is designed to ensure that every aspect of the Company's activity is properly monitored. Despite the satisfactory functioning of the control systems the Company is reviewing the same and may even go for external consultants to critically examine the existing systems and suggest changes if any to make them more contemporary in case the need arise

b. Operational Performance:

Particulars	Year ended March 31, 2020 (in lacs)	Year ended March 31, 2019 (in lacs)
Total Income	10003.45	9170.86
Profit / (Loss) before Depreciation, interest and Taxation	7202.91	6302.92
Less: Depreciation	455.74	179.72
Less: Interest/Fin.Cost	2866.34	2115.14
Profit before Taxation	3880.83	4008.05
Less/ (Add) Tax Expenses	440.34	583.84
Profit / (Loss) after tax after adjustment	3440.49	3424.22
Add/(less): Other Comprehensive income/(loss)	(11.69)	(6.28)
Total Comprehensive Income	3428.80	3417.94
Earnings per share basic and diluted-(in Rs.)	7.48	7.44

c. Material developments in Human Resources/Industrial Relations front, including the no. of people employed:

The Company has harmonious relations with employees and there is close interaction between the management and employees to facilitate smooth functioning of your Company. The Company facilitates consistent improvement in performance, productivity and effectiveness by setting targets through an interactive process. Human resources are being recognized as one of the critical areas to the success of our organization. They are subject to constant training to augment their skills to effectively carry out their assignment.

The present strength of Human Resources on the roll of the Company is 78 in numbers.

Details of significant changes (i.e change 25% or more as compared to the immediately previous financial year) in key financial ratios, alongwith detailed explanation therefor including :

Significant Changes in Key Financial Ratios :	Formula	
(i) Debtors T/over:	Net Credit sales / Average Account Receivable	NA
(ii) Inventory T/over:	Sales / Avg Inventory	0.04
(iii) Interest Coverage Ratio:	Interest expenses/ EBIT	0.42
(iv) Current Ratio:	Current Assets/ Current Liabilities	2.15
(v) Debt equity Ratio:	Debt/ Equity	0.47
(vi) Operating Profit margin(%):	Operating profit/ Operating Revenue	24.66
(vii) Net profit Margin(%):	Net Profit / Turnover	34.39

Disclosure of Accounting Treatment:

In preparation of these financial statements, the Company has followed the prescribed Accounting Standards and no different treatment had been followed

Cautionary Statement:

Statements in this report on Management Discussion and Analysis describing the Company's objectives, projection, estimates, expectations or predictions may be forward looking statements within the meaning of applicable laws or regulations. These statements are based on certain assumptions and reasonable expectation of future events. Actual results could however differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in government regulations, tax regimes, economic developments within India and other incidental factors. The Company assumes no responsibility in respect of the forward-looking statements herein, which may undergo changes in future on the basis of subsequent development.

INDEPENDENT AUDITOR'S REPORT

To
The Members of Marathon Nextgen Realty Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Marathon Nextgen Realty Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of profit and loss (Including Other Comprehensive Income), Statement of changes in equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its Profit including Other Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

1. Investment in subsidiaries & joint ventures and loans/financial instruments to group entities

(Refer note no 5A, 5B, 6 & 15 of standalone financial statements)

Recoverability of investment in subsidiaries & joint ventures: The Company's investments in subsidiaries & joint ventures are carried at cost less any diminution in value, if any. The investments are assessed for impairment at each reporting date. The impairment assessment involves the use of estimates and judgements. The identification of impairment event and the determination of an impairment charge also require the application of significant judgement by the Company. The judgement, in particular, is with respect to the timing, quantity and estimation of projected cash flows of the real estate projects in these underlying entities. In view of the significance of these investments and above, we consider valuation / impairment of investments in subsidiaries & joint ventures to be a key audit matter.

How the matter was addressed in our audit

Our audit procedures included:

- Evaluating design and implementation and testing operating effectiveness of controls over the Company's process of impairment assessment and approval of forecasts.
- Assessing the financial position of the subsidiaries & joint ventures, assessing profit history and project details of those subsidiaries & joint ventures.
- Verifying the inputs used in the projected profitability.
- Testing the assumptions and understanding the forecasted cash flows of subsidiaries & joint ventures based on our knowledge of the Company and the markets in which they operate.
- Assessing the comparability of the forecasts with historical information.
- Analysing the possible indications of impairment and understanding Company's assessment of those indications.
- Considering the adequacy of disclosures in respect of the investment in subsidiaries & joint ventures.

Recoverability of loans in the nature of project advances to and investment in financial instruments of group entities: The Company has extended loans to and invested in financial instruments of group entities. These are assessed for recoverability at each period end. Due to the nature of the business in the real estate industry, the Company is exposed to heightened risk in respect of the recoverability of the loans/financial instruments granted to the aforementioned parties. In addition to nature of business, there is also significant judgment involved as to the recoverability of the project specific loans/financial instruments. This depends on property developments projects being completed over the time period specified in agreements. We have identified measurement of loans/financial instruments to group entities as key audit matter because recoverability assessment involves Company's significant judgement and estimate.

How the matter was addressed in our audit

Our procedures included:

- Evaluating the design and implementation and testing operating effectiveness of key internal controls placed around the impairment assessment process of the recoverability of the loans/financial instruments.

- Assessing the net worth of subsidiaries and joint ventures on the basis of latest available financial statements.
- Assessing the controls for grant of new loans/financial instruments and sighting the Board approvals obtained.
- Tracing loans/financial instruments advanced / repaid during the year to bank statement.
- Obtaining confirmations to assess completeness and existence of loans/financial instruments and advances given to subsidiaries and joint ventures as on 31 March 2020.

2. Impact of COVID-19 Pandemic

(Refer note 50 to standalone Financial Statement)

Pursuant to outbreak of Coronavirus Disease (Covid-19) worldwide and its declaration as global pandemic, the Government of India declared lockdown on March 24, 2020 which led the temporary suspension of operations of the Company and has impacted the overall business activities of the Company. The Company is in business of Real Estate development on its own and through joint ventures and leasing of commercial space. These lockdowns and restrictions due to COVID-19 pandemic have posed significant challenges to the businesses of the Company. This required the Company to assess impact of COVID-19 on its operations. The Company has assessed the impact of COVID-19 on the future cash flow projections. In view of the above, we identified impact of COVID-19 on going concern as a key audit matter.

How the matter was addressed in our audit

Obtained an understanding of key assumptions adopted by the Company in assessing the Impact based on our understanding of the Company's business.

Our procedures included:

- Reviewed the status of long-term borrowings and company's availment of moratorium to the repayment;
- Reviewed the receivables and inventory position as at 31st March 2020 on the date of report
- Assessed impact of Government's announcement to lift the lockdown restrictions and Company's plan to re-start the construction activity in a phased manner;
- Assessed disclosures made in the standalone financial statements with regard to the above Refer to note 50.

Other Information

The Company's Board of Directors is responsible for the Preparation of other information. The other information comprises of the information included in the Annual Report, but does not include the Financial Statements and our auditor's report thereon. Our opinion on the Standalone 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 the other information is materially inconsistent with the Standalone 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.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors are 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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities 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 Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional scepticism 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 as amended, 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 Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 197(16) of the Act, we report that the company has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.
3. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
 1. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note no 39 to the Standalone Financial Statements
 2. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Rajendra & Co

Chartered Accountants
Firm's Registration No. 108355W

Akshay R. Shah

Partner
Membership No. 103316
UDIN 20103316AAAACG3492

Place: Mumbai
Date: June 29, 2020

**“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT
ON THE STANDALONE FINANCIAL STATEMENTS OF MARATHON NEXTGEN REALTY LIMITED**

(Referred to in Paragraph 1 under the heading of “Report on other legal and regulatory requirements” of our report of even date)

- i. In respect of its fixed assets :
- a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c. The title deeds of immovable properties recorded as fixed assets in the books of account of the company are in the name of the company, except for the details given below:

Land/Building	Total number of cases	Leasehold/Freehold	Gross block as on March 31, 2020 (Rs. In lakhs)	Net Block as on March 31, 2020 (Rs. In Lakhs)	Remarks
Land	1	Freehold	1.49	1.49	Unused FSI of self-developed project

- ii. Inventories comprise of car parking units, unsold inventory, expenditure incurred on acquisition of land, development rights, and other expenditure on construction and development of the project of the company. As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.
- iii. The company has granted unsecured loans to Companies and a Limited Liability Partnerships covered in the register maintained under Section 189 of the Act.
- (a) According to the information and explanations given to us and based on the audit procedures conducted by us we are of the opinion that, the terms and conditions of the aforesaid loans granted by the Company are not prejudicial to the interest of the Company.
 - (b) According to the information and explanations given to us and based on the audit procedures conducted by us, the unsecured loans granted to companies and limited liability partnership and interest thereon are repayable on demand and schedule of repayment of principal and payment of interest in respect of such loans has not been stipulated and hence, we are unable to comment whether the repayments or receipts are regular and report on amounts overdue for more than ninety days, if any, as required under Paragraph 3(iii) of the Order.
- iv. According to the information and explanations given to us in respect of loans granted, investments made, guarantees provided and securities provided, the Company has complied with the provisions of Section 185 of the Act. Further, the provisions of section 186 of the Act except Sub section 1 are not applicable to the Company as it is engaged in the business of providing infrastructural facilities.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi. The Central Government has prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act and rules framed there under. However, at present the Company does not fall under the criteria for which such records are required to be maintained. Hence, the said rules are not applicable to the Company.
- vii. In respect of Statutory dues :
- a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess, Goods and Service tax and any other statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at 31st March, 2020 for a period of more than six months from the date becoming payable.
 - b. According to the information and explanations given to us, the dues outstanding with respect to, Income tax, Excise duty, Sales tax, Value added tax on account of any dispute are as follows:

Name of the statute	Nature of dues	Amount (Rs.in Lakhs)#	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise duty including penalty	24.58	1994-95, 1995-96	Central Excise & Service tax Appellate Tribunal (CENSTAT)
Central Excise Act, 1944	Penalty	0.15	1998-99	Commissioner of Central Excise (Appeal)
Central Excise Act, 1944	Excise duty	14.63	1977-78, 1983-84	Deputy Commissioner of Central Excise (Appeal)
Income Tax Act, 1961	Income Tax	4.31	Asst. year 2010-11, 2011-12, 2012-13	Deputy Commissioner of Income tax
The Maharashtra Value Added Tax Act, 2002	Value Added Tax	4131.10*	2006-07, 2007-08, 2009-10	Deputy Commissioner Sales Tax (Appeal)



*Excluding applicable interest and penalties

#Net of Amount paid under protest.

- viii. In our opinion and according to the information given to us, the Company has not defaulted in repayment of loans or borrowings to financial institution or bank and did not have any outstanding dues payable to Government or to debenture holders.
- ix. In our opinion and according to the information and explanations given to us, the money raised by way of term loan has been applied by the Company for the purpose for which they were raised. The Company has not raised money by way of initial public offer or further public offer (including debt instruments)
- x. In our opinion, based on the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, managerial remuneration has been paid/ provided in accordance with the requisite approvals mandated by the provisions by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion Company is not a Nidhi Company and hence reporting under, the provisions of clause (xii) of paragraph 3 of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of the Act and details of related party transactions have been disclosed in the Standalone Financial Statements etc., as required by the applicable accounting standards.
- xiv. In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause (xiv) of paragraph 3 of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act and hence reporting under clause (xv) of the paragraph 3 of the Order is not applicable to the Company.
- xvi. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Rajendra & Co

Chartered Accountants

Firm's Registration No. 108355W

Akshay R. Shah

Partner

Membership No. 103316

UDIN 20103316AAAACG3492

Place: Mumbai

Date: June 29, 2020

**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT
ON THE STANDALONE FINANCIAL STATEMENTS OF MARATHON NEXTGEN REALTY LIMITED**

(Referred to in paragraph 3 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financial Control with reference to standalone financial statements of **MARATHON NEXTGEN REALTY LIMITED** ("the company") as of 31st March, 2020 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2020, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls With reference to standalone financial statements issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls With reference to standalone financial statements (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to 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 system with reference to 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 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 judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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.

For Rajendra & Co

Chartered Accountants
Firm's Registration No. 108355W

Akshay R. Shah

Partner
Membership No. 103316
UDIN 20103316AAAACG3492

Place: Mumbai
Date: June 29, 2020

Standalone Balance Sheet as at 31 March, 2020

(₹ in Lakhs)

Particulars	Note No.	As at 31 March 2020	As at 31 March 2019
ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	102.21	125.87
(b) Rights-of-use assets	40	237.40	-
(c) Investment Property	4	15,715.69	11,226.67
(d) Financial Assets			
(i) Investment in Joint Ventures	5A	1,835.09	1,080.36
(ii) Investments	5B	20,458.96	12,993.70
(iii) Loans	6	36,975.32	42,246.30
(iv) Other Financial Assets	7	229.39	206.42
(e) Deferred Tax Assets (Net)	8	174.25	61.04
(f) Income Tax Assets (Net)	9	587.83	1,545.00
(g) Other Non-current Assets	10		-
Total Non - Current Assets		76,316.14	69,485.36
2 Current assets			
(a) Inventories	11	24,763.95	28,482.51
(b) Financial Assets			
(i) Trade Receivables	12	278.28	94.79
(ii) Cash and Cash Equivalents	13	47.53	124.69
(iii) Bank Balances other than above	14	21.71	37.20
(iv) Loans	15	4,663.22	4,214.78
(v) Other Financial Assets	16	2,592.05	61.49
(c) Other Current Assets	17	609.60	762.37
Total Current Assets		32,976.34	33,777.83
Total Assets (1+2)		1,09,292.48	1,03,263.19
EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	18	2,300.00	2,300.00
(b) Other Equity	19	60,809.66	57,687.64
Total Equity		63,109.66	59,987.64
LIABILITIES			
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	29,874.76	29,216.39
(ii) Other Financial Liabilities	21	657.96	349.98
(b) Provisions	22	135.14	119.25
(c) Other Non Current Liabilities	23	143.36	93.67
Total Non - Current Liabilities		30,811.22	29,779.29
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	-	84.21
(ii) Trade Payables			
Total outstanding dues of micro and small enterprises	25a	5.32	6.18
Total outstanding dues of other than micro and small enterprises	25b	10,499.83	10,015.79
(iii) Lease Liabilities	40	257.96	-
(iv) Other Financial Liabilities	26	3,974.72	2,866.60
(b) Provisions	27	24.47	13.88
(c) Other Current Liabilities	28	609.30	509.60
Total Current Liabilities		15,371.60	13,496.26
Total Equity and Liabilities (1+2+3)		1,09,292.48	1,03,263.19

See accompanying notes forming part of the financial statements

As per our report of even date attached.

For Rajendra & Co.

Chartered Accountants

ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors
Akshay R. Shah

Partner

Membership No. 103316

Place: Mumbai
Date: June 29, 2020
Chetan R. Shah

Chairman & MD

DIN: 00135296
Place: Mumbai
Date: June 29, 2020
S. Ramamurthi

CFO & WTD

DIN: 00135602
K. S. Raghavan

Company Secretary

Standalone Statement of Profit and Loss for the year ended 31 March, 2020

(₹ in Lakhs except Earning Per Share)

Particulars	Note No.	For the year ended 31 March 2020	For the year ended 31 March 2019
I Revenue from Operations	29	8,127.00	8,081.86
II Other Income	30	1,876.45	1,089.00
III TOTAL INCOME (I+II)		10,003.45	9,170.86
IV Expenses			
(a) Project Development Expenses	31	2,155.61	2,243.01
(b) Changes in inventories of finished goods and construction work-in-progress	32	(999.05)	(1,304.92)
(c) Employee Benefits Expense	33	627.76	608.30
(d) Depreciation and Amortization	36	455.74	179.72
(e) Finance Costs	34	2,866.34	2,115.14
(f) Other Expenses	35	1,016.22	1,321.55
TOTAL EXPENSES		6,122.62	5,162.80
V PROFIT BEFORE TAX (III-IV)		3,880.83	4,008.06
VI Tax Expense:			
(a) Current Tax	37	537.00	639.23
(b) Deferred Tax	37	(96.31)	15.46
(c) Excess provision of Tax related to earlier periods		(0.35)	(70.86)
TOTAL TAX EXPENSES		440.34	583.84
VII PROFIT FOR THE YEAR (V-VI)		3,440.49	3,424.22
VIII OTHER COMPREHENSIVE INCOME (OCI)			
A Items that will not be reclassified subsequently to Profit or Loss			
(i) Re-measurement Gain/(Loss) on defined benefit plans		(16.49)	(8.86)
Income Tax effect on above remeasurement	8	4.80	2.58
TOTAL OTHER COMPREHENSIVE INCOME/(LOSS) [NET OF TAX]		(11.69)	(6.28)
IX TOTAL COMPREHENSIVE INCOME FOR THE YEAR		3,428.80	3,417.94
X EARNING PER EQUITY SHARE (FACE VALUE OF ₹ 5) IN ₹			
(1) Basic	38	7.48	7.44
(2) Diluted	38	7.48	7.44

See accompanying notes forming part of the financial statements

As per our report of even date attached.

For Rajendra & Co.
Chartered Accountants
ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors

Akshay R. Shah
Partner
Membership No. 103316

Place: Mumbai
Date: June 29, 2020

Chetan R. Shah
Chairman & MD
DIN: 00135296

Place: Mumbai
Date: June 29, 2020

S. Ramamurthi
CFO & WTD
DIN: 00135602

K. S. Raghavan
Company Secretary

Standalone Cash Flow Statement for the year ended 31 March 2020

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax:	3,880.83	4,008.06
<u>Adjustment for:</u>		
Depreciation/Amortisation	455.74	179.72
Finance Cost	2,866.34	2,115.14
Interest Income	(967.80)	(23.12)
Profit on sale of Properties, Plants and Equipments	-	(0.03)
Provision for doubtful debt and other provision	19.20	30.93
Fair value of investment through Profit and Loss Account	(30.08)	(22.52)
Share of Profit/(loss) of Joint Ventures	(754.73)	(1,032.75)
Operating profit before Working Capital changes	5,469.50	5,255.44
<u>Adjustments for changes in Working capital</u>		
(Increase)/Decrease in Inventories	(989.86)	(1,304.92)
(Increase)/Decrease in Trade Receivables	(184.53)	(90.87)
(Increase)/Decrease in Other Financial Assets - Non current and current	(2,553.53)	(178.70)
Increase/(Decrease) in Other Non current and current Assets	152.77	(537.49)
Increase/(Decrease) in Trade Payables and other Payable	483.17	(1,015.55)
(Increase)/Decrease in Other Financial Liabilities - Non current and current	1,324.86	(7,097.54)
Increase/(Decrease) in Other Non current and current Liabilities	149.38	7,594.95
Increase/(Decrease) in Provisions - Non current and current	(8.16)	(4.62)
Cash generated from/ (used in) operations	3,843.60	2,620.70
Income taxes (paid) (Net)	420.52	(568.34)
Net Cash from / (used in) operating activities	4,264.12	2,052.37
B. CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds / (Acquisition) from sale of property, plant & equipment	(2.86)	5.20
Acquisition of Non-current investments	(7,435.14)	(12,685.64)
Acquisition of Investment Property	-	-
Movement in other Bank Balances	15.49	(22.06)
Interest & Dividend received on Investments	967.80	23.12
Loan and advances given (Net)	4,822.53	2,742.47
Net Cash from/(used in) investing activities	(1,632.18)	(9,936.91)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceed / (Repayment) of Long term and short term borrowings (Net)	574.16	10,184.60
Dividend (Including Tax on Dividend) paid	(277.28)	(1,109.15)
Finance cost paid	(2,866.34)	(2,115.14)
Payment of lease Liabilities	(230.88)	-
Net Cash from/(used in) financing activities	(2,800.34)	6,960.31
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	(168.40)	(924.24)
Cash and Cash Equivalents (Opening balance)	124.69	1,048.92
Cash and Cash Equivalents (Closing balance)	(43.71)	124.69
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(168.40)	(924.24)

Reconciliation of cash and cash equivalents with the balance sheet

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash and cash equivalents	3.65	1.65
Balances with banks		
- In current accounts	43.88	70.79
- Margin money with Bank and NBFC - original maturity of 3 months or less	-	52.25
Sub Total	47.53	124.69
Less:- Book Draft	(91.24)	-
Total	(43.71)	124.69

Standalone Cash Flow Statement for the year ended 31 March 2020

DISCLOSURE AS REQUIRED BY IND AS 7

Reconciliation of liabilities arising from financing activities

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1. <u>Long term and short term Borrowings</u>		
Opening Balance	30,881.15	20,780.76
Cashflow (outflow)/inflow	1,892.53	10,184.49
Fair Value Changes	(74.75)	84.11
Closing Balance	32,848.42	30,881.15
2. <u>Lease Liabilities</u>		
Opening Balance	326.31	-
Cash flow (outflow)/inflow	440.14	439.75
Fair Value Changes	(191.10)	113.43
Closing Balance	631.24	326.31

Note A:- The amount of undrawn Borrowing Facility & Bank overdraft is ₹. 21,242.35/- Lakhs that will be available for future operating activities and settle the capital commitments.

Note B:- Previous year's figures have been regrouped /reclassified wherever necessary to corresponds with the current year's classification / disclosures.

Note C:- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (IND AS) 7 - "Statement of Cash Flows"

Note D:- Reconciliation of cash and cash equivalents with the balance sheet.

As per our report of even date attached.

For Rajendra & Co.
Chartered Accountants
ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors

Akshay R. Shah
Partner
Membership No. 103316

Place: Mumbai
Date: June 29, 2020

Chetan R. Shah	S. Ramamurthi	K. S. Raghavan
Chairman & MD	CFO & WTD	Company Secretary
DIN: 00135296	DIN: 00135602	

Place: Mumbai
Date: June 29, 2020

Standalone Statement of Changes in Equity for the year ended March 31, 2020

a) Equity Share Capital

(₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance As at March 31, 2018	2,30,00,000	2,300.00
Change for the year	2,30,00,000	-
Addition on sub-division of share [Refer Note 18C]		
Balance As at March 31, 2019	4,60,00,000	2,300.00
Change for the year	-	-
Balance As at March 31, 2020	4,60,00,000	2,300.00

b) Other Equity

For FY 2018-19

(₹ in Lakhs)

Particulars	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total other Equity
i Balance as at April 1, 2018	(1,301.19)	543.73	19,478.71	36,637.99	19.59	55,378.83
ii Profit for the Year	-	-	-	3,424.22	-	3,424.22
iii Remeasurement of defined benefit plan (net of deferred tax)	-	-	-	-	(6.28)	(6.28)
iv Dividend paid (Including Dividend Distribution Tax)	-	-	-	(1,109.15)	-	(1,109.15)
Balance as at March 31, 2019	(1,301.19)	543.73	19,478.71	38,953.07	13.31	57,687.64

For FY 2019-20

(₹ in Lakhs)

Particulars	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total other Equity
i Balance as at April 1, 2019	(1,301.19)	543.73	19,478.71	38,953.07	13.31	57,687.63
ii Adjustment on initial application of IND AS 116 (net of tax) [Refer Note 2.11]	-	-	-	(29.49)	-	(29.49)
iii Profit for the Year	-	-	-	3,440.49	-	3,440.49
iv Remeasurement of defined benefit plan (net off deferred tax)	-	-	-	-	(11.69)	(11.69)
v Dividend paid (Including Dividend Distribution Tax)	-	-	-	(277.28)	-	(277.28)
Balance as at March 31, 2020	(1,301.19)	543.73	19,478.71	42,086.79	1.62	60,809.66

The accompanying notes are an integral part of financial statements.

As per our report of even date attached.

For Rajendra & Co.

Chartered Accountants

ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors

Akshay R. Shah

Partner

Membership No. 103316

Chetan R. Shah

Chairman & MD

DIN: 00135296

S. Ramamurthi

CFO & WTD

DIN: 00135602

K. S. Raghavan

Company Secretary

Place: Mumbai

Date: June 29, 2020

Place: Mumbai

Date: June 29, 2020

Notes forming part of the standalone financial statements

NOTE 1. NATURE OF OPERATIONS

I Corporate Information:-

Marathon Nextgen Realty Limited ("the Company") was incorporated under the provision of the Companies Act, 1956 on 13 January 1978. The Company is a public limited Company domiciled in India and having its registered office at Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai 400 013

The equity shares of the Company are listed on Bombay Stock Exchange of India Limited (BSE) and National Stock Exchange of India Limited (NSE). The Company is registered with the Ministry of Corporate Affairs under CIN L65990MH1978PLC020080.

The Company is primarily engaged in the business of construction, development and sale of commercial and residential real estate projects. The core business activities are carried out under various business model likes own development, through joint ventures and joint development and other arrangements with third parties.

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES :-

2.1 Basis of preparation of the Financial Statement and its measurement :-

(a) Statement of Compliance :

These Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the Section 133 of the Companies Act, 2013 ("the 2013 Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, and the relevant provisions and amendments, as applicable. The Standalone Financial Statements have been prepared on accrual basis under the historical cost convention except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

These standalone financial statements were authorised for issue by the Company's Board of Directors on June 29, 2020.

(b) Functional and presentation currency :

These standalone financial statements are presented in Indian rupees (INR), which is the Company's functional currency. All financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest Lakhs, unless otherwise stated.

(c) Operating Cycle:-

The normal operating cycle in respect of operation relating to under construction real estate project depends on signing of agreement, size of the project, phasing of the project, type of development, project complexities, approvals needed. Accordingly, project related assets & liabilities have been classified into current & non-current based on operating cycle of the respective projects.

(d) Use of estimates and judgments :

The preparation of the Standalone financial statements in conformity with recognition and measurement principles of Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Estimates and underlying assumptions are reviewed on an ongoing basis. They are based on the historical experience and other factors, including expectations of future events that may have financial impact on the Company and are believed to be prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/ materialise.

The areas involving critical estimates and judgments are:

(i) Evaluation of Percentage Completion:-

Determination of revenues under the percentage of completion method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The effect of changes, if any, to estimates is recognised in the financial statements for the period in which such changes are determined.

(ii) Impairment of Non Financial Assets:

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

(iii) Impairment of Financial Assets:

The impairment provisions for financial assets are based on assumptions about the risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(iv) Estimation of useful life of property, plant and equipments:

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.



(v) Recognition and Measurement of Defined Benefit Obligations:

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, expected return on plan assets, trends in salary escalation and attrition rate. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post employment benefit obligations.

(vi) Fair Value Measurement of Financial Instruments:

When the fair values of the financial assets and liabilities recorded in the Balance Sheet cannot be measured based on the quoted market prices in active markets, their fair value is measured using valuation technique. The inputs to these models are taken from the observable market wherever possible, but where this is not feasible, a review of judgment is required in establishing fair values. Any changes in assumptions could affect the fair value relating of financial instruments.

(vii) Classification of Investment property:

The Company determines whether a property is classified as investment property or as inventory:

- (a) Investment property comprises land and buildings that are not occupied for use by, or in the operations of, the Company, nor normally for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. These buildings are rented to tenants and are not intended to be sold in the ordinary course of business.
- (b) Inventory comprises property that is held for sale in the ordinary course of business. Principally these are properties that the Company develops and intends to sell before or on completion of construction.

(viii) Estimation of recognition of deferred tax assets, availability of future taxable profit against which tax losses carried forward can be used.

(ix) Estimation on discounting of retention money payable

(e) Measurement of fair values :

The Company's accounting policies and disclosures require the measurement of fair values, for financial instruments:-

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in these financial statements is determined on such a basis, except leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

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

2.2 Property, Plant and Equipment :-

All the items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs 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 period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

The Company depreciates its property, plant and equipment (PPE) over the useful life on straight line method in the manner prescribed in Schedule II to the Act. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act. The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Depreciation on additions / deletions is calculated pro-rata from the date of such addition / deletion, as the case maybe.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

2.3 Investment Properties :-

Investment property is property held to earn rental income or for capital appreciation or for both, but normally not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Based on technical evaluation and consequent advice, the Management believes a period of 60 years as representing the best estimate of the period over which investment properties are expected to be used. Accordingly, the Company depreciates investment property over a period of 60 years. Any gain or loss on disposal of investment property is recognised in the Statement of Profit and Loss.

2.4 Inventories :-

- a. Inventories comprise of: (i) Finished Inventories representing unsold premises in completed projects (ii) Construction Work in Progress representing properties under construction / development **and**
- b. Inventories are valued at lower of cost and net realisable value
- c. Cost of construction / development is charged to the Statement of Profit and Loss in proportion to the revenue recognised during the period and the balance cost is carried over under Inventory as part of either Construction Work in Progress or Finished inventories. Cost of construction / development includes all costs directly related to the Project (including finance cost attributable to the project) and other expenditure as identified by the Management which are incurred for the purpose of executing and securing the completion of the Project (net off incidental recoveries / receipts) up to the date of receipt of Occupation Certificate of Project from the relevant authorities. Construction Work in Progress includes cost of land, premium for development rights, construction costs, allocated interest and expenses incidental to the projects undertaken by the Company.

2.5 Investments in subsidiaries, joint ventures and associates :-

Investments in subsidiaries, joint ventures and associates are recognised at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

2.6 Financial Instruments:

(a) Financial Assets:-

(i) Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

(ii) Initial Recognition and Measurement

All financial assets (not measured subsequently at fair value through profit or loss) are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(iii) Subsequent Measurement

For purposes of subsequent measurement financial assets are classified into two broad categories:

- a. Financial asset at fair value
- b. Financial asset at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in profit or loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

(iv) Equity Investments

All equity investments other than investment in subsidiaries and joint venture are measured at fair value. Equity instruments which are held for trading are classified as at Fair Value Through Profit & Loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at Fair Value Through Other Comprehensive Income (FVTOCI) or FVTPL. The Company makes such selection on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Investment in equity instruments of Subsidiaries, Joint Venture and Associates are measured at cost.

- (v) A financial asset mainly debt that meets the following 2 conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

- **Business Model Test** : the objective of the Company's model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes)
- **Cash Flow Characteristics Test**: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following 2 conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test : the financial asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.



Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different basis.

All other financial assets are measured at fair value through profit or loss.

(v) De-recognition:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset.

(vii) Impairment of Financial Asset

The Company assesses impairment based on expected credit losses (ECL) model to the following:

- Financial asset measured at amortised cost
- Financial asset measured at fair value through other comprehensive income Expected credit losses are measured through a loss allowance at an amount equal to:
 - 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
 - Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, considering historical trend, industry practices and the business environment in which the Company operates or any other appropriate basis.

The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

(b) Financial Liabilities:-

(i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost or at fair value through profit or loss.

(ii) Initial Recognition and Measurement

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

(iii) Subsequent Measurement

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Any difference between proceeds (net of transaction cost) and the redemption amount is recognised in profit or loss over the period of borrowing using the effective interest rate method. Fees paid on the establishment of loan facilities are recognised as transaction cost of the loan to the extent that it is probable that some or all of the facility will be drawn down.

(iv) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(c) Equity Instruments

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recognised at the proceeds received net off direct issue cost.

2.7 Cash and Cash Equivalents :-

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, bank overdraft, deposits held at call with financial institutions, 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.

2.8 Revenue Recognition :-**(a) Revenue from contracts with customers :-**

The company undertakes the business of construction of residential and commercial properties. The ongoing contracts with customers are construction of residential & commercial buildings, and others.

The Company has adopted Ind AS 115, Revenue from Contracts with Customers, with effect from 01 April 2018. The Company has applied the following accounting policy for revenue recognition: Revenue from contract with customer is recognised, on execution of agreement when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). An asset created by the Company's performance does not have an alternate use and as per the terms of the contract, the Company has an enforceable right to payment for performance completed till date. Hence the Company transfers control of a good or service over time and, therefore, satisfies performance obligation and recognises revenue over time. The Company recognises revenue at the transaction price which is determined on the basis of agreement entered into with the customer. The Company recognises revenue for performance obligation satisfied over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation.

(b) Dividend Income :-

Dividend Income is accounted when the right to receive the same is established.

(c) Interest Income

Interest income is accounted on accrual basis on a time proportion basis.

(d) Rental Income :-

Rental Income from investment property is recognised in standalone statement of profit and loss on straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

2.9 Current and Deferred Taxes :**(a) Current Tax:**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to / recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with the tax laws as applicable.

(b) Deferred Tax:

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount.

Deferred tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

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

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

Current and deferred tax for the year:

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively

2.10 Employee Benefits :**(a) Short term employee benefits:**

Short term Employee Benefits are recognised as an expense on accrual basis at the undiscounted amount in the statement of profit and loss of the year in which related service is rendered.

(b) Post Employment Benefits

Unfunded Post employment and other long term employee benefits are recognised as expense in the statement of profit and loss for the year in which the Employees have rendered services. The expense is recognised at the present value of the amount payable determined using actuarial valuation techniques as per actuary report obtained at the year end.

Re-measurement of Defined Benefit Plans in respect of post-employment are charged to the Other Comprehensive Income.

2.11 Leases:Operating Lease

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee:-

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-

value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases-Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

The Company adopted Ind AS 116 using the modified retrospective method of adoption, with the date of initial application on April 1, 2019. The Company elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at April 1, 2019. Instead, the Company applied the standard only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C of Ind AS 17 at the date of initial application. The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets).

Effective April 1, 2019 the company has adopted IND AS 116 'Leases' and applied the same on all lease contracts existing on April 1, 2019 using modified retrospective approach. Under this approach Right-To-Use Asset and corresponding Lease Liability have been recognised at ₹.601.93 Lakhs. Accordingly the comparatives for the year ended March 31, 2019 have not been retrospectively adjusted and there is impact on opening reserves of ₹.29.49 Lakhs.

The effect of this adoption is not material to the current financial statements and earnings per share for the year ending March 31, 2020. Due to application of IND AS 116 for the year ended March 31, 2020, Depreciation and Finance cost has increased by ₹. 209.84 Lakhs & ₹. 61.11 Lakhs and other expenses have decreased by ₹.292.00 Lakhs. The movement during the year in the balances of the Right-To-Use Asset and corresponding Lease Liability in Note 40.

As a lessor:-

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.12 Borrowing Cost

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the time all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

All other borrowing costs are recognised as an expense in the period which they are incurred.

2.13 Earnings Per Share :

The Company reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'. Basic earnings per share is computed by dividing the net profit or loss for the year by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

2.14 Provisions, Contingent Liabilities and Contingent Assets :

A provision is recognised when the Company has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which the reliable estimate can be made. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material) and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognised though are disclosed, where an inflow of economic benefits is probable

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.15 Segment Reporting

The Chief Operational Decision Maker (CODM) monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. The operating segments are identified on the basis of nature of product/services

B. CHANGE IN SIGNIFICANT ACCOUNTING POLICIES

New and amended standards

1 Ind As 116:- Lease accounting:-

The Company adopted Ind AS 116 using the modified retrospective method of adoption, with the date of initial application on April 1, 2019. The Company elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at April 1, 2019.

Notes forming part of the standalone financial statements for the year ended March 31, 2020

Note - 3 :- Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Freehold Land	Plant and Machinery	Office Equipments	Motor Vehicles	Computers	Total
Gross Block						
At 1st April 2019	2.58	151.19	5.89	47.64	1.79	209.08
Add:- Acquisition	-	-	2.73	-	0.13	2.86
Less:- Sale/ Discard	-	-	-	-	-	-
As at March 31, 2020	2.58	151.19	8.62	47.64	1.92	211.94
Accumulated depreciation						
At 1st April 2019 (Including Impairment)	-	37.51	1.64	42.84	1.22	83.21
Depreciation for the year	-	24.62	1.46	-	0.44	26.52
Disposal / Reclassification	-	-	-	-	-	-
As at March 31, 2020	-	62.13	3.10	42.84	1.66	109.73
Net Block		89.06	5.52	4.80	0.26	102.21

(₹ in Lakhs)

Particulars	Freehold Land	Plant and Machinery	Office Equipments	Motor Vehicles	Computers	Total
Gross Block						
At 1st April 2018	2.58	152.76	3.02	47.64	1.79	207.79
Add:- Acquisition	-	0.26	2.86	-	-	3.12
Less:- Sale/ Discard	-	(1.82)	-	-	-	(1.82)
As at March 31, 2019	2.58	151.19	5.89	47.64	1.79	209.08
Accumulated depreciation						
At 1st April 2018 (Including Impairment)	-	23.64	0.58	41.86	0.74	66.82
Depreciation for the year	-	14.27	1.07	0.97	0.48	16.80
Disposal / Reclassification	-	(0.41)	-	-	-	(0.41)
As at March 31, 2019	-	37.51	1.64	42.84	1.22	83.21
Net Block		113.68	4.25	4.80	0.57	125.87

Note 3.1:- The Company has no restrictions on the realisability of its Property, Plant and Equipments and the same are free from any encumbrances.

Note 4 - Investments Properties

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Gross carrying amount at the beginning of the year	11,226.67	10,366.10
Add:- Transferred from Stock in Trade [Refer Note 4.1]	4,717.61	1,030.37
Less:- Depreciation	(228.59)	(169.80)
Net Carrying Value at the end of the year	15,715.69	11,226.67

Note 4.1:- During the year company has transferred 30,165 Sq.ft.s of saleable area. and 11 car parks from Inventory to investment properties based on the nature, characteristics and risk of the properties i.e. held to earn lease rent rather than sale in ordinary course of business as per Ind As 40.

Note 4.2:- Fair Value :-

Through company measures investment properties using cost based measurement, the fair value of investment property is based on the rate published by Government in ready reckonor. Fair value measurement is categorised in level 3 fair value hierarchy.

Particular	Valuation Method	Fair Value as on 31 March 2020	Fair Value as on 31 March 2019
(i) Commercial Properties :- 108,840 [PY: 78,174] sq.ft.s of saleable area in Marathon Future X	Ready Recknor published by Government	18,415.70	13,228.68
(ii) 100 [PY: 89 No's] Car parks in Marathon Future X		650.00	578.50

Note 4.3:- Contractual Obligation:-

Company does not have any contractual obligation to purchase, construct or develop the investment properties or its repairs, maintenance or enhancement except Society maintenance charges and property tax.

Note 4.4:- Amounts recognised in profit and loss for investment properties
(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Rental income derived from investment properties	1,489.93	336.81
Direct operating expenses (incl. repairs maintenance) generating rental income	331.05	55.49
Direct operating expenses (incl. repairs maintenance) not generating rental income	41.51	279.55
Profit arising from invested properties before depreciation	1,117.37	1.77
Depreciation for the year	(228.59)	(169.80)
Profit arising from invested properties	888.78	(168.03)

Note 4.5:- Leasing arrangement:-

Company as a lessor:- Company has recognised the Lease rent income of 95,002 [PY:25,924] sq.ft.s. of area given under operating lease

Particulars	As at	As at
	31 March 2020	31 March 2019
Not later than one year	1,786.92	663.76
Later than one year and not later than five years	5,179.58	2,731.06
later than five years	-	-
Lease income recognised during the year in the statement of profit and loss	1,489.93	336.81

Note 4.6:- Restriction on Realisability of investment property:-

Company has no restriction on the realisability of its investment properties except as disclosed in Note. 20.1

Note 5A - Investment in Joint Ventures
(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Investment in equity instruments at cost- Unquoted		
Equity Shares of Columbia Chrome (I) Private Limited 5,208 [5,208 as at 31st March 2019] Equity shares of ₹. 100/- each]	5.21	5.21
Investment in Limited Liability Partnership at cost- Unquoted		
Swayam Realtors & Traders LLP	42.40	42.40
Share in Profit from LLP	1,787.48	1,032.75
Total	1,835.09	1,080.36
Aggregate amount of quoted investment and market value thereof	-	-
Aggregate amount of unquoted investment	1,835.09	1,080.36
Aggregate amount of impairment in value of investment	-	-

Note 5B - Investments (Financial)
(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
A) Non- Trade Investments		
Unquoted Investment in Subsidiary		
(i) Investment in Equity instrument (Fully paid up unless stated otherwise)		
(a) Marathon Nextgen Township Pvt. Ltd. [Refer Note 5.5] (10,000 [PY: 10,000] Equity Shares of ₹.10/- each)	1.00	1.00
(b) Sanvo Resorts Private Limited. [Refer Note 5.5] (240 [PY: Nil] Equity Shares of ₹.100/- each)	4,645.20	-
(c) Terrapolis Assets Private. Limited. [Refer Note 5.5] (517500 [PY: Nil] Equity Shares of ₹.100/- each)	2,789.98	-
(ii) Investment in Debenture (Fully paid up unless stated otherwise)		
Investment in Non Convertible Debentures (NCD)		
(a) 12663 [PY: 12663] of 7% of ₹.1,00,000/- each NCD of Marathon Nextgen Township Private Limited	12,663.00	12,663.00
B) Trade investment		
(a) Investment in Mutual Fund - Quoted (fair value through Statement of profit or loss)		
18,45,557.286 [PY: 18,45,557.286] Units of L&T Short Term Opportunities Fund - Reg - Growth	359.50	329.42
(b) Investment in Government Securities at amortised cost- Unquoted		
National Savings Certificate [Refer Note 5.8]	0.28	0.28
Total	20,458.96	12,993.70

Note 5B:-		(₹ in Lakhs)	
Particulars	As at 31 March 2020	As at 31 March 2019	
Aggregate amount of quoted investment and market value thereof	359.50	329.42	
Aggregate amount of unquoted investment	20,099.46	12,664.28	
Aggregate amount of impairment in value of investment	-	-	

Note 5.2:- Category wise investments :		(₹ in Lakhs)	
Particulars	As at 31 March 2020	As at 31 March 2019	
(a) Investment measured at Fair Value Through Profit and Loss- Quoted	359.50	329.42	
(b) Investment measured at Fair Value Through Profit and Loss- Unquoted	-	-	
(c) Investment measured at Fair Value Through Other Comprehensive Income	-	-	
(d) Investment measured at cost	20,099.46	12,664.28	

Note 5.3:- Details of Subsidiary and Joint Venture:-					(₹ in Lakhs)
Name of Subsidiary	Relationship	Place of Business & Principal Activity	% of holding 31 March 2020	direct or through subsidiary 31 March 2019	
1. Marathon Nextgen Township Private Limited	Subsidiary	India (Real Estate)	100%	100%	
2. Sanvo Resorts Private Limited [Refer note 5.5]	Subsidiary	India (Real Estate)	24%	0%	
3. Terrapolis Assets Private Limited	Subsidiary	India (Real Estate)	100%	0%	
4. Columbia Chrome India Private Limited	Joint Venture	India (Real Estate)	40%	40%	
5. Swayam Realtors & Traders LLP	Joint Venture	India (Real Estate)	40%	40%	

Note 5.4:- Details of all partners, Capital and profit sharing ratio (PSR) in Limited Liabilities where Company is a partner

Name of LLP and Partner	As at 31 March 2020		As at 31 March 2019	
	PSR	Fixed capital	PSR	Fixed capital
Swayam Realtors and Traders LLP				
1. Adani Infrastructure and Developers Private Limited	60%	63.61	60%	63.61
2. Marathon Nextgen Realty Limited	40%	42.40	40%	42.40

Note 5.5:- The Company has as at March 31, 2020,

- A) acquired 5,17,500 Equity shares of ₹. 100 each being 100 % of paid up equity capital of Terrapolis Asset Private Limited (TAPL) at a price of ₹.539.13/- per share aggregating to ₹. 2789.98 Lakhs from Marathon Realty Private Limited (Holding Company). TAPL is currently developing commercial project in Mulund known as "Millennium".
- B) acquired 240 shares Equity of Rs. 100 each being 24% of the paid up equity capital of Sanvo Resorts Private Limited (SRPL), its step down subsidiary at ₹. 19,35,500/- per share aggregating to ₹. 4645.20 Lakhs from Marathon Realty Private Limited (Holding Company). Marathon Nextgen Township Private Limited a Wholly Owned subsidiary of the Company owns 67% of the paid up equity share capital of SRPL.

Note 5.6:- A Petition for merger of Wholly Owned Subsidiary of the Company Marathon Nextgen Township Private Limited with itself was filed with NCLT on December 13, 2019. As directed by Hon'ble NCLT in its order dated 6th February 2020, the Company sought and received the approval from Shareholder through Postal Ballot.

However, Due to the Covid-19 pandemic which led to a national Lockdown, the physical Meeting which was scheduled to be held on March 23, 2020 was cancelled. The Company is in the process of filing a petition with Hon'ble NCLT to waive the holding of the physical Meeting and proceed on the basis of the results of the Postal Ballot.

Note 5.7:- Investment in Mutual fund is fair valued at closing Net Annual Value (NAV).

Note 5.8:- Investment in National Saving Certificate deposited with to Bombay Port Trust Ltd as security deposit.

Note 5.9:- The Company has given a non disposal undertaking relating to shares held by it in its Subsidiary Company, Marathon Nextgen Township Private Ltd as additional collateral relating to a Loan taken by its Holding Company Marathon Realty Private Limited. Further company has also given non disposable undertaking relating to its direct holding of 240 equity shares in the SRPL.

Note 6 - Loans : Non Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
At amortised cost,		
(a) Considered good – Secured	-	-
(b) Considered good – Unsecured		
(i) Loan to Related Parties [Refer Note 49]	36,975.32	42,246.30
(ii) To Others Loans and Advances	-	-
(c) Loans and Advances which have significant increase in credit risk	-	-
(d) Loan and advances – credit impaired	-	-
Total Loans and Advances	36,975.32	42,246.30
Less : Allowance for doubtful debts	-	-
Total	36,975.32	42,246.30

Note 6.1:- Loans and advances are granted to meet the business requirements of borrowers. Loans and Advances due from the subsidiary and associates and LLP are disclosed as loans to related parties.

Note 7 - Other Financial Assets : Non-Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
At amortised cost, Unsecured considered good unless otherwise stated		
(a) Security deposits	14.81	15.81
(b) Margin Money deposits with bank having maturities of more than 12 months from the Balance Sheet date [Refer Note 7.1]	214.58	190.61
Total	229.39	206.42

Note 7.1:- Margin money is held as lien by Bank and NBFC for amount borrowed by the company.

Note 8 - Deferred Tax Assets / (Liabilities)

(₹ in Lakhs)

Particulars	As at 31 March 2019	Adjustment on initial application of IND AS116	Recognized in the statement of profit or loss	Recognized in other comprehensive income	As at 31 March 2020
A Deferred Tax Assets:					
(i) Employee benefits	42.05	-	(5.17)	4.80	41.68
(ii) Property, plant and equipment	21.93	-	(0.22)	-	21.71
(iii) Investment Properties	60.51	-	99.44	-	159.94
(iv) Provision for doubtful debt	79.49	-	-	-	79.49
(v) Rights to Use Assets [Refer Note 2.11]	-	12.11	0.65	-	12.76
Total Deferred Tax Assets (A)	203.98	12.11	94.70	4.80	315.58
B Deferred Tax Liabilities:					
(i) Borrowings	(134.03)	-	10.37	-	(123.66)
(ii) Fair value of Mutual Fund	(8.91)	-	(8.76)	-	(17.67)
Total Deferred Tax Liabilities (B)	(142.94)	-	1.61	-	(141.33)
Total	61.04	12.11	96.31	4.80	174.25

Particulars	As at 31 March 2018	Recognized in the statement of profit or loss	Recognized in other comprehensive income	As at 31 March 2019
A Deferred Tax Assets:				
(i) Employee benefits	31.54	7.93	2.58	42.05
(ii) Property, plant and equipment	27.10	(5.18)	-	21.93
(iii) Investment Properties	-	60.51	-	60.51
(iv) Provision for doubtful debt	30.73	48.76	-	79.49
Total Deferred Tax Assets (A)	89.37	112.03	2.58	203.98
B Deferred Tax Liabilities:				
(i) Borrowings	-	(134.03)	-	(134.03)
(ii) Fair value of Mutual Fund	(15.45)	6.54	-	(8.91)
Total Deferred Tax Liabilities (B)	(15.45)	(127.49)	-	(142.94)
Total	73.92	(15.46)	2.58	61.04

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

The Company has recognised deferred tax asset to the extent that the same will be recoverable using the estimated future taxable income based on the approved business plans and budgets of the Company.

Note 9 - Non-Current Income Tax Assets (Net)

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(a) Current tax (benefit) / expense for current year	188.76	17.89
(b) Current tax (benefit) / expense pertaining to prior years	399.07	1,527.11
Total	587.83	1,545.00

Note 9.1:- Refer Note 37A For tax reconciliation estimated income tax expense at statutory income tax rate to income tax expense reported in statement of profit and loss

Note 10 - Other Non-current Assets

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(a) Advance for purchase of Land	503.25	503.25
Less: Provision for doubtful advance [Refer Note 10.1]	(503.25)	(503.25)
Total	-	-

Note 10.1:- The Company has entered into an agreement on 20th February, 2007 for development of property in Bengaluru with the owner of the land. Development work would commence once the regulatory compliances are met with. The company has paid an advance towards the joint venture on the basis of the agreement signed. The advance paid by the company is adequately secured by a collateral in the form of unencumbered land based on an agreement between the company and the Power of Attorney Holders in the form of a registered document. However, by way of abundant caution, the Company has made a provision in the financials in the earlier period.

Note 11 - Inventories

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(a) Finished Inventories including stock of Car Parks	2,038.73	7,912.89
(b) Construction Work in Progress	22,725.22	20,569.62
Total	24,763.95	28,482.51

Note 12 - Trade receivables

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
At amortised cost, Unsecured considered good unless otherwise stated		
(a) Receivable from Related parties [Refer Note 49]	8.55	7.49
(b) From Others	438.24	254.76
Less: Provision for doubtful debts [Refer Note 46]	(168.51)	(167.46)
Total	278.28	94.79

Note 12.1:- No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member except given below.

Receivable includes amount due from :

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(A) Private Companies in which director is a director or member	8.55	7.49

Note 12.2:- Break-up for security details:

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Trade receivables		
Secured, considered good	244.47	87.30
Unsecured, considered good	-	-
Trade Receivables which have significant increase in Credit Risk	34.86	167.46
Trade Receivables - credit impaired	167.46	-
Less: Impairment Allowance (allowance for bad and doubtful debts)* [Refer Note 46]	(1.05)	-
Less: Provision for doubtful debts [Refer Note 46]	(167.46)	(167.46)
Total trade receivables	278.28	87.30

Trade receivables are non-interest bearing except stated in the agreement

*The provision for the impairment of trade receivable has been made on the basis of the expected credit loss

Note 13 - Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Balances with banks		
- In current accounts	43.88	70.79
- Margin money with Bank and NBFC - original maturity of 3 months or less	-	52.25
(b) Cash in hand	3.65	1.65
Total	47.53	124.69

Note 14 - Bank balances other than (Note 13) above

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Earmarked Accounts		
- Balance held under Escrow accounts	-	19.08
- Unpaid dividend account	21.41	17.82
- Fractional entitlement	0.30	0.30
Total	21.71	37.20

Note 14.1 :- Amount in escrow account represents the receipt towards the loan repayment as per terms of sanctioned.

Note 15 - Loans : Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Considered good – Secured	-	-
(b) Considered good – Unsecured		
(a) Loans to staff	3.22	1.54
(b) Inter Corporate Deposits given to other than related parties	4,660.00	4,213.24
(c) Loans and Advances which have significant increase in credit risk	-	-
(d) Loan and advances – credit impaired	-	-
Total Loans and Advances	4,663.22	4,214.78
Less : Allowance for doubtful debts	-	-
Total	4,663.22	4,214.78

Note 15.1:-No Loans are due from directors or other officer of the Company either severally or jointly with any other person Nor any loans are due from firm or any private companies respectively in which any director is a partner, a director or a member other than disclosed in related parties.

Note 16 - Others Financial Assets : Current

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
Financial assets at amortised cost - (Unsecured, considered good)		
(a) Margin money with bank and NBFC maturity of less than 12 months	1,682.25	50.00
(b) Interest accrued on Investment	0.28	0.28
(c) Interest accrued on Deposits	4.25	1.15
(d) Interest accrued on Debentures [Refer Note 49]	895.40	6.56
(e) Other receivable		
- From Related Party	-	-
- From others	115.39	109.02
Less: Provision for doubtful debts	(105.52)	(105.52)
Total	2,592.05	61.49

Note 17 - Other Current Assets

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
(a) Advance to suppliers	-	0.87
(b) Advance to Staff	-	0.05
(c) Prepaid expenses	6.01	33.78
(d) Balance with Government Authorities [Refer Note 17.1]	603.59	727.67
Total	609.60	762.37

Note 17.1:- Balances with Government Authorities includes MVAT appeal fees paid under protest [Refer Note 39.2]

Note 18 - Equity Share Capital

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
Authorised Share Capital		
10,05,00,000 Equity shares of ₹. 5/- each [as at 31 March 2019: 10,05,00,000 equity shares of ₹. 5/- each]	5,025.00	5,025.00
25,000 6% Redeemable Cumulative Preference shares of ₹. 100/- each [as at 31 March 2019: 25,000, Preference shares of ₹. 100/- each]	25.00	25.00
1,00,000 0% Cumulative Preference Shares of ₹. 100/- each [as at 31 March 2019: 1,00,000, Preference shares of ₹ 100/- each]	100.00	100.00
Total	5,150.00	5,150.00
Issued, Subscribed and Paid-up		
4,60,00,000 Equity shares of ₹ 5/- each [as at 31 March 2019: 4,60,00,000 equity shares of ₹ 5/- each]	2,300.00	2,300.00
Total	2,300.00	2,300.00

Note 18A:- Terms, rights & restrictions attached to**1. Equity Shares:-**

The Company has only one class of equity shares having a face value of ₹ 5/- per share [PY: ₹ 5/- per share]. Accordingly, all equity shares rank equally with regards to dividends & share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

2. Preference Shares:-

The company has two classes of preference shares having face value of ₹ 100/- each. The preference shares rank ahead of equity shares in the event of liquidation.

Note 18B:- Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2020		As at 31 March 2019	
	No. of shares	Amount	No. of shares	Amount
Shares at the beginning of the year	4,60,00,000	2,300.00	2,30,00,000	2,300.00
Movement during the year				
Addition on sub-division of share [Refer Note 18C]	-	-	2,30,00,000	-
Outstanding at the end of the year	4,60,00,000	2,300.00	4,60,00,000	2,300.00

Note 18C:- The shareholders of the Company have approved sub-division of equity shares of the Company from one (1) equity share of face value ₹. 10/- each fully paid up into two (2) equity shares of face value ₹. 5/- each fully paid up, with effect from April 6, 2018.

Note 18D:- Shares held by Holding Company, its Subsidiaries and Associates

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
By Holding company		
3,44,82,646 equity shares of ₹ 5/- each (March 31, 2019: 3,44,82,646 equity shares of ₹ 5/- each) are held by Marathon Realty Private Limited	1,724.13	1,724.13

Note 18E:- Details of Shareholders holding more than 5% share in the company:-

Particulars	As at 31 March 2020		As at 31 March 2019	
	% holding	No. of Shares	% holding	No. of Shares
Marathon Realty Private Limited	74.96%	3,44,82,646	74.96%	3,44,82,646

Note 18F:- Equity shares movement during the 5 years preceding March 31, 2020.

(a) The Company has not issued any shares without payment being received in cash

(b) Equity shares issued as bonus:-

In FY 2015-16, the Company allotted 94,79,115 number of equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to ₹ 922.91 Lakhs and capital redemption reserve amounting to ₹ 25.00 Lakhs, pursuant to an ordinary resolution passed after taking the consent of shareholders in General Meeting held on December 10, 2015.

(c) Equity shares extinguished on buy-back

The Company bought back 54,37,345 number of equity shares for an aggregate amount of ₹ 14,952.70 Lakhs being 19.12% of the total paid up equity share capital at ₹ 275/- per equity share. The equity shares bought back were extinguished on July 6, 2017.

Note 19 - Other Equity

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
(a) Capital Reserve		
Opening balance	(1,301.19)	(1,301.19)
Add:- Additions / (deletion)	-	-
Closing balance	(1,301.19)	(1,301.19)
(b) Capital Redemption Reserve		
Opening balance	543.73	543.73
Add:- Transferred from retained earning	-	-
Closing balance	543.73	543.73
(c) General Reserves		
Opening balance	19,478.71	19,478.71
Add:- Additions / (deletion)	-	-
Closing balance	19,478.71	19,478.71
(d) Retained Earnings		
Opening balance	38,953.07	36,637.99
Less:- Adjustment on initial application of IND AS116 (net of tax) [Refer Note 2.11]	(29.49)	-
Add:- Profit for the year	3,440.49	3,424.22
Less:- Equity dividend paid	(230.00)	(920.00)
Less:- Dividend distribution tax paid on equity dividend [Refer Note 46B]	(47.28)	(189.15)
Closing balance	42,086.79	38,953.07
(e) Other Comprehensive Income		
Opening balance	13.31	19.59
Additions / (Deletions) during the year [Refer Note 42]	(11.69)	(6.28)
Closing balance	1.62	13.31
Total	60,809.66	57,687.64

Note 19.1:- Nature and purpose of reserves:-

(a) Capital Reserve:-

As per provisions of Ind AS 103 'Business Combination', Capital reserve has been created which constitutes the difference between the fair market value and book value of the assets and liabilities arising out of the slump sale agreement that the company entered into with its Holding Company Marathon Realty Private Limited during the financial year 2017-18.

(b) Capital redemption reserve:-

As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilized in accordance with the provisions of section 69 of the Companies Act, 2013.

(c) General reserve:-

The general reserve is a free reserve which is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

(d) Retained Earnings :-

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

(e) Other Comprehensive Income (OCI):-

The Company has elected to recognize changes in the fair value of certain (non strategic) investments in equity shares in other comprehensive income. These changes are accumulated within the FVTOCI equity investment reserve within equity. Also Re-measurement of Defined Benefit Plan in respect of post employment are charged to Other Comprehensive Income.

Note 20 - Borrowings : Non-Current**(₹ in Lakhs)**

Particulars	As at 31 March 2020	As at 31 March 2019
Borrowings other than Related Parties		
Secured Loans		
(a) Term Loan from Banks	-	5,319.72
(b) Term Loan From Financial Institution / Others	32,848.42	25,561.43
	32,848.42	30,881.15
Less:- Amount disclosed under other current financial liabilities [Refer Note 26]	2,973.66	1,664.76
Total	29,874.76	29,216.39

Note 20.1:- Terms of Repayment, Security and guarantees:-

Name of Lender	Sanction Amount	O/S as on 31-03-2020	O/S as on 31-03-2019	Other Details
L & T Infrastructure Finance Co. Ltd	19,500.00	2,640.71	2,599.54	Rate of Interest:- MCLR plus 3.9 % i.e. 15.85% p.a. payable monthly. Repayment:- 8 equal quarterly installment after the moratorium period of 60 months. Security:- FSI of 26,253.15 sq mtrs of land of the Phase I, II & III of the project Marathon Embrace. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
L & T Infrastructure Finance Co. Ltd	5,000.00	4,928.36	4,925.66	Rate of Interest:- MCLR plus 3.9 % i.e. 16.45% p.a. payable monthly. Repayment :- Two annual equal installment of ₹. 2500 Lakhs after moratorium period of 7 years. Security :- FSI of 26,253.15 sq.mtrs. of land of the Phase I, II & III of the project Marathon Embrace. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
LIC Housing Finance Ltd [Refer Note 39.7]	13,600.00	12,763.38	13,097.04	Rate of Interest:- LHPLR minus 3% (11.60% p.a.) payable monthly. Repayment :- 180 Equal Monthly installment of ₹. 160.0Lakhs. Security :- B-901, C-901, A-2102/03, A-2603, A-2402, A-2404, A-2604, A-603 admeasuring 87,118 sq.ft. of Saleable area of Marathon Future X.

Name of Lender	Sanction Amount	O/S as on 31-03-2020	O/S as on 31-03-2019	Other Details
				Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
Kotak Mahindra Investment Ltd [Refer Note 39.7]	11,000.00	6,127.94	4,949.40	Rate of Interest:- MCLR plus 3.9% (i.e. 12.9% p.a.) payable Monthly. Repayment :- 24 equal monthly installment commencing from 25th month from the date of disbursement. Security :- FSI of 27th to 30th floor of Marathon Future x. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
Standard Chartered Bank	5,400.00	-	5,309.52	Rate of Interest:- MCLR Plus 0.40% (i.e. 9.8%p.a.) payable monthly. Repayment:- In 144 months. Lease rent of 37,114 sq fts of area of Marathon Future x. Security:- B - 602, A-603, A- 2601 admeasuring 37,114 sq.fts. of leased out area in Marathon Future X. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
LIC Housing Finance Ltd (Rental Discounting) [Refer Note 39.7]	6,400.00	6,388.03	-	Rate of Interest:- LHPLR minus 4.55% (10.25% p.a.) payable monthly. Repayment :- 180 Equal Monthly installment of ₹. 69.76 Lakhs. Security :- B - 602, A-603, A- 2601,2104 admeasuring 37,114 sq.fts. of leased out area in Marathon Future X. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
Amount disclosed under current financial liabilities [Refer Note 26]		(2,973.66)	(1,664.76)	
		29,874.76	29,216.39	

Note 21 - Other Financial Liabilities : Non-Current

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(a) Other payable (Expenses) [Refer Note 21.1]	26.72	23.67
(b) Lease Rent Deposits Received	631.24	326.31
Total	657.96	349.98

Note 21.1:- Other Payable includes rent and municipal taxes payable to Bombay Port Trust relating to a cotton godown situated at Sewree. Discussions are on with the Port Trust authorities to settle the matter.

Note 22 - Provisions : Non Current

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Provision for Employee Benefits [Refer Note 42]		
(a) Employees benefits (Gratuity)	95.46	81.34
(b) Compensated Absences	39.68	37.91
Total	135.14	119.25

Note 23 - Other Non Current Liabilities			(₹ in Lakhs)
Particulars	As at 31 March 2020	As at 31 March 2019	
(a) Deferred Rent	143.36	93.67	
Total	143.36	93.67	
Note 24 - Borrowings : Current			(₹ in Lakhs)
Particulars	As at 31 March 2020	As at 31 March 2019	
Unsecured Borrowings - at cost:			
(a) Loans from related parties [Refer Note 49]	-	84.21	
Total	-	84.21	
Note 25 - Trade Payables : Current			(₹ in Lakhs)
Particulars	As at 31 March 2020	As at 31 March 2019	
(a) Total outstanding dues of micro and small enterprises [Refer Note 44]	5.32	6.18	
(b) Total outstanding dues of creditors other than micro and small enterprises	10,499.83	10,015.79	
Trade Payables	10,505.15	10,021.97	
Trade Payables to related parties [Refer Note 49]	10,119.92	9,601.69	
Trade Payables to Others	385.23	420.28	
Total	10,505.15	10,021.97	
Note 26 - Other Financial Liabilities : Current			(₹ in Lakhs)
Particulars	As at 31 March 2020	As at 31 March 2019	
(a) Current maturities of long-term debt [Refer Note 20]	2,973.66	1,664.76	
(b) Interest accrued but not due on long-term borrowing	199.79	180.24	
(c) Unpaid dividend	22.78	19.19	
(d) Director's remuneration payable	8.96	35.53	
(e) Society dues payable	637.92	665.46	
(f) Book overdraft	91.24	277.13	
(g) Employee dues payable	36.35	11.45	
(h) Other payable	4.02	12.85	
Total	3,974.72	2,866.60	
Note 26.1:- Society Dues payable are after netting off of Fixed Deposit and interest accrued thereon of ₹ 79.54 Lakhs [PY: ₹ 52.07 Lakhs]			
Note 27 - Provisions : Current			(₹ in Lakhs)
Particulars	As at 31 March 2020	As at 31 March 2019	
Provision for Employee Benefits [Refer Note 42]			
(a) Employees benefits (Gratuity)	13.14	4.08	
(b) Compensated Absences	11.33	9.80	
Total	24.47	13.88	
Note 28 - Other Current Liabilities			(₹ in Lakhs)
Particulars	As at 31 March 2020	As at 31 March 2019	
(a) Statutory dues	180.98	80.78	
(b) Contract Liabilities - Advance from customers against sale of flats	370.34	391.55	
(c) Deferred Rent	43.18	20.54	
(d) Advance lease rent received	-	13.66	
(e) Others			
- Provision for Expenses	14.80	3.08	
Total	609.30	509.60	

Note 29 - Revenue from Operations

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Sale of property	1,693.87	1,160.00
(b) Income from hiring and other charges	15.66	23.32
(c) Income from Rental from Future X	1,489.93	336.81
(d) Deferred Rent Income	53.57	13.08
(e) Interest Income from Project Advances	4,873.97	6,548.65
Total	8,127.00	8,081.86

Note 30 - Other Income

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Interest Income		
(1) Interest income on Fixed Deposits	76.93	15.33
(2) Interest on Debenture	888.84	7.29
(3) Interest on income tax refund	123.30	-
(4) Interest on staff loan & others	2.03	0.50
(b) Other gains and losses		
(1) Fair Value gain on financial assets (mutual fund)	30.08	22.52
(c) Other Income		
(1) Booking Cancellation Charges	-	0.54
(2) Miscellaneous income	0.54	10.04
(3) Share of Profit/(loss) of Joint Ventures	754.73	1,032.75
(4) Profit/(loss) on Sale of Property, Plant and Equipment	-	0.03
Total	1,876.45	1,089.00

Note 31 - Project Development Expenses

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Project cost incurred		
(1) Consumption of material	38.86	65.86
(2) Contract cost, labour and other charges	583.00	781.47
(3) Approval costs	25.54	56.83
(5) Finance cost	1,499.02	1,331.98
(6) Depreciation on Plant & Machinery	9.19	6.87
Total	2,155.61	2,243.01

Note 32 - Change in Inventory of Finished Goods and Construction Work in Progress

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Opening Balance		
(i) Construction Work in progress	20,569.62	18,326.61
(ii) Finished Inventories	7,912.89	9,881.35
Total Opening Inventory (a)	28,482.51	28,207.96
<u>Less:</u>		
(b) Closing Balance		
(i) Construction Work in progress	2,038.73	20,569.62
(ii) Finished Inventories	22,725.22	7,912.89
Total Closing Inventory (b)	24,763.95	28,482.51
Less: (c) Transfer to investment [Refer Note 4.1]	4,717.61	1,030.39
(Increase) / Decrease in value (a-b-c)	(999.05)	(1,304.92)

Note 33 - Employee Benefits Expense

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Salaries, Bonus and allowances	452.39	414.91
(b) Gratuity [Refer Note 42]	14.02	11.19
(c) Contribution to provident and other funds	41.53	39.38
(d) Leave Salary	4.14	19.74
(e) Directors Remunerations	107.52	115.84
(f) Incentive	3.76	2.21
(g) Staff welfare expenses	4.40	5.03
Total	627.76	608.30

Note 34 - Finance Cost

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Interest expense on borrowings	4,206.33	3,362.26
(b) Other borrowing cost	49.18	69.76
(c) Interest on delayed payment	0.50	1.24
(d) Unwinding of discount on Financial Liabilities at amortised cost	48.24	13.86
(e) Interest on lease liabilities [Refer Note 40]	61.11	-
Total Finance Cost	4,365.36	3,447.12
Less:- Finance Cost Capitalised to inventory [Refer Note 35 (5)]	1,499.02	1,331.98
Total	2,866.34	2,115.14

Note 35 - Other Expenses

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Advertisement, Promotion & Selling Expenses	5.31	4.08
(b) Bank Charges	0.42	0.48
(c) Commission & Brokerage Expenses	116.84	85.69
(d) CSR Expenses [Refer Note 45]	127.00	175.00
(e) Directors sitting fees	6.80	9.30
(f) Donation and Contribution	0.20	4.19
(g) Insurance	8.47	7.96
(h) Legal and professional fees	118.12	101.08
(i) Power and Fuel	1.88	1.76
(j) Telephone & Internet Expenses	1.42	2.02
(k) Rent including lease rentals	1.87	240.70
(l) <u>Repairs and Maintenance</u>		
- Buildings/ Property	372.56	335.45
- Others	2.60	7.60
(m) Rates & Taxes	128.11	186.11
(n) Security Charges	57.74	98.62
(o) Travelling and Conveyance	7.00	5.02
(p) Printing & Stationery	5.83	5.74
(q) Payment to Auditors [Refer Note 35.1]	12.00	12.00
(r) Miscellaneous Expenses	41.00	38.75
(s) Provision for Doubtful debts	1.05	-
Total	1,016.22	1,321.55

Note 35.1:- Payment to Auditor

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Services as statutory auditors	10.50	10.50
(b) Tax audit	1.50	1.50
Total	12.00	12.00

Note 36 - Depreciation and Amortisation

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Depreciation on Property, Plants and Equipments		
Depreciation on property, plant and equipment	26.50	16.80
Less:- Capitalised to Project	(9.19)	(6.87)
Depreciation charged to Profit and Loss A/c	17.31	9.93
(b) Depreciation on investment property	228.59	169.80
(c) Amortisation of Rights-of-use Assets [Refer Note 40]	209.84	-
Total (a+b+c)	455.74	179.72

Note 37 - Tax Expenses
Tax expense/(credit) recognized in the Statement of Profit and Loss

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Current tax		
Current Tax on taxable income for the year	537.00	639.23
Total current tax expense	537.00	639.23
(b) Deferred tax		
Deferred tax charge/(credit)	(96.31)	15.46
Total deferred income tax expense/(credit)	(96.31)	15.46
(c) Adjustment of Tax related to earlier period	(0.35)	(70.86)
Total tax expense (a+b+c)	440.34	583.83

A) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Enacted income tax rate in India applicable to the Company	29.12%	29.12%
Accounting profit before tax from continuing operations	3,880.83	4,008.06
Current tax expenses on Profit before tax expenses at the enacted income tax rate in India	1,130.10	1,167.16
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income	8.76	7.53
taxability under section 28(via)	159.37	-
Deduction under section 23 and 24 of the Income Tax Act	(37.39)	(33.41)
Deduction under section 43 of the Income Tax Act	(3.29)	(134.02)
Share of Profit from Firm/LLP	(219.78)	(300.74)
Other items	(18.40)	(26.09)
MAT Credit Utilised	(482.38)	(41.18)
Total income tax expense/(credit)	537.00	639.25
Effective Tax Rate	13.84%	15.95%

Note 37.1:- The Current tax expenses is provided in accordance with section 115JB Income Tax ,1961. The Company is eligible to carry forward the MAT credit as per the provision of section 115JAA of the Income Tax Act,1961.

Note 38 - Earning Per Share

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Earning per Share has been computed as under:		
Profit/(Loss) for the year	3,440.49	3,424.22
Weighted average number of equity shares outstanding	460.00	460.00
Earning per Share (₹)- Basic and Diluted (Face value of ₹ 5 per share)	7.48	7.44

Note 39:- Contingent liabilities (to the extent not provided for)

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Claims against the Company not acknowledged as debts in respect of past disputed liabilities of		
(a) Income Tax (Refer Note 39.1)	4.31	4.31
(b) Sales Tax (Refer Note 39.2 and 39.3)	-	430.47
(c) Central Excise (Refer Note 39.4)	39.36	105.41
(d) Provident Fund (Refer Note 39.5)	38.83	38.83
(e) Employee State Insurance Corporation(Refer Note 39.6)	8.67	8.67

On March 30, 2019, MCA has issued amendment regarding the income tax Uncertainty over Income Tax Treatments. As per the Company's assessment, there are no material income tax uncertainties over income tax treatments during the current financial year

Note 39.1:- The Company has received orders passed u/s 143(3) r.w.s 147 read with Section 148 of Income Tax Act'1961 for AY 2010-11, 2011-12 and 2012-13 raising demand of ₹ 4.31 Lakhs. The company has filed appeals against these orders before the Commissioner of Income Tax matter. The matter is pending for hearing. Department has adjusted entire demand against Refund of a subsequent assessment year.

Note 39.2:- The Sales Tax Department of the Government of Maharashtra has completed the VAT assessments with respect to the returns filed by the Company on the sale of flats to the customers during the period beginning from June 2006 till March 2010 and determined the VAT and resultant interest and penalty. In FY 2016-17, The Company has availed an amnesty scheme under the Maharashtra Settlement of Arrears in Disputes Bill, 2016 in respect VAT for the period 2006 to 2008 and 2009-10. The liability assessed under amnesty scheme by nodal department has been duly discharged by the company. Subsequently September 29,2017, the Assistant Commissioner of Sales Tax - Investigation had suo moto passed an ex parte order raising a demand of ₹ 4,590.10 Lakhs along with applicable interest and penalties for the financial years 2006-07,2007-08 and 2009-10. The Company has challenged the order passed by the investigation wing and filed the appeal with Deputy Commissioner of Sales Tax and paid applicable fees of ₹ 459 Lakhs as duty under protest. The said matter is pending for hearing.

Note 39.3:- The Sales tax department has issued notice of demand u/s 32 of The Maharashtra Value Added Tax Act, 2002 dated 26th February, 2015 for ₹ 430.46 Lakhs for the period 01.04.2008 to 31.03.2009. The company had filed the appeal against the order to the Deputy commissioner of Sales Tax (Appeal). The Company has availed amnesty scheme and discharges the liability towards full and final settlement of tax dues.

Note 39.4:- The company had received the demands from Central Excise department for various years against which company is under appeal before the appellate authorities. These matter pertain to the periods when the company was engaged in the manufacture of textiles.

Note 39.5:- The Employees Provident Fund Organization have issued a show cause notice against the Company raising a claim of ₹ 38.83 Lakhs purportedly being arrears pertaining to damages and delayed payment of interest. The Company has appealed against the order in the Provident Fund Appellate Tribunal and pending hearing the recovery of principal interest and damages has been stayed.

Note 39.6:- The Employees' State Insurance Corporation has raised a claim of ₹ 8.67 Lakhs purportedly being arrears of contribution, damages and delayed payment interest. The company has preferred an appeal in the ESIC court.

Note 39.7:- Cadastral survey No.166 is the land on which commercial project Marathon Future x is being constructed. This Land is jointly owned by the Company and holding Company, Marathon Realty Private Limited. Both the Companies owns stock in precincts either in form of completed units or in the form work in progress. The borrowings by either of these companies against hypothecation of stock of the other company is a co-borrower.

Note 40:- Lease

Company as a lessee:-

The Company has been operating from the premises owned by Holding Company Marathon Realty Private Limited. The Company had entered into formal agreement for payment of rent on the premises occupied by it. The rental payable per month has been ₹. 24.33 Lakhs [FY 2018-19: ₹ 20.00 Lakhs] per month. The lease does not have any non-cancellable portion. Tenure of the lease agreement is valid till 31st March 2021.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

Particulars	(₹ in Lakhs)	
	Office Premises	
As at April 1, 2019	401.29	
Additions	45.95	
Depreciation expense	209.84	
Termination	-	
As at March 31, 2020	237.40	

Set out below are the carrying amounts of lease liabilities (included under interest-bearing loans and borrowings) and the movements during the period:

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	
As at April 1, 2019	442.90	
Additions	45.95	
Accretion of interest	61.11	
Payments	292.00	
Termination	-	
As at March 31, 2020	257.96	
Current	257.96	
Non-current	-	

The effective interest rate for lease liabilities is SBI prime lending rate as on date of lease contract i.e. ranging 13.45% to 13.80%

The following are the amounts recognised in profit or loss:

(₹ in Lakhs)

Particulars	As at 31 March 2020
Depreciation expense of right-of-use assets	209.84
Interest expense on lease liabilities	61.11
Expense relating to short-term leases and low value leases (included in other expenses)	1.87
Total amount recognised in profit or loss	272.82

The Company had total cash outflows for leases of ₹ 292 Lakhs in March 31, 2020 (₹ 240 Lakhs in March 31, 2019). There are no noncash additions to right-of-use assets and lease liabilities. There are no future cash outflows relating to leases that have not yet commenced.

Note 41:- Disclosure as per Ind AS 115:-

(a) The Company is primarily engaged in the business of construction, development, Leasing and sale of commercial and residential real estate projects. The core business activities are carried out under various business model likes own development, through joint ventures and joint development and other arrangements with third parties.

Revenue from Operations

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Revenue from contract with customers as per note 29	1,693.87	1,160.00
Add/Less:- Other adjustment	-	-
Total revenue as per contracted price	1,693.87	1,160.00

(b) Contract Balances:-

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Receivables which are included in Trade and other receivables		
Trade Receivable		
- Amount due from customers on construction contract	34.86	-
Contract assets		
- Accrued value of work done net off provision (Unbilled Revenue)	-	-
Contract liabilities		
- Amount due to customers under construction contracts (Excess Received)	-	-
- Advance from customer	370.34	391.55

Significant changes in contract asset and contract liabilities balances during the year are as follows:

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(A) Contract liabilities		
Opening Balance*	391.55	414.10
Less : Revenue recognised during the year from balance at the beginning of the year	-	-
Add : Increase due to invoicing net off revenue recognition	-	-
Less:- Refunded due to cancellation of contract	(21.21)	(22.55)
At the end of the reporting period (Para 116 (a))	370.34	391.55

Note 42:- Employee Benefits

The details of employee benefits as required under Ind AS 19 'Employee Benefits' is given below

(A) Defined Contribution Plan:

Amount recognized as an expense in the Statement of Profit and Loss in respect of Defined Contribution Plans (Provident funds and others) is ₹. 41.53/- Lakhs (Previous Year – ₹. 39.38/- Lakhs)

(B) leave obligation :-

The leave obligations cover the Company's liability for sick and earned leave. The amount of provision made is ₹. 51.01/- Lakhs (Previous year - ₹. 47.70/- Lakhs) and amount recognised in the statement of Profit Loss as Leave salary expenses ₹. 4.14 Lakhs (Previous year - ₹. 19.74/- Lakhs)

(C) Defined benefit plan: (Non-Funded)

Gratuity is a defined benefit plan covering eligible employees. The plan provides for a lump sum payment to vested employees on retirement, death while in employment or termination of employment of an amount equivalent to 15 days salary for each completed year of service. Vesting occurs on completion of five years of service.

Disclosure as required under Ind AS 19 on "Employee Benefits" in respect of defined benefit plan is as under:**i. The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:**

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Present value of un-funded defined benefit obligation	108.60	85.42
Fair value of plan assets	-	-
Restrictions on asset recognized	-	-
Others	-	-
Net liability arising from defined benefit obligation	108.60	85.42

ii. Movement in the present value of defined obligation (DBO) during the year representing reconciliation of opening and closing balances thereof are as follows:

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Present value of benefit obligation at the beginning of the year	85.42	67.87
Current service cost	6.97	5.60
Past Service cost	-	-
Interest cost	7.05	5.59
Re-measurements on obligation [Actuarial (Gain) / Loss] :		
Actuarial (gains)/ losses arising from changes in demographic assumption	-	-
Actuarial (gains)/ losses arising from changes in financial assumption	10.83	0.39
Actuarial (gains)/ losses arising from changes in experience adjustment	5.66	8.47
Benefits paid	(7.33)	(2.50)
Present value of Defined Benefit Obligation as at end of the year.	108.60	85.42

iii. Analysis of Defined Benefit Obligations

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Defined benefit obligations as at 31 March	108.60	85.42
Fair value of plan assets as at 31 March	-	-
Net Asset/(Liability) recognised in Balance sheet as at 31 March	108.60	85.42

iv. Expenses recognized in the statement of profit and loss

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Current service cost	6.97	5.60
Past service cost	-	-
Net Interest expense	7.05	5.59
Components of defined benefit costs recognised in profit or loss	14.02	11.19

v. Amount recognised in statement of Other Comprehensive Income

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Actuarial (Gain)/Loss		
(i) arising from changes in demographic assumption	-	-
(ii) arising from changes in financial assumption	10.83	0.39
(iii) arising from changes in experience assumption	5.66	8.47
Total amount recognised in the statement of other comprehensive income	16.49	8.86

vi. Actual Contribution and benefit payments for the year

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Actual benefit paid directly by the company	(7.33)	(2.50)
Actual contributions	(7.33)	(2.50)

vii. Principal Actuarial Assumptions for gratuity
(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Discount Rate	6.75%	7.80%
Expected Rate of Increase in compensation levels	7.00%	7.00%
Expected Rate of Return on Plan Assets	0.00%	0.00%
Expected Average Remaining working lives of employees (Years)	37.64	36.61
Mortality Rate	IALM (2006-08) Ultimate	IALM (2006-08) Ultimate
Withdrawal Rate	Ages 20 - 30 : 10% Ages 31 - 40 : 5% Ages 41 & above : 2%	Ages 20 - 30 : 10% Ages 31 - 40 : 5% Ages 41 & above : 2%

- The discount rate is based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.
- Expected Rate of Return of Plan Assets: This is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of obligations.
- Salary Escalation Rate : The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.
- Withdrawal Rate: It is the expected employee turnover rate and should be based on the company's past attrition experience and future withdrawal expectations.

viii. Disclosure related to indication of effect of the defined benefit plan on the entity's future cash flows:

Expected benefit payments for the year ending:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
31 March, 2020		4.08
31 March, 2021	13.14	18.33
31 March, 2022	4.22	3.65
31 March, 2023	4.07	3.42
31 March, 2024	4.11	3.56
31 March, 2025	4.09	-
31 March 2025 to 31 March 2029	-	31.10
31 March 2026 to 31 March 2030	45.51	-

Weighted Average duration of defined benefit obligation: 15.14 Years (Previous Year: 12.31 Years)

viii. Sensitivity analysis: A quantitative sensitivity analysis for significant assumption as at 31 March 2020 is as shown below:
(₹ in Lakhs)

DBO Rates Types	Discount Rate		Salary Escalation Rate		Withdrawal Rate	
	1% Increase	1% Decrease	1% Increase	1% Decrease	1% Increase	1% Decrease
31 March, 2020	(10.36)	12.20	7.52	(7.65)	1.58	(1.85)
31 March, 2019	(7.19)	8.38	5.03	(4.92)	2.31	(2.63)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior year.

ix. Employee benefit plans
The plans typically expose the company to the actuarial risks such as: investments risk, interest risks, longevity risk and salary risk

Investment risk	The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Note 43 - Segment Information

The Company is engaged in Real Estate. The operations of the company do not qualify for reporting as separate business segments as per the criteria set out under Indian Accounting Standard 108 (IND AS-108) on "Operating Segments". The Company is operating in India hence there is no reportable geographic segment. Accordingly no disclosure is required under IND AS - 108.

Note 44 - Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	5.32	6.04
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	0.14
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	0.14
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	0.14

Note 44.1- Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company.

Note 45 - Details of Corporate Social Responsibility (CSR) expenditure

As per section 135 of the Companies Act, 2013, amount required to be spent by the Company is computed at 2% of its average net profit for the immediately preceding three financial years, on Corporate Social Responsibility (CSR)

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Amount required to be spent as per Section 135 of the Act	126.95	173.84
Amount spent during the year on:		
(i) Construction / acquisition of an asset	-	-
(ii) On purpose other than (i) above (for Education purpose) [Refer Note 49]	127.00	175.00

Financial instrument Disclosure:-**Note 46:- Capital Risk Management**

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern
- to maximize the return to stakeholders through the optimization of the debt and equity balance

The company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. 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.

a) Gearing Ratio:

The Gearing ratio at the end of the reporting period are as follows:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Debt* (A)	33,048.21	31,145.60
Cash and bank balances (B)	47.53	124.69
Net Debt C=(A-B)	33,000.68	31,020.91
Total Equity (D)	63,109.66	59,987.64
Net debt to equity ratio (C/D)	52.29%	51.71%

*Debt is defined as long-term and short-term borrowings including interest accrued on borrowings

b) Dividend Paid

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Equity shares		
Final dividend for the year ended 31 March 2019 of ₹ 0.5/- of ₹ 5/- [PY ₹ 2 of ₹ 5/-] based on approval by the shareholders at the AGM held on 26th September, 2019	230.00	920.00
Dividends not recognised at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of ₹ 0.5/- per fully paid equity share of ₹ 5/-. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	-	230.00

Note 47:- Financial risk management
a) The carrying value of financial instruments by categories as of March 31, 2020 is as follows:

(₹ in Lakhs)

Particulars	Fair value through P&L	Fair value through OCI	Amortised cost	Total carrying value
Assets:				
Cash and cash equivalents	-	-	47.53	47.53
Other balances with banks	-	-	21.71	21.71
Trade receivables	-	-	278.28	278.28
Investments (Other than investment in equity instruments of Subsidiaries)	359.50	-	12,663.00	13,022.50
Loans	-	-	41,638.54	41,638.54
Other financial assets	-	-	2,821.44	2,821.44
Total	359.50	-	57,470.50	57,830.00
Liabilities:				
Trade and other payables	-	-	10,505.15	10,505.15
Borrowings	-	-	29,874.76	29,874.76
Other financial liabilities	-	-	4,890.64	4,890.64
Total	-	-	45,270.55	45,270.55

b) The carrying value of financial instruments by categories as of March 31, 2019 is as follows:

(₹ in Lakhs)

Particulars	Fair value through P&L	Fair value through OCI	Amortised cost	Total carrying value
Assets:				
Cash and cash equivalents	-	-	124.69	124.69
Other balances with banks	-	-	37.20	37.20
Trade receivables	-	-	94.79	94.79
Investments (Other than investment in equity instruments of Subsidiaries)	329.42	-	12,663.28	12,992.70
Loans	-	-	46,461.08	46,461.08
Other financial assets	-	-	267.91	267.91
Total	329.42	-	59,648.95	59,978.37
Liabilities:				
Trade and other payables	-	-	10,021.97	10,021.97
Borrowings	-	-	29,300.60	29,300.60
Other financial liabilities	-	-	3,216.58	3,216.58
Total	-	-	42,539.15	42,539.15

The Fair value of investment through Profit and loss A/c is comprising of investment in Mutual fund. It is based on the net assets value ("NAV") as stated by issuers of the mutual fund.

Financial risk management Objectives:-

In the course of its business, the Company is exposed primarily to fluctuations in interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments. The Company assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Company.

i) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Future specific market movements cannot be normally predicted with reasonable accuracy.

Currency risk: The Company does not have material foreign currency transactions. The company is not exposed to risk of change in foreign currency.

Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's fixed rate borrowings are 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.

Profit or loss is sensitive to higher/lower interest expense from variable rate borrowings as a result of changes in interest rates.

(₹ in Lakhs)		
Interest Rate Sensitivity	Increase or decrease in Basis Point	Effect on Profit before tax
For the year ended March 31,2020	+1.00	(328.48)
	-1.00	328.48
For the year ended March 31,2019	+1.00	(308.81)
	-1.00	308.81

Interest rate sensitivity has been calculated assuming the borrowings outstanding at the reporting date have been outstanding for the entire reporting period. The interest rate profile of the company's interest-bearing financial instruments as reported is as follows.

(₹ in Lakhs)		
Particulars	As at 31 March 2020	As at 31 March 2019
Fixed-rate instruments		
Borrowings	-	-
Floating rate instrument		
Borrowings	32,848.42	30,881.15

Other price risk:

The Company is not exposed to equity price risks arising from equity investments. Equity investments are held for strategic rather than trading purposes. The Company does not actively trade these investments.

II) Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, unbilled revenue, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk.

Credit Risk management :-

(i) Credit risk rating:-

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets

- A: Low credit risk
 B: Moderate credit risk
 C: High credit risk

Asset group	Basis of categorisation	Provision for expenses credit loss
A: Low credit risk	Investments, Other bank balances, trade receivables, cash and cash equivalents, loans and other financial assets	12 month expected credit loss/Life time expected credit loss
C: High credit risk	Trade receivables and loans & Advances	12 month expected credit loss/Life time expected credit loss/fully provided for

In respect of trade receivables, the company recognises a provision for lifetime expected credit loss.

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Assets under credit risk –

(₹ in Lakhs)			
Credit rating	Particulars	As at 31 March 2020	As at 31 March 2019
A: Low credit risk	Investments, Other bank balances, cash and cash equivalents, loans and advances, other financial assets	608.77	608.77
C: High credit risk	Trade receivables and loans	202.32	167.46

ii) Concentration of financial asset

The Company's principal business activities are construction and development of real estate projects, Leasing of commercial space and all other related activities. The Company's outstanding receivables are for real estate project advisory business. Loans and other financial assets majorly represents loans to subsidiaries and deposits given for business purposes.

Credit risk exposure
Provision for expected credit losses
As at 31 March 2020
(₹ in Lakhs)

Particulars	Estimated gross carrying amount at default	Expected Credit Loss	Carrying amount net of impairment provision
Investments	-	-	-
Trade receivables	202.32	(168.51)	33.81
Other bank balances	-	-	-
Cash and cash equivalents	-	-	-
Loans and Advances	503.25	(503.25)	-
Other Financial Assets	105.52	(105.52)	-

As at 31 March 2019
(₹ in Lakhs)

Particulars	Estimated gross carrying amount at default	Expected Credit Loss	Carrying amount net of impairment provision
Investments	-	-	-
Trade receivables	167.46	(167.46)	-
Other bank balances	-	-	-
Cash and cash equivalents	-	-	-
Loans and Advances	503.25	(503.25)	-
Other Financial Assets	105.52	(105.52)	-

Expected credit loss for trade receivables under simplified approach

The Company's outstanding trade receivables are less than six months old and the Company expects that money will be received in due course.

Reconciliation of loss provision
(₹ in Lakhs)

Reconciliation of loss allowance	Advances	Trade receivables
Loss allowance on 31 March 2018	608.77	167.46
Impairment loss recognised during the year	-	-
Loss allowance on 31 March 2019	608.77	167.46
Impairment loss recognised during the year		1.05
Loss allowance on 31 March 2020	608.77	168.51

III) Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(a) Financing arrangements
The Company had access to the following undrawn borrowing facilities at the end of the reporting period:
(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Floating Rate		
Expiring within one year (bank overdraft and other facilities)	-	-
Expiring beyond one year (bank loans)	21,242.35	22,525.81

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR.

(b) Exposure to liquidity risk

The table below provides details regarding the contractual maturities of financial liabilities, including estimated interest payments as at 31 March 2020:-

(₹ in Lakhs)				
Financial liabilities	Carrying amount	Due in one Year	Due after one Year	Total contractual cash flows
(a) Trade payables				
- 31 March 2020	10,505.15	10,505.15	-	10,505.15
- 31 March 2019	10,021.97	10,021.97	-	10,021.97
(b) Borrowings and interest thereon (incl. current maturity of long term debt)				
- 31 March 2020	32,848.42	2,973.66	29,874.76	32,848.42
- 31 March 2019	30,965.36	1,748.97	29,216.39	30,965.36
(c) Other financial liabilities				
- 31 March 2020	4,890.64	4,232.68	657.96	4,890.64
- 31 March 2019	3,216.58	2,866.60	349.98	3,216.58
Total				
- 31 March 2020	48,244.21	17,711.49	30,532.72	48,244.21
- 31 March 2019	44,203.91	14,637.54	29,566.37	44,203.91

Note 48:- Fair value disclosures

Level 1 - Quoted prices (Unadjusted) in active markets for identical assets & liabilities.

Level 2 - Inputs other than quoted prices included within level 1 that are observable for the asset & liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (Unobservable inputs).

c) Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument can be exchanged in the current transaction between willing parties, other than in a forced or liquidation sale.

The following tables provides the fair value measurement hierarchy of the Company's assets and liabilities:

Level 1 - Quoted prices (Unadjusted) in active markets for identical assets & liabilities.

Level 2 - Inputs other than quoted prices included within level 1 that are observable for the asset & liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (Unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in Lakhs)					
Particulars	Carrying value as at		Fair value as at		Fair value hierarchy
	31 March 2020	31 March 2019	31 March 2020	31 March 2019	
Investment in Mutual Fund - Quoted	359.50	329.42	359.50	329.42	Level 1
Lease Liabilities	257.96	-	257.96	-	Level 3
Security deposits - Lease rent deposits	631.24	326.31	631.24	326.31	Level 3

The fair values of investments in mutual fund units is based on the net asset value ("NAV") as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

Lease liabilities are valued using Level 3 techniques. A change in one or more of the inputs to reasonably possible alternative assumptions would not change the value significantly.

Security Deposits are valued using Level 3 techniques. A change in one or more of the inputs to reasonably possible alternative assumptions would not change the value significantly.

Note 49 - Related Party Transactions**A. List of related Parties**

Related Parties (as Defined by the Management) are classified as:-

(a) Holding Company

1. Marathon Realty Private Limited

(b) Subsidiaries

1. Marathon Nextegen Township Private Limited (w.e.f. 29.03.2019)
2. Terrapolis Assets Private Limited (Wholly Owned Subsidiary) (w.e.f.31.03.2020)
3. Sanvo Resorts Private Limited (Through MNTPL)

(c) Joint Venture

1. Swayam Realtors & Traders LLP
2. Columbia Chrome Private Limited

(d) Entities over which Subsidiaries or Key Management Personnel (KMP) or their relatives, exercise significant influence

- 1 IXOXI Equip-Hire LLP
- 2 Marathon Infotech Private Limited
- 3 Matrix Enclaves Projects Developments Pvt Ltd
- 4 Matrix Waste Management Private Limited
- 5 Nexzone Fiscal Services Private Limited
- 6 Nexzone Utilities Private Limited
- 7 Marathon Realty Private Limited -Future X Society
- 8 Nexzone Buildcon LLP
- 9 Marathon Ener-gen LLP
- 9 United Builders
- 10 United Enterprises
- 11 Ramniklal Z. Shah Trust

(e) Key Management Personnel

- 1 Mr. Chetan R. Shah – Chairman and Managing Director
- 2 Mr. S. Ramamurthi – Whole Time Director & CFO
- 3 Mr. Mayur R. Shah - Director
- 4 Ms. Shailaja C. Shah - Director
- 5 Mr. Veeraraghavan Ranganathan - Independent Director (Tenure ended w.e.f. September 26, 2019)
- 6 Mr. Anup Shah - Independent Director
- 7 Mr. Padmanabha Shetty - Independent Director (Tenure ended w.e.f. September 26, 2019)
- 8 Mr. Deepak Shah - Independent Director
- 9 Mr. Atul Mehta - Independent Director (Appointed w.e.f. February 13, 2020)
- 10 Ms. Parul Shah - Independent Director (Appointed w.e.f. February 13, 2020)
- 11 Mr. Krishnamurthy Raghvan - Company Secretary

(f) Relatives of KMP (with whom company had transaction)

- 1 Ms. Ansuya R. Shah (Mother of Managing Director)
- 2 Mr. Ramniklal Z. Shah (Father of Managing Director)
- 3 Ms. Sonal M. Shah (Wife of Mr. Mayur R Shah-Director)
- 4 Mr. Parmeet M shah (Son of Mayur R Shah)
- 5 Mr. Kaivalya C Shah (Son of Chetan R Shah)

B. The following transactions were carried out with the related parties in the ordinary course of business
(₹ in Lakhs)

Type of Transaction	Particular	For the Year ended 31 March, 2020	For the Year ended 31 March, 2019
Investment in Debenture Marathon of	Marathon Nextgen Township Private Limited (MNTPL)	-	12,663.00
Investment in equity shares of MNTPL from	Parmeet M. Shah	-	0.50
	Kaivalya C. Shah	-	0.50
Interest Income on Inter Corporate Deposits	Marathon Realty Private Limited	3,275.25	4,476.83
	Columbia Chrome India Private Limited	1,247.24	1,122.71
Interest Income from Partnership Firm / LLP's	Swayam Realtors & Traders LLP	715.06	501.40
Interest Income on Debenture	Marathon Nextgen Township Private Limited (MNTPL)	888.84	7.29
Acquisition of Investment- Shares of Terrapolis Assets Private Limited	Marathon Realty Private Limited	2,789.98	-
Acquisition of Investment- Shares of Sanvo Resorts Private Limited	Marathon Realty Private Limited	4,645.20	-
Share of Profit from LLP's	Swayam Realtors & Traders LLP	754.73	1,032.75
Remuneration to KMP	Chetan R Shah	107.52	106.84
	Krishnamurthy Raghvan	39.79	37.46
Commission Managing Director	Chetan R Shah	-	16.00
Rent Expenses			
Office Space	Marathon Realty Private Limited	344.56	283.20
Equipment	IXOXI Equip - Hire LLP	4.72	7.77

(₹ in Lakhs)

Type of Transaction	Particular	For the Year ended 31 March, 2020	For the Year ended 31 March, 2019
Sale of Material / Scrap	Marathon Ener-gen LLP	0.88	-
	Terrapolis Assets Private Limited		0.92
	Marathon Realty Private Limited	31.83	0.76
	Sanvo Resorts Private Limited	0.62	0.51
	Nexzone Buildcon LLP	0.13	1.18
	Matrix Enclaves Project Development Private Limited	-	0.10
	United Builders	3.41	0.68
	Nexzone Energy Utilities LLP	0.22	-
	Nexzone Fiscal Services Private Limited	0.93	1.20
Purchase of Material / Services	Marathon Realty Private Limited	-	0.17
	Sanvo Resorts Private Limited	-	-
	United Enterprises	-	0.28
	Nexzone Fiscal Services Private Limited	-	0.02
	United Builders	-	0.03
Provision of Services	Marathon Realty Private Limited -Future X Society	73.65	62.94
Sale of Properties, Plants and Equipments	Nexzone Buildcon LLP	-	1.82
Leasing of Equipment	Marathon Realty Private Limited	7.36	1.84
	Sanvo Resorts Private Limited	-	2.07
	Matrix Enclaves Project Development Private Limited	8.27	2.07
Maintenance Charges of Immovable Property	Marathon Realty Private Limited - Future X Society	411.10	359.41
Reimbursement	Marathon Realty Private Limited	-	507.82
	Columbia Chrome India Private Limited		-
Expenditure on Corporate Social Responsibility	Ramniklal Z Shah Trust	127.00	175.00
Director Sitting Fees	Mayur R Shah	0.7	0.90
	Shailaja C Shah	0.8	1.20
	Veeraraghavan Ranganathan	0.5	1.50
	Anup Shah	1.8	1.80
	Padmanabha Shetty	0.9	2.20
	Deepak Shah	1.7	1.70
	Atul Mehta	0.2	-
	Parul Abhay Shah	0.2	-
Loans given	Marathon Realty Private Limited	4,369.60	3,415.82
	Columbia Chrome India Private Limited	45.00	127.00
Loan Given Partnership Firm / LLP's	Swayam Realtors & Traders LLP	1,964.20	935.11
Loans received back	Marathon Realty Private Limited	16,343.58	12,663.00
	Columbia Chrome India Private Limited	-	75.00
Inter Coporate Deposits taken	Marathon Realty Private Limited	-	84.21
Loans received back Partnership Firm / LLP's	Swayam Realtors & Traders LLP	25.00	376.95
Assignment of debt	Marathon Ener-gen LLP	1.82	-
Closing Balance			
Loan Given	Columbia Chrome India Private Limited	11,901.75	10,734.23
	Marathon Realty Private Limited	17,344.95	26,366.15
Loan Given Partnership Firm / LLP's	Swayam Realtors & Traders LLP	7,728.67	5,145.92
Inter Coporate Deposits taken	Marathon Realty Private Limited	-	84.21
Trade Receivable	Marathon Realty Private Limited	3.62	3.33
	Terrapolis Assets Private Limited	-	0.74
	Marathon Ener-gen LLP	0.84	-
	Nexzone Buildcon LLP	-	0.25
	Matrix Enclaves Project Development Private Limited	4.07	2.03

(₹ in Lakhs)

Type of Transaction	Particular	For the Year ended 31 March, 2020	For the Year ended 31 March, 2019
	United Builders	-	-
	Nexzone Fiscal Services Private Limited	0.03	1.14
Trade Payable	Marathon Realty Private Limited	9,646.64	9,310.51
	Marathon Realty Private Limited -Future X Society	467.33	285.14
	Ixoxi Equip - Hire LLP	3.47	6.05
	Marathon Ener-gen LLP	2.49	-
Other Payable	United Builders	-	0.03
	Marathon Realty Private Limited	467.33	0.17
	Nexzone Fiscal Services Private Limited	-	0.02
	United Enterprises	-	0.23
Other Payable to Partnership Firm / LLP's	Swayam Realtors & Traders LLP	-	0.83
Directors Remuneration Payable	Chetan R Shah	-	35.53
Debenture interest receivable	Marathon Nextgen Township Private Limited (MNTPL)	895.40	6.56

Note 50:- Coronavirus (COVID-19) Impact on Financial Reporting – Accounting Year Ending March 31, 2020

Pursuant to outbreak of Coronavirus Disease (Covid 19) worldwide and its declaration as global pandemic, the Government of India declared lockdown on March 24, 2020 which led the temporary suspension of operations of the Company and has impacted the overall business activities of the Company. The Company has made an initial assessment of likely adverse impact, if any, on economic environment in general and financial risk on account of COVID - 19 to the Company in particular. The Company is in business of Real Estate development on its own and through joint ventures. Based on the analysis, the Company believes that the niche segment where it has considerable presence is sustainable both on its own and through its joint venture and accordingly, the Company has not made any provision for unforeseen losses on its receivables, current and non current assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future spread of the COVID-19 and its impact on the Company's business operations. The Company will continue to closely monitor any material changes to future economic conditions viz a viz its business operations.

Note 51:- Previous Year's figure have been regrouped/rearranged, wherever necessary.

For Rajendra & Co.
Chartered Accountants
ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors

Akshay R. Shah
Partner
Membership No. 103316

Chetan R. Shah
Chairman & MD
DIN: 00135296

S. Ramamurthi
CFO & WTD
DIN: 00135602

K. S. Raghavan
Company Secretary

Place: Mumbai
Date: June 29, 2020

Place: Mumbai
Date: June 29, 2020

INDEPENDENT AUDITOR'S REPORT

To
The Members of Marathon Nextgen Realty Limited
Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **Marathon Nextgen Realty Limited** (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and Joint Ventures, which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated statement of Profit and Loss, the Consolidated statement of changes in equity and the Consolidated cash flows Statement for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the Consolidated state of affairs of the Group and its Joint Ventures as at March 31, 2020, of Consolidated profit, Consolidated changes in equity and its Consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit 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 Consolidated Financial Statements section of our report. We are independent of the Group, and its Joint Ventures in accordance with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

1. Investment in joint ventures and loans to group entities

(Refer note no 6A, 7 & 16 of Consolidated Financial Statements)

Recoverability of investment in joint ventures: The Group's investments in joint ventures are carried at cost less any diminution in value, if any. The investments are assessed for impairment at each reporting date. The impairment assessment involves the use of estimates and judgements. The identification of impairment event and the determination of an impairment charge also require the application of significant judgement by the Group. The judgement, in particular, is with respect to the timing, quantity and estimation of projected cash flows of the real estate projects in these underlying entities. In view of the significance of these investments and above, we consider valuation / impairment of investments in joint ventures to be a key audit matter.

How the matter was addressed in our audit

Our audit procedures included:

- Evaluating design and implementation and testing operating effectiveness of controls over the Group's process of impairment assessment and approval of forecasts.
- Assessing the financial position of the joint ventures, assessing profit history and project details of those joint ventures.
- Testing the assumptions and understanding the forecasted cash flows of joint ventures based on our knowledge of the Group and the markets in which they operate.
- Assessing the comparability of the forecasts with historical information.
- Analysing the possible indications of impairment and understanding Group's assessment of those indications.
- Considering the adequacy of disclosures in respect of the investment in joint ventures.

Recoverability of loans in the nature of project advances to group entities: The Group has extended loans to group entities. These are assessed for recoverability at each period end. Due to the nature of the business in the real estate industry, the Group is exposed to heightened risk in respect of the recoverability of the loans granted to the aforementioned parties. In addition to nature of business, there is also significant judgment involved as to the recoverability of the project specific loans. This depends on property developments projects being completed over the time periods specified in agreements. We have identified measurement of loans to group entities as key audit matter because recoverability assessment involves Company's significant judgement and estimate.

How the matter was addressed in our audit

Our procedures included:

- Evaluating the design and implementation and testing operating effectiveness of key internal controls placed around the impairment assessment process of the recoverability of the loans/financial instruments.

- Assessing the net worth of joint ventures on the basis of latest available financial statements.
- Assessing the controls for grant of new loans and sighting the Board approvals obtained.
- Tracing loans advanced / repaid during the year to bank statement.
- Obtaining confirmations to assess completeness and existence of loans and advances given to joint ventures / group entities as on 31 March 2020.

2. Impact of COVID-19 Pandemic

(Refer note 57 to Consolidated Financial Statement)

Pursuant to outbreak of Coronavirus Disease (Covid-19) worldwide and its declaration as global pandemic, the Government of India declared lockdown on March 24, 2020 which led the temporary suspension of operations of the Group and has impacted the overall business activities of the Group. The Group is in business of Real Estate development on its own and through joint ventures and leasing of commercial space. These lockdowns and restrictions due to COVID-19 pandemic have posed significant challenges to the businesses of the Group. This required the Group to assess impact of COVID-19 on its operations. The Group has assessed the impact of COVID-19 on the future cash flow projections. In view of the above, we identified impact of COVID-19 on going concern as a key audit matter.

How the matter was addressed in our audit

Obtained an understanding of key assumptions adopted by the Group in assessing the Impact based on our understanding of the Group's business.

Our procedures included:

- Reviewed the status of long-term borrowings and Group's availment of moratorium to the repayment;
- Reviewed the receivables and inventory position as at 31st March 2020 on the date of report;
- Assessed impact of Government's announcement to lift the lockdown restrictions and Group's plan to re-start the construction activity in a phased manner;
- Assessed disclosures made in the consolidated financial statements with regard to the above Refer to note 57.

Other Information

The Holding Company's Board of Directors is responsible for the Preparation of other information. The other information comprises of the information included in the Annual Report, but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the Consolidated 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 Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated 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.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the Consolidated financial position, Consolidated financial performance and Consolidated cash flows of the Group including its Joint Ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and its Joint Ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and its Joint Ventures are responsible for assessing the ability of the Group and its Joint Ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its Joint Ventures are responsible for overseeing the financial reporting process of the Group and its Joint Ventures.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Holding 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 ability of the Group and its Joint Ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and Joint Ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its Joint Ventures of which we are independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

The Consolidated financial Statements includes financial statements of

- a) 2 subsidiary, whose financial statements reflects total assets of Rs. 20528.82/- Lakhs as at March 31, 2020, and total revenues of Rs Nil, total Net Loss after tax of Rs 890.05 for year ended on that date and net cash outflow of Rs 20.96 Lakhs for the year ended March 31, 2020 as considered in the Statement which have been audited by their respective independent auditors
- b) 2 Joint Ventures whose financial statements reflect Group's share of net profit (including other comprehensive income) of Rs 436.90 Lakhs for the year ended March 31, 2020, as considered in the Statement which have been audited by their respective independent auditors.

The independent auditors report on the financial statement of the entities referred above have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the Subsidiaries and Joint Venture, is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph above. Our opinion on the Consolidated Financial Statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. 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 of the aforesaid Consolidated Financial Statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.



- c) The Consolidated Balance Sheet, the Consolidated Profit and Loss statement (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor of its subsidiary and joint venture Company incorporated in India, none of the directors of the Group and its joint venture Company incorporated in India is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in "**Annexure A**", which is based on the auditors' reports of the Group and joint venture Company incorporated in India.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on consideration of the report of the other auditors on separate financial statements:
 - i. The Consolidated Financial Statements disclose the impact of pending litigations on its Consolidated Financial Position of the Group and its joint ventures – Refer Note 41 to the Consolidated Financial Statements.
 - ii. Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group and its joint venture company incorporated in India.

For Rajendra & Co

Chartered Accountants
Firm's Registration No. 108355W

Akshay R. Shah

Partner
Membership No. 103316
UDIN 20103316AAAACH6755
Place: Mumbai
Date: June 29, 2020

**ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT
ON THE CONSOLIDATED FINANCIAL STATEMENTS OF MARATHON NEXTGEN REALTY LIMITED**

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Opinion

In conjunction with our audit of the Consolidated Financial Statements of the Holding Company as of and for the year ended March 31, 2020, we have audited the internal financial controls with reference to consolidated financial statements of **MARATHON NEXTGEN REALTY LIMITED** (hereinafter referred to as "the Holding Company"), its Subsidiary (together "the Group") and its joint venture company incorporated in India, as of that date.

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors, as referred to in the Other Matters paragraph, the Group and its joint venture company incorporated in India, have, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls with reference to Consolidated financial statements were operating effectively as at March 31, 2020, based on the internal control with reference to Consolidated financial statements criteria established by the Holding 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 (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Group and its joint venture company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by Holding Company, considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group and its joint venture company incorporated in India, internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated 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 system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated 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 Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence obtained by us and the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group and its joint venture company incorporated in India, internal financial controls system over financial reporting.

Meaning of Internal Financial Controls with reference to consolidated financial statements

A Company's internal financial control with reference to consolidated 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 control with reference to Consolidated 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to Consolidated 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 consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matters

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one subsidiary and one joint venture company incorporated in India, is based on the corresponding reports of the auditors of such company incorporated in India.

For Rajendra & Co

Chartered Accountants
Firm's Registration No. 108355W

Akshay R. Shah

Partner
Membership No. 103316
UDIN 20103316AAAACH6755

Place: Mumbai
Date: June 29, 2020

Consolidated Balance Sheet as at 31 March, 2020

(₹ in Lakhs)

Particulars	Note No.	As at 31 March 2020	As at 31 March 2019
ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	894.41	1,009.77
(b) Investment Property	4	15,715.69	11,226.67
(c) Goodwill on consolidation	5	12,522.52	9,848.83
(d) Rights-of-use assets		243.04	-
(e) Investment in Joint Ventures	6A	2,274.87	1,837.98
(f) Financial Assets			
(i) Investments	6B	359.78	329.70
(ii) Loans	7	56,018.32	42,246.30
(iii) Other Financial Assets	8	915.45	785.68
(g) Deferred Tax Assets (Net)	9A	178.63	61.04
(h) Income Tax Assets (Net)	10	887.06	1,806.67
(i) Other Non-current Assets	11	0.29	0.38
Total Non - Current Assets		90,010.06	69,153.03
2 Current assets			
(a) Inventories	12	51,367.58	51,189.62
(b) Financial Assets			
(i) Trade Receivables	13	2,182.03	550.49
(ii) Cash and Cash Equivalents	14	1,228.41	781.92
(iii) Bank balances other than (ii) above	15	3,804.20	3,739.41
(iv) Loans	16	8,906.54	22,172.16
(v) Other Financial Assets	17	1,709.59	56.06
(c) Other Current Assets	18	2,504.30	2,140.92
Total Current Assets		71,702.65	80,630.58
Total Assets (1+2)		1,61,712.71	1,49,783.60
EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	19	2,300.00	2,300.00
(b) Other Equity			
(i) Equity Attributable to the owner of the company	20	57,025.17	58,442.58
(c) Non Controlling Interest	21	428.95	1,389.96
Total Equity		59,754.12	62,132.54
LIABILITIES			
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	43,475.40	35,304.80
(ii) Other Financial Liabilities	23	657.96	349.98
(b) Provisions	24	2,430.15	214.70
(c) Other Non Current Liabilities	25	143.36	93.67
(d) Deferred Tax Liabilities (Net)	9B	24.09	50.62
Total Non - Current Liabilities		46,730.96	36,013.76
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	26	8,375.85	5,883.44
(ii) Trade Payables			
Total outstanding dues of micro and small enterprises	27a	239.98	55.33
Total outstanding dues of other than micro and small enterprises	27b	14,445.49	14,371.42
(iii) Lease Liabilities	40	264.97	-
(iv) Other Financial Liabilities	28	6,236.95	3,251.12
(b) Provisions	29	168.07	25.21
(c) Income Tax liabilities (net)		14.40	-
(d) Other Current Liabilities	30	25,481.92	28,050.77
Total Current Liabilities		55,227.63	51,637.30
Total Equity and Liabilities (1+2+3)		1,61,712.71	1,49,783.60

See accompanying notes forming part of the financial statements

As per our report of even date attached.

For Rajendra & Co.

Chartered Accountants

ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors**Akshay R. Shah**

Partner

Membership No. 103316

Place: Mumbai**Date: June 29, 2020****Chetan R. Shah**

Chairman & MD

DIN: 00135296**Place: Mumbai****Date: June 29, 2020****S. Ramamurthi**

CFO & WTD

DIN: 00135602**K. S. Raghavan**

Company Secretary

Consolidated Statement of Profit and Loss for the year ended 31 March, 2020

(₹ in Lakhs except Earning Per Share)

Particulars	Note No.	For the year ended 31 March 2020	For the year ended 31 March 2019
I Revenue from Operations	31	24,113.22	8,224.270
II Other Income	32	830.12	67.20
III TOTAL INCOME (I+II)		24,943.34	8,291.47
IV Expenses			
(a) Project Development Expenses	33	12,888.27	2,341.79
(b) Changes in inventories of finished goods and construction work-in-progress	34	1,535.31	(1,270.57)
(c) Employee Benefits Expense	35	1,118.66	616.17
(d) Depreciation and Amortisation	38	567.70	180.62
(e) Finance Costs	36	4,102.00	2,115.94
(f) Other Expenses	37	2,137.89	1,329.47
TOTAL EXPENSES		22,349.83	5,313.42
V PROFIT BEFORE TAX (III-IV)		2,593.51	2,978.05
VI Tax Expense:			
(a) Current Tax	39	637.00	642.30
(b) Deferred Tax	39	(100.64)	15.46
(c) Excess provision of Tax related to earlier periods		(0.35)	(70.86)
TOTAL TAX EXPENSES		536.01	586.90
VII PROFIT FOR THE YEAR (V-VI)		2,057.50	2,391.15
VIII Share of Profit / (Loss) in Joint Ventures		436.90	758.93
IX Profit for the year (VII+VIII)		2,494.40	3,150.08
X OTHER COMPREHENSIVE INCOME (OCI)			
A Items that will not be reclassified subsequently to Profit or Loss			
(i) Remeasurement of Defined Benefit Obligation		(21.97)	(8.91)
(ii) Income Tax effect on above remeasurement	9	6.18	2.56
TOTAL OTHER COMPREHENSIVE INCOME/(LOSS) [NET OF TAX]		(15.79)	(6.34)
XI TOTAL COMPREHENSIVE INCOME FOR THE YEAR		2,478.61	3,143.74
Profit for the year attributable to:			
(i) Owners of the Company		2,408.01	3,147.78
(ii) Non-controlling interest		86.39	2.30
Other Comprehensive Income for the year attributable to:		2,494.40	3,150.08
(i) Owners of the Company		(14.44)	(6.32)
(ii) Non-controlling interest		(1.35)	(0.02)
Total Comprehensive Income for the year attributable to:		(15.79)	(6.33)
(i) Owners of the Company		2,393.57	3,141.45
(ii) Non-controlling interest		85.04	2.28
XII EARNING PER EQUITY SHARE (FACE VALUE OF ₹ 5) IN ₹		2,478.61	3,143.73
(1) Basic	40	5.23	6.84
(2) Diluted	40	5.23	6.84

See accompanying notes forming part of the financial statements

In terms of our report attached

For Rajendra & Co.

Chartered Accountants

ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors
Akshay R. Shah

Partner

Membership No. 103316

Place: Mumbai
Date: June 29, 2020
Chetan R. Shah

Chairman & MD

DIN: 00135296
Place: Mumbai
Date: June 29, 2020
S. Ramamurthi

CFO & WTD

DIN: 00135602
K. S. Raghavan

Company Secretary

Consolidated Statement of Changes in Equity for the year ended 31 March, 2020

a) Equity Share Capital

(₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance As at March 31, 2018	2,30,00,000	2,300.00
Change for the year	2,30,00,000	-
Addition on sub-division of share [Refer Note 18C]		
Balance As at March 31, 2019	4,60,00,000	2,300.00
Change for the year	-	-
Balance As at March 31, 2020	4,60,00,000	2,300.00

b) Other Equity

For FY 2018-19

(₹ in Lakhs)

Particulars	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total other Equity
i Balance as at April 1, 2018	(1,301.19)	543.73	19,478.70	33,910.31	19.60	52,651.15
ii Profit for the Year	-	-	-	3,147.78	-	3,147.78
iii Elimination effect [Refer Note 20.2]	-	-	-	3,759.08	-	3,759.08
iv Remeasurement of defined benefit plan (net off deferred tax)	-	-	-	-	(6.32)	(6.32)
v Dividend paid (Including Dividend Distribution Tax)	-	-	-	(1,109.11)	-	(1,109.11)
Balance as at March 31, 2019	(1,301.19)	543.73	19,478.70	39,708.06	13.28	58,442.58

For FY 2019-20

(₹ in Lakhs)

Particulars	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total other Equity
i Balance as at April 1, 2019	(1,301.19)	543.73	19,478.70	39,708.06	13.28	58,442.58
ii Adjustment on initial application of IND AS 116 (net of tax) [Refer Note 2.10]	-	-	-	(32.38)	-	(32.38)
iii Profit for the Year	-	-	-	2,408.01	-	2,408.01
iv Remeasurement of defined benefit plan (net of deferred tax)	-	-	-	-	(14.44)	(14.44)
v Effect of change in proportion of Non Controlling interest	-	-	-	(3,501.32)	-	(3,501.32)
vi Dividend paid (Including Dividend Distribution Tax)	-	-	-	(277.28)	-	(277.28)
Balance as at March 31, 2020	(1,301.19)	543.73	19,478.71	42,086.79	1.62	60,809.66

The accompanying notes are an integral part of financial statements.

As per our report of even date attached.

For Rajendra & Co.

Chartered Accountants

ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors**Akshay R. Shah**

Partner

Membership No. 103316

Chetan R. Shah

Chairman & MD

DIN: 00135296**S. Ramamurthi**

CFO & WTD

DIN: 00135602**K. S. Raghavan**

Company Secretary

Place: Mumbai**Date: June 29, 2020****Place: Mumbai****Date: June 29, 2020**

Consolidated Cash Flow Statement for the year ended 31 March, 2020

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax:	2593.51	2978.05
<u>Adjustment for:</u>		
Depreciation/Amortisation	567.70	180.62
Finance Cost	4102.00	2115.94
Interest Income	(752.94)	(67.20)
Profit on sale of Properties, Plants and Equipments	2.95	(0.03)
Provision for doubtful debt and other provision	42.78	31.05
Fair value of investment through Profit and Loss Account	(30.08)	(22.52)
Share in Profit to Non controlling interest	182.87	(2.30)
Operating profit before Working Capital changes	6708.79	5213.62
<u>Adjustments for changes in Working capital</u>		
(Increase)/Decrease in Inventories [Refer Note 4.1]	(4895.57)	(24012.04)
(Increase)/Decrease in Trade Receivables	(1632.59)	(546.57)
(Increase)/Decrease in Other Financial Assets - Non current and current	(1783.29)	(752.52)
Increase/(Decrease) in Other Non current and current Assets	(363.29)	(443.97)
Increase/(Decrease) in Trade Payables and other Payable	258.72	3389.23
(Increase)/Decrease in Other Financial Liabilities - Non current and current	3293.81	149.23
Increase/(Decrease) in Other Non current and current Liabilities	(2827.38)	27674.37
Increase/(Decrease) in Provisions - Non current and current	2316.57	104.58
Cash generated from/ (used in) operations	1075.77	10775.93
Income taxes (paid) (Net)	1078.13	(713.15)
Net Cash from / (used in) operating activities	2153.90	10062.78
B CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant & equipment	27.67	(879.61)
Acquisition of Non-current investments	(436.89)	(21.63)
Acquisition of Investment Property	0.00	0.00
Movement in other Bank Balances	(64.79)	(3724.26)
Interest & Dividend received on Investments	752.94	67.20
Loan and advances given	(506.42)	(16759.28)
Goodwill on acquisition of Subsidiaries	(2673.69)	(9848.83)
Acquisition of additional stake in subsidiary	(4645.20)	0.00
Net Cash from/(used in) investing activities	(7546.38)	(31166.42)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceed /(Repayment) of Long term and short term borrowings	10663.01	22146.51
Dividend (Including Tax on Dividend) paid	(277.28)	(1109.11)
Finance cost paid	(4102.00)	(2115.94)
Payment of lease Liabilities	(227.79)	1389.96
Net Cash from/(used in) financing activities	6055.94	20311.43
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	663.47	(792.20)
Cash and Cash Equivalents (Opening balance)	256.72	1048.92
Cash and Cash Equivalents (Closing balance)	920.19	256.72
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	663.47	(792.20)

Consolidated Cash Flow Statement for the year ended 31 March 2020

DISCLOSURE AS REQUIRED BY IND AS 7

Reconciliation of liabilities arising from financing activities

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1. <u>Long term and short term Borrowings</u>		
Opening Balance	42,927.27	20,780.76
Cashflow (outflow)/inflow	10,663.01	22,230.60
Fair Value Changes	999.50	84.11
Addition on acquisition of subsidiary	3,873.99	-
Closing Balance	56,464.77	42,927.25
2. <u>Lease Liabilities</u>		
Opening Balance	-	-
Cashflow (outflow)/inflow	744.67	439.75
Fair Value Changes	113.43	113.43
Closing Balance	631.24	326.32

Note A:- The amount of undrawn Borrowing Facility & Bank overdraft is ₹. 29,742.35/- Lakhs that will be available for future operating activities and settle the capital commitments.

Note B:- Previous year's figures have been regrouped /reclassified wherever necessary to corresponds with the current year's classification / disclosures.

Note C:- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (IND AS) 7 - "Statement of Cash Flows"

Note D:- Reconciliation of cash and cash equivalents with the balance sheet

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash and cash equivalents	10.82	6.01
Balances with banks		
- In current accounts	1,045.39	723.66
- Margin money with Bank and NBFC - original maturity of 3 months or less	172.20	52.25
Sub Total	1,228.41	781.92
Less:- Book Draft shown in Note No.28	(308.22)	(525.20)
Total	920.19	256.72

As per our report of even date attached.

For Rajendra & Co.
Chartered Accountants
ICAI Firm Registration No. 108355W

For and on behalf of the Board of Directors

Akshay R. Shah
Partner
Membership No. 103316

Place: Mumbai
Date: June 29, 2020

Chetan R. Shah
Chairman & MD
DIN: 00135296

Place: Mumbai
Date: June 29, 2020

S. Ramamurthi
CFO & WTD
DIN: 00135602

K. S. Raghavan
Company Secretary

Notes forming part of the consolidated financial statements

NOTE 1. NATURE OF OPERATIONS

I Corporate Information:-

Marathon Nextgen Realty Limited ("the Company") was incorporated under the provision of the Companies Act, 1956 on 13 January 1978. The Company is a public limited Company domiciled in India and having its registered office at Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai 400 013

The equity shares of the Company are listed on Bombay Stock Exchange of India Limited (BSE) and National Stock Exchange of India Limited (NSE). The Company is registered with the Ministry of Corporate Affairs under CIN L65990MH1978PLC020080.

The Company is primarily engaged in the business of construction, development and sale of commercial and residential real estate projects. The core business activities are carried out under various business model likes own development, through joint ventures and joint development and other arrangements with third parties.

The consolidated financial statement comprises financial statements of the Company together with its subsidiaries, and Joint Venture (collectively referred to as the 'Group') for the year ended March 31,2020. The Group is engaged primarily in the business of real estate development.

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES :-

2.1 Basis of preparation of the Financial Statement and its measurement :-

(a) Statement of Compliance :

These Consolidated Financial Statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the Section 133 of the Companies Act, 2013 ("the 2013 Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, and the relevant provisions and amendments, as applicable. The Consolidated Financial Statements have been prepared on accrual basis under the historical cost convention except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

These Consolidated financial statements were authorised for issue by the Company's Board of Directors on June 29, 2020.

(b) Basis of consolidation :

The consolidated financial statements comprise of financial statements of the Company and its subsidiaries and joint arrangements for which the Company fulfils the criteria pursuant to Ind AS 110 and joint Venture within the scope of Ind AS 28.

Subsidiaries:-

Subsidiaries are entities controlled by the Company. Control exists if and only if all of the following conditions are satisfied –

- (a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- (b) Exposure, or rights to variable returns from its involvement with the investee; and
- (c) The ability to use its power over the investee to affect the amount of the investors' returns

Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of the subsidiaries are consolidated on a line-by-line basis and intra-group balances and transactions including unrealised gain / loss from such transactions are eliminated upon consolidation. The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Details of subsidiaries considered in the CFS are as under

1. Marathon Nextgen Township Private Limited (MNTPL) :- Wholly Owned Subsidiary
2. Terrapolis Assets Private Limited :- Wholly Owned Subsidiary w.e.f. 31.03.2020
3. Sanvo Resorts Private Limited :- Subsidiary through MNTPL (91% holding)

Joint ventures:-

A joint venture is a type of joint arrangement whereby the parties have joint control of the arrangement and have rights to the net assets of the arrangement. Joint Control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group's investments in joint venture are accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of

net assets of joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

The financial statements of joint ventures are prepared for the same reporting period as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

(c) Functional and presentation currency :

These consolidated financial statements are presented in Indian rupees (INR), which is the Group's functional currency. All financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, unless otherwise stated.

(d) Operating Cycle:-

The normal operating cycle in respect of operation relating to under construction real estate project depends on signing of agreement, size of the project, phasing of the project, type of development, project complexities, approvals needed. Accordingly, project related assets & liabilities have been classified into current & non-current based on operating cycle of the respective projects.

(e) Use of estimates and judgements :

The preparation of the Consolidated financial statements in conformity with recognition and measurement principles of Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Estimates and underlying assumptions are reviewed on an ongoing basis. They are based on the historical experience and other factors, including expectations of future events that may have financial impact on the Group and are believed to be prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/ materialise.

The areas involving critical estimates and judgments are:

(i) Evaluation of Percentage Completion:-

Determination of revenues under the percentage of completion method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The effect of changes, if any, to estimates is recognised in the financial statements for the period in which such changes are determined.

(ii) Impairment of Non Financial Assets:

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

(iii) Impairment of Financial Assets:

The impairment provisions for financial assets are based on assumptions about the risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(iv) Estimation of useful life of property, plant and equipments:

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice. Assumptions also need to be made, when the Group assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

(v) Recognition and Measurement of Defined Benefit Obligations:

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, expected return on plan assets, trends in salary escalation and attrition rate. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post employment benefit obligations.

(vi) Fair Value Measurement of Financial Instruments:

When the fair values of the financial assets and liabilities recorded in the Balance Sheet cannot be measured based on the quoted market prices in active markets, their fair value is measured using valuation technique. The inputs to these models are taken from the observable market wherever possible, but where this is not feasible, a review of judgement is required in establishing fair values. Any changes in assumptions could affect the fair value relating of financial instruments.

(vii) Classification of Investment property:

The Group determines whether a property is classified as investment property or as inventory:

- (a) Investment property Group land and buildings that are not occupied for use by, or in the operations of, the Group, nor normally for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. These buildings are rented to tenants and are not intended to be sold in the ordinary course of business.

(b) Inventory comprises property that is held for sale in the ordinary course of business. Principally these are properties that the Group develops and intends to sell before or on completion of construction.

(viii) Estimation of recognition of deferred tax assets, availability of future taxable profit against which tax losses carried forward can be used.

(ix) Estimation on discounting of retention money payable

(f) Measurement of fair values :

The Group's accounting policies and disclosures require the measurement of fair values, for financial instruments:-

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in these financial statements is determined on such a basis, except leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

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

2.2 Property, Plant and Equipment :-

All the items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs 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 Group 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 period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

The Group depreciates its property, plant and equipment (PPE) over the useful life on straight line method in the manner prescribed in Schedule II to the Act. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act. The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Depreciation on additions / deletions is calculated pro-rata from the date of such addition / deletion, as the case maybe.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

2.3 Investment Properties :-

Investment property is property held to earn rental income or for capital appreciation or for both, but normally not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Based on technical evaluation and consequent advice, the Management believes a period of 60 years as representing the best estimate of the period over which investment properties are expected to be used. Accordingly, the Company depreciates investment property over a period of 60 years. Any gain or loss on disposal of investment property is recognised in the Statement of Profit and Loss.

2.4 Inventories :-

- a. Inventories comprise of: (i) Finished Inventories representing unsold premises in completed projects (ii) Construction Work in Progress representing properties under construction / development **and**
- b. Inventories are valued at lower of cost and net realisable value
- c. Cost of construction / development is charged to the Statement of Profit and Loss in proportion to the revenue recognised during the period and the balance cost is carried over under Inventory as part of either Construction Work in Progress or Finished inventories. Cost of construction / development includes all costs directly related to the Project (including finance cost attributable to the project) and other expenditure as identified by the Management which are incurred for the purpose of executing and securing the completion of the Project (net off incidental recoveries / receipts) up to the date of receipt of Occupation Certificate of Project from the relevant authorities. Construction Work in Progress includes cost of land, premium for development rights, construction costs, allocated interest and expenses incidental to the projects undertaken by the Group.

2.5 Financial Instruments:

(a) Financial Assets:-

(i) Classification

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

(ii) Initial Recognition and Measurement

All financial assets (not measured subsequently at fair value through profit or loss) are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

(iii) Subsequent Measurement

For purposes of subsequent measurement financial assets are classified into two broad categories:

- a. Financial asset at fair value
- b. Financial asset at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in profit or loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

(iv) Equity Investments

All equity investments other than investment in subsidiaries and joint venture are measured at fair value. Equity instruments which are held for trading are classified as at Fair Value Through Profit & Loss (FVTPL). For all other equity instruments, the Group decides to classify the same either as at Fair Value Through Other Comprehensive Income (FVTOCI) or FVTPL. The Company makes such selection on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

- (v) A financial asset mainly debt that meets the following 2 conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

- **Business Model Test** : the objective of the Group's model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes)
- **Cash Flow Characteristics Test**: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following 2 conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test : the financial asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different basis.

All other financial assets are measured at fair value through profit or loss.

(v) De-recognition:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset.

(vii) Impairment of Financial Asset

The Group assesses impairment based on expected credit losses (ECL) model to the following:

- Financial asset measured at amortised cost
- Financial asset measured at fair value through other comprehensive income Expected credit losses are measured through a loss allowance at an amount equal to:

- 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For financial assets other than trade receivables, as per Ind AS 109, the Group recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, considering historical trend, industry practices and the business environment in which the Group operates or any other appropriate basis.

The Group's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

(b) Financial Liabilities:-

(i) Classification

The Group classifies all financial liabilities as subsequently measured at amortised cost or at fair value through profit or loss.

(ii) Initial Recognition and Measurement

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

(iii) Subsequent Measurement

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Any difference between proceeds (net of transaction cost) and the redemption amount is recognised in profit or loss over the period of borrowing using the effective interest rate method. Fees paid on the establishment of loan facilities are recognised as transaction cost of the loan to the extent that it is probable that some or all of the facility will be drawn down.

(iv) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(c) Equity Instruments

An equity instrument is a contract that evidences residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recognised at the proceeds received net off direct issue cost.

2.6 Cash and Cash Equivalents :-

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, bank overdraft, deposits held at call with financial institutions, 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.

2.7 Revenue Recognition :-

(a) Revenue from contracts with customers :-

The Group undertakes the business of construction of residential and commercial properties. The ongoing contracts with customers are construction of residential & commercial buildings, and others.

The Group has adopted Ind AS 115, Revenue from Contracts with Customers, with effect from 01 April 2018. The Company has applied the following accounting policy for revenue recognition: Revenue from contract with customer is recognised, on execution of agreement when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the Group is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). An asset created by the Group's performance does not have an alternate use and as per the terms of the contract, the Group has an enforceable right to payment for performance completed till date. Hence the Group transfers control of a good or service

over time and, therefore, satisfies a performance obligation and recognises revenue over time. The Group recognises revenue at the transaction price which is determined on the basis of agreement entered into with the customer. The Group recognises revenue for performance obligation satisfied over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation

(b) Dividend Income :-

Dividend Income is accounted when the right to receive the same is established.

(c) Interest Income

Interest income is accounted on accrual basis on a time proportion basis.

(d) Rental Income :-

Rental Income from investment property is recognised in consolidated statement of profit and loss on straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

2.8 Current and Deferred Taxes :

(a) Current Tax:

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to / recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with the tax laws as applicable.

(b) Deferred Tax:

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount.

Deferred tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

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

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

Current and deferred tax for the year:

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively

2.9 Employee Benefits :

(a) Short term employee benefits:

Short term Employee Benefits are recognised as an expense on accrual basis at the undiscounted amount in the statement of profit and loss of the year in which related service is rendered.

(b) Post Employment Benefits

Unfunded Post employment and other long term employee benefits are recognised as expense in the statement of profit and loss for the year in which the Employees have rendered services. The expense is recognised at the present value of the amount payable determined using actuarial valuation techniques as per actuary report obtained at the year end.

Re-measurement of Defined Benefit Plans in respect of post-employment are charged to the Other Comprehensive Income.

2.10 Leases:

Operating Lease

The Group assesses at the contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee:-

The Group applies a single recognition and measurement approach for all leases, except for short - term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. Ind AS 116 supersedes Ind AS 17 Leases including its appendices sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases in the balance sheet.

The Group adopted Ind AS 116 using the modified retrospective method of adoption, with the date of initial application on April 1, 2019. The Group elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at April 1,

2019. Instead, the Group applied the standard only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C of Ind AS 17 at the date of initial application. The Group also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets).

Effective April 1, 2019 the company has adopted IND AS 116 'Leases' and applied the same on all lease contracts existing on April 1, 2019 using modified retrospective approach. Under this approach Right- To-Use Asset and corresponding Lease Liability have been recognised at ₹.743.42 Lakhs. Accordingly the comparatives for the year ended March 31, 2019 have not been retrospectively adjusted and there is impact on opening reserves of ₹.32.38 Lakhs.

The effect of this adoption is not material to the current financial statements and earnings per share for the year ending March 31, 2020. Due to application of IND AS 116 for the year ended March 31, 2020, Depreciation and Finance cost has increased by ₹. 277.27 Lakhs & ₹. 69.37 Lakhs and other expenses have decreased by ₹. 299.84 Lakhs. The movement during the year in the balances of the Right-To-Use Asset and corresponding Lease Liability in Note 42.

As a lessor:-

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.11 Borrowing Cost

Borrowing costs are interest and other costs that the Group incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the time all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

All other borrowing costs are recognised as an expense in the period which they are incurred.

2.12 Earnings Per Share :

The Group reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'. Basic earnings per share is computed by dividing the net profit or loss attributable to the owner's of the company by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit or loss attributable to the owner's of the company by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti- dilutive.

2.13 Provisions, Contingent Liabilities and Contingent Assets :

A provision is recognised when the Group has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which the reliable estimate can be made. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material) and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognised though are disclosed, where an inflow of economic benefits is probable

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.14 Segment Reporting

The Chief Operational Decision Maker (CODM) monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. The operating segments are identified on the basis of nature of product/services

B. CHANGE IN SIGNIFICANT ACCOUNTING POLICIES

New and amended standards

1 Ind As 116:- Lease accounting:-

The Group adopted Ind AS 116 using the modified retrospective method of adoption, with the date of initial application on April 1, 2019. The Group elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at April 1, 2019.

Effective 1st April, 2019, the Group has adopted IND AS 116 "Leases" and applied to all to lease contracts existing on 1st April, 2019 using the modified retrospective method. Accordingly, previous period Information has not been restated. Company has recognized right-to-use as an asset and created equivalent Lease liability amounting to ₹.743.42 Lakhs. On adoption of this INDAS , the transition adjustment to retained earnings and the effect on the profit for quarter and year ended March 31,2020 is insignificant.

Note - 3 :- Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Freehold Land	Plant and Machinery	Office Equipments	Furniture, fixtures and fittings	Motor Vehicles	Computers	Total
Gross Block							
At 1st April 2019	2.58	1,184.20	109.30	113.33	286.61	14.26	1,710.27
Additions	-	2.06	3.38	-	-	2.70	8.14
Addition on acquisition of Subsidiary [Refer Note 5.1]	-	70.27	4.49	-	-	0.84	75.60
Sale / Discard	-	(75.72)	-	-	-	-	(75.72)
Gross Block as at 31 March 2020	2.58	1,180.81	117.17	113.33	286.61	17.80	1,718.29
Accumulated depreciation							
At 1st April 2019	-	346.73	90.40	76.33	176.70	10.34	700.50
Depreciation for the year	-	94.94	5.29	11.96	26.78	1.84	140.81
Addition on acquisition of Subsidiary	-	2.17	1.72	-	-	0.66	4.55
Disposal / Reclassification	-	(21.98)	-	-	-	-	(21.98)
Accumulated depreciation as at 31 March 2020	-	421.86	97.41	88.29	203.48	12.84	823.88
Net Block as at 31 March 2020	2.58	758.95	19.76	25.04	83.13	4.96	894.41

(₹ in Lakhs)

Particulars	Freehold Land	Plant and Machinery	Office Equipments	Furniture, fixtures and fittings	Motor Vehicles	Computers	Total
Gross Block							
At 1st April 2018	2.58	152.76	3.02	-	47.64	1.79	207.79
Additions	-	0.26	2.86	-	-	-	3.12
Addition on acquisition of Subsidiary	-	1,033.00	103.41	113.33	238.98	12.47	1,501.19
Sale / Discard	-	(1.82)	-	-	-	-	(1.82)
Gross Block as at 31 March 2019	2.58	1,184.20	109.30	113.33	286.61	14.26	1,710.27
Accumulated depreciation							
At 1st April 2018	-	23.64	0.59	-	41.85	0.74	66.82
Addition on acquisition of Subsidiary	-	308.68	88.72	76.23	133.65	9.11	616.39
Depreciation for the year	-	14.82	1.10	0.10	1.19	0.49	17.70
Disposal / Reclassification	-	(0.41)	-	-	-	-	(0.41)
Accumulated depreciation as at 31 March 2019	-	346.73	90.40	76.33	176.70	10.34	700.50
Net Block as at 31 March 2019	2.58	837.47	18.90	37.00	109.92	3.92	1,009.77

Note 3.1:- The Group has no restrictions on the realisability of its Property, Plant and Equipments and the same are free from any encumbrances except as disclosed in Note 22.1

Note 4 - Investments Properties

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Gross carrying amount at the beginning of the year	11,226.67	10,366.10
Add:- Transferred from Stock in Trade [Refer Note 4.1]	4,717.61	1,030.37
Less:- Depreciation	(228.59)	(169.80)
Net Carrying Value at the end of the year	15,715.69	11,226.67

Note 4.1:- During the year company has transferred 30,165 Sq.ft.s of saleable area. and 11 car parks from Inventory to investment properties based on the nature, characteristics and risk of the properties i.e. held to earn lease rent rather than sale in ordinary course of business as per Ind As 40.

Note 4.2:- Fair Value :-

Through company measures investment properties using cost based measurement, the fair value of investment property is based on the rate published by Government in ready recknor. Fair value measurement is categorised in level 3 fair value hierarchy.

Particular	Valuation Method	Fair Value as on 31 March 2020	Fair Value as on 31 March 2019
(i) Commercial Properties :- 108,840 [PY: 78,174] sq.ft.s of saleable area in Marathon Future X	Ready Recknor published by Government	18,415.70	13,228.68
(ii) 100 [PY: 89 No's] Car parks in Marathon Future X		650.00	578.50

Note 4.3:- Contractual Obligation:-

Company does not have any contractual obligation to purchase, construct or develop the investment properties or its repairs, maintenance or enhancement except Society maintenance charges and property tax.

Note 4.4:- Amounts recognised in profit and loss for investment properties

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Rental income derived from investment properties	1,489.93	336.81
Direct operating expenses (incl. repairs maintenance) generating rental income	331.05	55.49
Direct operating expenses (incl. repairs maintenance) not generating rental income	41.51	279.55
Profit arising from invested properties before depreciation	1,117.37	1.77
Depreciation for the year	(228.59)	(169.80)
Profit arising from invested properties	888.78	(168.03)

Note 4.5:- Leasing arrangement:-

Company as a lessor:- Company has recognised the Lease rent income of 95,002 [PY:25,924] sq.ft.s. of area given under operating lease

Particulars	As at	As at
	31 March 2020	31 March 2019
Not later than one year	1,786.92	663.76
Later than one year and not later than five years	5,179.58	2,731.06
later than five years	-	-
Lease income recognised during the year in the statement of profit and loss	1,489.93	336.81

Note 4.6:- Restriction on Realisability of investment property:-

Company has no restriction on the realisability of its investment properties except as disclosed in Note. 22.1

Note 5- Goodwill on consolidation

Following is the movement in Goodwill:

Particulars	As at	As at
	31 March 2020	31 March 2019
Balance at the beginning of the year	9,848.83	-
Additions/(Write off) during the year [Refer Note 5.1]	2,673.69	9,848.83
Balance at the end of the year	12,522.52	9,848.83

Note 5.1:- During the year, the group has acquired 5,17,500 Equity shares of ₹. 100/- each being 100 % of paid up equity capital of Terrapolis Asset Private Limited (TAPL) at a price of ₹.539.13/- per share aggregating to ₹. 2789.98 Lakhs from Marathon Realty Private Limited (Holding Company). TAPL is currently developing commercial project in Mulund known as "Millennium".

Note 6A - Investment in Joint Ventures

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Investment in equity instruments at cost- Unquoted		
Equity Shares of Columbia Chrome (I) Private Limited 5,208 [PY : 5,208] Equity shares of ₹. 100/- each	3.37	3.57
Investment in Limited Liability Partnership at cost- Unquoted		
Swayam Realtors & Traders LLP	2,271.50	1,834.41
Total	2,274.87	1,837.98

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Aggregate amount of quoted investment and market value thereof	-	-
Aggregate amount of unquoted investment	2,274.87	1,837.98
Aggregate amount of impairment in value of investment	-	-

Note 6B - Investments (Financial)

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
A) fair value through Profit and Loss A/c - Non-Trade Investments		
(i) Other Trade investment		
(a) Investment in Mutual Fund - Quoted (fair value through Statement of profit or loss)		
18,45,557.286 [PY: 18,45,557.286] Units of L&T Short Term Opportunities Fund - Reg - Growth	359.50	329.42
(b) Investment in Government Securities at amortised cost- Unquoted		
National Savings Certificate [Refer Note 6.5]	0.28	0.28
Total	359.78	329.70

Note 6.1:-			(₹ in Lakhs)
Particulars	As at		
	31 March 2020	31 March 2019	
Aggregate amount of quoted investment and market value thereof	359.50	329.42	
Aggregate amount of unquoted investment	0.28	0.28	
Aggregate amount of impairment in value of investment	-	-	

Note 6.2:- Category wise investments :			(₹ in Lakhs)
Particulars	As at		
	31 March 2020	31 March 2019	
(a) Investment measured at Fair Value Through Profit and Loss- Quoted	359.50	329.42	
(b) Investment measured at Fair Value Through Profit and Loss- Unquoted	-	-	
(c) Investment measured at Fair Value Through Other Comprehensive Income	-	-	
(d) Investment measured at cost	0.28	0.28	

Note 6.3:- Details of all partners, Capital and profit sharing ratio (PSR) in Limited Liabilities where Company is a partner

Name of LLP and Partner	As at 31 March 2020		As at 31 March 2019	
	PSR	Fixed capital	PSR	Fixed capital
Swayam Realtors and Traders LLP				
1. Adani Infrastructure and Developers Private Limited	60%	63.61	60%	63.61
2. Marathon Nextgen Realty Limited	40%	42.40	40%	42.40

Note 6.4:- Investment in Mutual fund is fair valued at closing Net Annual Value (NAV).

Note 6.5:- Investment in National Saving Certificate deposited with to Bombay Port Trust Ltd as security deposit.

Note 6.6:- The Group has given a non disposal undertaking relating to shares held by it in its Subsidiary company, Marathon Nextgen Township Pvt Ltd and Sanvo Resorts Private Limited as additional collateral relating to a Loan taken by its ultimate holding company Marathon Realty Private Limited.

Note 7 - Loans : Non Current			(₹ in Lakhs)
Particulars	As at		
	31 March 2020	31 March 2019	
At amortised cost,			
(a) Considered good – Secured	-	-	
(b) Considered good – Unsecured			
(i) Loan to Related Parties [Refer Note 51 and 7.2]	56,018.32	42,246.30	
(ii) To Others Loans and Advances	-	-	
(c) Loans and Advances which have significant increase in credit risk	-	-	
(d) Loan and advances – credit impaired	-	-	
Total Loans and Advances	56,018.32	42,246.30	
Less : Allowance for doubtful debts	-	-	
Total	56,018.32	42,246.30	

Note 7.1:- Loans and advances are granted to meet the business requirements of borrowers. Loans and Advances due from the subsidiary and associates and LLP are disclosed as loans to related parties.

Note 7.2:- The Group has changed the terms w.e.f. April 01, 2019 of its Inter corporate deposit (ICD) extended to Matrix Enclaves Project Developments Private Limited (MEPL) aggregating to Rs. 19,042.99 Lakhs as on March 31 2020. The new principal terms of the ICD are that there would be a moratorium extended to MEPL towards repayment of interest and principal for a period of five years ending March 31, 2024. Post this period the group would receive 20% of the gross revenue earned by MEPL to be payable quarterly. This arrangement would ensure that the group will earn a return at 12% compounded annual growth rate from April 01, 2019.

Note 8 - Other Financial Assets : Non-Current			(₹ in Lakhs)
Particulars	As at		
	31 March 2020	31 March 2019	
At amortised cost, Unsecured considered good unless otherwise stated			
(a) Security deposits	470.83	465.81	
(b) Margin Money deposits with bank having maturities of more than 12 months from the Balance Sheet date [Refer Note 8.1]	424.32	299.56	
(c) Other Deposits	20.30	20.30	
Total	915.45	785.68	

Note 8.1:- Margin money is held as lien by Bank and NBFC for amount borrowed by the company.

Note 9 - Deferred Tax Assets / (Liabilities)

(₹ in Lakhs)

Particulars	As at 31 March 2019	Adjustment on initial application of IND AS 116	Recognized in the statement of profit or loss	Recognized in other comprehensive income	As at 31 March 2020
A. Deferred Tax Assets:					
(i) Employee benefits	42.05	-	(5.17)	4.80	41.68
(ii) Property, plant and equipment	21.93	-	(0.22)	-	21.71
(iii) Investment Properties	60.51	-	99.43	-	159.94
(iv) Provision for doubtful debt	79.49	-	-	-	79.49
(v) Rights to Use Assets [Refer Note 2.10]	-	13.30	(0.54)	-	12.76
(vi) Borrowings	(134.03)	-	10.37	-	(123.66)
(vii) Fair value of Mutual Fund	(8.91)	-	(8.76)	-	(17.67)
(viii) Addition on acquisition of subsidiary	-	-	-	-	4.38
Total Deferred Tax Assets (9A)	61.04	13.30	95.11	4.80	178.63
B Deferred Tax Liabilities:					
(i) Employee benefits	(18.93)	-	(9.96)	1.38	(10.35)
(ii) Property, plant and equipment	69.55	-	15.49	-	54.06
(iii) Addition on acquisition of subsidiary	-	-	-	-	(19.62)
Net Deferred Tax Liabilities (9B)	50.62	-	5.53	1.38	24.09
		100.64	6.18		

Particulars	As at 31 March 2018	Recognized in the statement of profit or loss	Recognized in other comprehensive income	As at 31 March 2019
A. Deferred Tax Assets:				
(i) Employee benefits	31.54	7.93	2.56	42.05
(ii) Property, plant and equipment	27.10	(5.18)	-	21.93
(iii) Investment Properties	-	60.51	-	60.51
(iv) Provision for doubtful debt	30.73	48.76	-	79.49
(v) Adjustment on consolidation [Refer Note 20.2]	1,544.36	-	(1,544.36)	-
Total Deferred Tax Assets (A)	1,633.73	112.03	(1,541.80)	203.98
B Deferred Tax Liabilities:				
(i) Borrowings	-	(134.03)	-	(134.03)
(ii) Fair value of Mutual Fund	(15.45)	6.54	-	(8.91)
Total Deferred Tax Liabilities (B)	(15.45)	(127.49)	-	(142.94)
Net Deferred Tax Assets (9A)	1,618.28	(15.46)	(1,541.80)	61.04
A. Deferred Tax Liabilities:				
Addition on acquisition of Subsidiary	-	-	-	50.62
Net Deferred Tax Liabilities (9B)	-	-	-	50.62

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

The Group has recognised deferred tax asset to the extent that the same will be recoverable using the estimated future taxable income based on the approved business plans and budgets of the Group.

Note 10 - Non-Current Income Tax Assets (Net)

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Current tax for current year	487.99	44.70
(b) Current tax pertaining to prior years	399.07	1,761.97
Total	887.06	1,806.67

Note 10.1:- Refer Note 39A For tax reconciliation estimated income tax expense at statutory income tax rate to income tax expense reported in statement of profit and loss

Note 11 - Other Non-current Assets

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(a) Advance for purchase of Land	503.25	503.25
Less: Provision for doubtful advance [Refer Note 11.1]	(503.25)	(503.25)
(b) Other Current Assets	0.29	0.38
Total	0.29	0.38

Note 11.1:- The Group has entered into an agreement on 20th February, 2007 for development of property in Bengaluru with the owner of the land. Development work would commence once the regulatory compliances are met with. The group has paid an advance towards the joint venture on the basis of the agreement signed. The advance paid by the group is adequately secured by a collateral in the form of unencumbered land based on an agreement between the group and the Power of Attorney Holders in the form of a registered document. However, by way of abundant caution, the group has made a provision in the financials in the earlier period.

Note 12 - Inventories

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Inventories valued at lower of cost and net realizable value		
(a) Finished Goods including stock of Car Parks	5,521.70	7,912.89
(b) Construction Work in Progress	45,845.88	43,276.73
Total	51,367.58	51,189.62

Note 12.1:- In addition to note no 16, Inventory to the extent of ₹. 13,000 lakhs is also hypothecated / secured against a loan extended by Piramal Finance Limited to Marathon Realty Pvt Ltd the ultimate holding company of which the outstanding in its book as at March 31, 2020 aggregates to ₹. 11,622.20 Lakhs.

Note 13 - Trade receivables

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
At amortised cost, Unsecured considered good unless otherwise stated		
(a) Receivable from Related parties [Refer Note 51]	15.99	143.56
(b) From Others	2,334.55	574.39
Less: Provision for doubtful debts [Refer Note 49]	(168.51)	(167.46)
Total	2,182.03	550.49

Note 13.1:- No trade or other receivable are due from directors or other officers of the group either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member except given below.

Receivable includes amount due from :

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(A) Private Companies in which director is a director or member	15.99	136.75

Note 13.2:- Break-up for security details:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	2,148.22	406.93
Trade Receivables which have significant increase in Credit Risk	34.86	167.46
Trade Receivables - credit impaired	167.46	-
Less: Impairment Allowance (allowance for bad and doubtful debts)* [Refer Note 49]	(1.05)	-
Less: Provision for doubtful debts [Refer Note 49]	(167.46)	(167.46)
Total trade receivables	2,182.03	406.93

Trade receivables are non-interest bearing except stated in the agreement

*The provision for the impairment of trade receivable has been made on the basis of the expected credit loss

Note 14 - Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Balances with banks		
- In current accounts	1,045.39	723.66
- Margin money with Bank and NBFC - original maturity of 3 months or less	172.20	52.25
(b) Cash in hand	10.82	6.01
Total	1,228.41	781.92

Note 15 - Bank balances other than (Note 14) above

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Balances held as Margin Money/Security towards obtaining Bank Guarantees and borrowings	3,782.49	3,702.21
(b) Earmarked Accounts		
- Balance held under Escrow accounts	-	19.08
- Unpaid dividend account	21.41	17.82
- Fractional entitlement	0.30	0.30
Total	3,804.20	3,739.41

Note 15.1 :- Amount in escrow account represents the receipt towards the loan repayment as per terms of sanctioned.

Note 16 - Loans : Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Considered good – Secured	-	-
(b) Considered good – Unsecured		
(a) Loans to staff	4.66	2.64
(b) Inter Corporate Deposits given to related parties [Refer Note 51]	2,635.92	4,213.24
(b) Inter Corporate Deposits given to other than related parties	6,265.96	17,956.28
(c) Loans and Advances which have significant increase in credit risk	-	-
(d) Loan and advances – credit impaired	-	-
Total Loans and Advances	8,906.54	22,172.16
(c) Others	-	-
Total	8,906.54	22,172.16

Note 16.1:- No Loans are due from directors or other officer of the Company either severally or jointly with any other person Nor any loans are due from firm or any private companies respectively in which any director is a partner, a director or a member other than disclosed in related parties.

Note 17 - Others Financial Assets : Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Financial assets at amortised cost - (Unsecured, considered good)		
(a) Margin money with bank and NBFC maturity of less than 12 months	1,682.25	50.00
(b) Interest accrued on Investment	0.28	0.28
(c) Interest accrued on Deposits	14.53	2.27
(e) Other receivable		
- From Related Party [Refer No. 51]	2.10	5.94
- From others	115.95	103.08
Less: Provision for doubtful debts	(105.52)	(105.52)
Total	1,709.59	56.06

Note 18 - Other Current Assets

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
(a) Advance to suppliers	571.98	279.62
(b) Advance to Staff	-	0.05
(c) Prepaid expenses	30.63	54.80
(d) Balance with Government Authorities [Refer Note 18.1]	1,901.69	1,800.50
(e) Other Receivable	-	5.94
Total	2,504.30	2,140.92

Note 18.1:- Balances with Government Authorities includes MVAT appeal fees paid under protest [Refer Note 41.2]

Note 19 - Equity Share Capital

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
Authorised Share Capital		
10,05,00,000 Equity shares of ₹. 5/- each	5,025.00	5,025.00
[as at 31 March 2019: 10,05,00,000 equity shares of ₹. 5/- each]		
25,000 6% Redeemable Cumulative Preference shares of ₹. 100/- each	25.00	25.00
[as at 31 March 2019: 25,000, Preference shares of ₹. 100/- each]		
1,00,000 0% Cumulative Preference Shares of ₹. 100/- each	100.00	100.00
[as at 31 March 2019: 1,00,000, Preference shares of ₹100/- each]		
Total	5,150.00	5,150.00
Issued, Subscribed and Paid-up		
4,60,00,000 Equity shares of ₹ 5/- each	2,300.00	2,300.00
[as at 31 March 2019: 4,60,00,000 equity shares of ₹ 5/- each]		
Total	2,300.00	2,300.00

Note 19A:- Terms, rights & restrictions attached to**1. Equity Shares:-**

The Company has only one class of equity shares having a face value of ₹ 5/- per share [PY: ₹ 5/- per share]. Accordingly, all equity shares rank equally with regards to dividends & share in the holding company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holder of equity shares will be entitled to receive the remaining assets of the holding company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

2. Preference Shares:-

The Company has two classes of preference shares having face value of ₹ 100/- each. The preference shares rank ahead of equity shares in the event of liquidation.

Note 19B:- Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2020		As at 31 March 2019	
	No. of shares	Amount	No. of shares	Amount
Shares at the beginning of the year	4,60,00,000	2,300.00	2,30,00,000	2,300.00
Movement during the year				
Addition on sub-division of share [Refer Note 19C]	-	-	2,30,00,000	-
Outstanding at the end of the year	4,60,00,000	2,300.00	4,60,00,000	2,300.00

Note 19C:- The shareholders of the Company have approved sub-division of equity shares of the Company from one (1) equity share of face value ₹. 10/- each fully paid up into two (2) equity shares of face value ₹. 5/- each fully paid up, with effect from April 6, 2018.

Note 19D:- Shares held by Holding Company, its Subsidiaries and Associates

(₹ in Lakhs)

Particulars	As at	
	31 March 2020	31 March 2019
By Holding company		
3,44,82,646 equity shares of ₹ 5/- each (March 31, 2019: 3,44,82,646 equity shares of ₹ 5/- each) are held by Marathon Realty Private Limited	1,724.13	1,724.13

Note 19E:- Details of Shareholders holding more than 5% share in the company:-

Particulars	As at 31 March 2020		As at 31 March 2019	
	% holding	No. of Shares	% holding	No. of Shares
Marathon Realty Private Limited	74.96%	3,44,82,646	74.96%	3,44,82,646

Note 19F:- Equity shares movement during the 5 years preceding March 31, 2020.

(a) The Company has not issued any shares without payment being received in cash

(b) Equity shares issued as bonus:-

In FY 2015-16, the Company allotted 94,79,115 number of equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to ₹ 922.91 Lakhs and capital redemption reserve amounting to ₹ 25.00 Lakhs, pursuant to an ordinary resolution passed after taking the consent of shareholders in General Meeting held on December 10, 2015.

(c) Equity shares extinguished on buy-back

The Company bought back 54,37,345 number of equity shares for an aggregate amount of ₹ 14,952.70 Lakhs being 19.12% of the total paid up equity share capital at ₹ 275/- per equity share. The equity shares bought back were extinguished on July 6, 2017.

Note 20 - Other Equity
(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Capital Reserve		
Opening balance	(1,301.19)	(1,301.19)
Add:- Additions / (deletion)	-	-
Closing balance	(1,301.19)	(1,301.19)
(b) Capital Redemption Reserve		
Opening balance	543.73	543.73
Add:- Transferred from retained earning	-	-
Closing balance	543.73	543.73
(c) General Reserves		
Opening balance	19,478.70	19,478.70
Add:- Additions / (deletion)	-	-
Closing balance	19,478.70	19,478.70
(d) Retained Earnings		
Opening balance	39,708.06	33,910.31
Add:- Profit for the year	2,408.01	3,147.78
Add:- Elimination effect [Refer Note 20.2]	-	3,759.08
Less:- Adjustment on initial application of IND AS“116 (net of tax) [Refer Note 2.10]	(32.38)	-
Less:- Equity dividend paid	(230.00)	(920.00)
Less:- Dividend distribution tax paid on equity dividend	(47.28)	(189.11)
Less:-Effect of change in Proportion of Non Controlling Interest	(3,501.32)	-
Closing balance	38,305.09	39,708.06
(e) Other Comprehensive Income		
Opening balance	13.28	19.60
Additions / (Deletions) during the year	(14.44)	(6.32)
Closing balance	(1.16)	13.28
Total	57,025.17	58,442.58

Note 20.1:- The Company has as at March 31, 2020, acquired 240 shares of ₹. 100 each being 24% of the paid up equity capital of Sanvo Resorts Private Limited (SRPL), its step down subsidiary at ₹.19,35,500/- per share aggregating to ₹. 4645.20 Lakhs from Marathon Realty Private Limited (Ultimate Holding Company). Marathon Nextgen Township Private Limited a Wholly Owned subsidiary of the Company owns 67% of the paid up equity share capital of SRPL. The additional acquisition, result in to change in the proportion of equity held by Non-controlling interest. The difference between the fair value of consideration paid and change in the Non-controlling interest is directly adjusted in to the other equity.

Note 20.2:- Elimination effect is for differential treatment of interest between the Company and Joint Venture which is neutralized.

Note 20.3:- Nature and purpose of reserves:-
(a) Capital Reserve:-

As per provisions of Ind AS 103 'Business Combination', Capital reserve has been created which constitutes the difference between the fair market value and book value of the assets and liabilities arising out of the slump sale agreement that the company entered into with its Holding Company Marathon Realty Private Limited during the financial year 2017-18.

(b) Capital redemption reserve:-

As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilized in accordance with the provisions of section 69 of the Companies Act, 2013.

(c) General reserve:-

The general reserve is a free reserve which is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

(d) Retained Earnings :-

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

(e) Other Comprehensive Income (OCI):-

The Company has elected to recognize changes in the fair value of certain investments in equity shares in other comprehensive income. These changes are accumulated within the FVTOCI equity investment reserve within equity. Also Re-measurement of Defined Benefit Plan in respect of post employment are charged to Other Comprehensive Income.

Note 21 - Non Controlling Interest**(₹ in Lakhs)**

Particulars	As at	
	31 March 2020	31 March 2019
(a) In respect of 9% [PY 33%] holding in Sanvo Resorts Private Limited		
Share in Equity Capital	0.09	0.33
Share in Pre-Acquisition Profit/ Reserves	1,389.63	1,387.35
Change in the control [Refer Note 20.1]	(1,045.81)	-
Share in Profit for the period	85.04	2.28
Total	428.95	1,389.96

Note 22 - Borrowings : Non-Current**(₹ in Lakhs)**

Particulars	As at	
	31 March 2020	31 March 2019
Borrowings other than Related Parties		
Secured Loans		
(a) Term Loan from Banks	3,873.99	5,304.01
(b) Term Loan From Financial Institution / Others	43,576.11	31,585.61
(c) Deferred Payment Liabilities	638.82	154.21
	48,088.92	37,043.83
Less:- Amount disclosed under other current financial liabilities [Refer Note 28]	4,613.52	1,739.03
Total	43,475.40	35,304.80

Note 22.1:- Terms of Repayment, Security and guarantees:-

Name of Lender	Sanction Amount	O/S as on 31-03-2020	O/S as on 31-03-2019	Other Details
L & T Infrastructure Finance Co. Ltd	19,500.00	2,640.71	2,599.54	Rate of Interest:- MCLR plus 3.9 % i.e. 15.85% p.a. payable monthly. Repayment:- 8 equal quarterly installment after the moratorium period of 60 months. Security:- FSI of 26,253.15 sq mtrs of land of the Phase I, II & III of the project Marathon Embrace. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
L & T Infrastructure Finance Co. Ltd	5,000.00	4,928.36	4,925.65	Rate of Interest:- MCLR plus 3.9 % i.e. 16.45% p.a. payable monthly. Repayment :- Two annual equal installment of ₹. 2500 Lakhs after moratorium period of 7 years. Security :- FSI of 26,253.15 sq.mtrs. of land of the Phase I, II & III of the project Marathon Embrace. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
LIC Housing Finance Ltd [Refer Note 41.8]	13,600.00	12,763.38	13,097.04	Rate of Interest:- LHPLR minus 3% (11.60% p.a.) payable monthly. Repayment :- 180 Equal Monthly installment of ₹. 160.07 Lakhs.

Name of Lender	Sanction Amount	O/S as on 31-03-2020	O/S as on 31-03-2019	Other Details
				Security :- B-901, C-901, A-2102/03, A-2603, A-2402, A-2404, A-2604, A-603 admeasuring 87,118 sq.ft.s. of Saleable area of Marathon Future X. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
Kotak Mahindra Investment Ltd [Refer Note 41.8]	11,000.00	6,127.94	4,949.40	Rate of Interest:- MCLR plus 3.9% (i.e. 12.9% p.a.) payable Monthly. Repayment :- 24 equal monthly installment commencing from 25th month from the date of disbursement. Security :- FSI of 27th to 30th floor of Marathon Future x. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
Standard Chartered Bank	5,400.00	-	5,309.52	Rate of Interest:- MCLR Plus 0.40% (i.e. 9.8%p.a.) payable monthly. Repayment:- In 144 months. Lease rent of 37,114 sq fts of area of Marathon Future x. Security:- B - 602, A-603, A- 2601 admeasuring 37,114 sq.ft.s. of leased out area in Marathon Future X. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
LIC Housing Finance Ltd (Rental Discounting) [Refer Note 41.8]	6,400.00	6,388.03	-	Rate of Interest:- LHPLR minus 4.55% (10.25% p.a.) payable monthly. Repayment :- 180 Equal Monthly installment of ₹. 69.76 Lakhs. Security :- B - 602, A-603, A- 2601,2104 admeasuring 37,114 sq.ft.s. of leased out area in Marathon Future X. Personal Guarantee:- Personal Guarantee of Directors, Mr. Chetan R Shah and Mr. Mayur R Shah.
ICICI Bank Limited	12,500.00	3,873.99	-	Rate of Interest:- IMCLR plus 8.75% plus 3.75% payable monthly Repayment :- 24 equal monthly instalments commencing from June,2022 Security :- Development rights and free sale area approx 148927 sq fts in Millennia Project. Personal guarantee of Directors of the company.
Deferred Payment Liabilities - Equipment loan from HDFC Bank	128.00	622.90	128.00	Rate of Interest:- rages between 9% to 11% p.a. Repayment:- As per terms of Loan sanctioned Security:- Premises situated at Ground floor shop No 8 and shop No 5 to 13 on Mezzanine floor at Marathon Maxima owned by group company Vinotak Investment Private Limited. And DSRA as per terms of sanctioned.

Name of Lender	Sanction Amount	O/S as on 31-03-2020	O/S as on 31-03-2019	Other Details
Deferred Payment Liabilities - Vehicle Loan from Kotak Mahindra Prime Ltd	38.00	15.92	26.21	Rate of Interest:- ranges between 9% to 11% p.a. Repayment:- As per terms of Loan sanctioned Security:- hypothication on Vehicle
Piramal Finance Ltd	13,500.00	10,727.69	6,008.48	Rate of Interest:- 11.75% p.a. on construction loan payable monthly & there is reduction in interest rate on achiving required sales. Repayment:- 12 equal quarterly instalment after the completion of moratorium period of 36 months from the date of first disbursement. Security:- Land area 6.68 acres of land having 28,57,746 sq fts of saleble area consisting of 12 towers being developed by subsidiary company Sanvo resorts private Ltd and personal guarantee of Directors of the company. DSRA for one month interest
Amount disclosed under current financial liabilities [Refer Note 28]		(4,613.52)	(1,739.03)	
		43,475.40	35,304.80	

Note 23 - Other Financial Liabilities : Non-Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Carried at amortised cost		
(a) Other payable (Expenses) [Refer Note 23.1]	26.72	23.67
(b) Lease Rent Deposits Received	631.24	326.31
Total	657.96	349.98

Note 23.1:- Other Payable includes rent and municipal taxes payable to Bombay Port Trust relating to a cotton godown situated at Sewree. Discussions are on with the Port Trust authorities to settle the matter.

Note 24 - Provisions : Non Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Provision for Employee Benefits [Refer Note 44]		
Employees benefits (Gratuity)	201.05	156.86
Compensated Absences	64.39	57.84
(b) Provision for expenses [Refer Note 24.1]	2,164.71	-
Total	2,430.15	214.70

Note 24.1:- Provisions pertaining to land cost included in finished inventory.

Note 25 - Other Non Current Liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Deferred Rent	143.36	93.67
Total	143.36	93.67

Note 26 - Borrowings : Current
(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Secured Borrowings - at Amortised cost:		
From Bank- Cash Credit Facility	3,408.93	12.59
From Financial Institutions	-	2,047.00
Total Secured Borrowings (A)	3,408.93	2,059.59
(b) Unsecured Borrowings - at cost:		
Loans from related parties [Refer Note 49]	-	84.21
Total	-	84.21

Note 26.1:- Terms of Repayment, Security and guarantees:-

Name of Lender	Sanction Amount	O/S as on 31-03-2020	O/S as on 31-03-2019	Other Details
Piramal Finance Ltd	3,500.00	-	2,047.00	Rate of Interest:- 12.5% p.a. payable monthly and there is reduction in interest rate on achieving required sales. Repayment:- within 60 months from the date of first disbursement Security:- Land area 6.68 acres of land having 28,57,746 sq fts of saleable area consisting of 12 towers being developed by subsidiary company Sanvo resorts private Ltd and personal guarantee of Directors of the company. DSRA for one month interest.
Axis Bank Ltd	3412.50	3408.93	12.59	Rate of Interest:- Ranges 8.35% to 9.20% Repayment:- payable on demand Security:- Term deposits of ₹ 3500/- Lakhs

Note 27 - Trade Payables : Current
(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Carried at amortised cost		
(a) Total outstanding dues of micro and small enterprises [Refer Note 46]	239.98	55.33
(b) Total outstanding dues of creditors other than micro and small enterprises	14,445.49	14,371.42
Trade Payables	14,685.47	14,426.75
Trade Payables to related parties [Refer Note 51]	10,119.93	9,617.59
Trade Payables to Others	4,565.54	4,809.16
Total	14,685.47	14,426.75

Note 28 - Other Financial Liabilities : Current
(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Carried at amortised cost		
(a) Current maturities of long-term debt [Refer Note 22]	4,613.52	1,739.03
(b) Interest accrued but not due on long-term borrowing	199.79	180.24
(c) Unpaid dividend	22.78	19.19
(d) Director's remuneration payable	8.96	35.53
(e) Society dues [Refer Note 28.1]	637.92	665.46
(f) Other Payable	445.76	86.47
(g) Book overdraft	308.22	525.20
Total	6,236.95	3,251.12

Note 28.1:- Society Dues payable are after netting off of Fixed Deposit and interest accrued thereon of ₹ 79.54 Lakhs [PY: ₹ 52.07 Lakhs]

Note 29 - Provisions : Current

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Provision for Employee Benefits [Refer Note 44]		
Employees benefits (Gratuity)	19.07	8.09
Compensated Absences	11.33	9.80
(b) Provision for expenses [Refer Note 24.1]	130.04	-
Total	168.07	25.21

Note 30 - Other Current Liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Statutory dues	287.63	174.36
(b) Contract liabilities -Advance from customers against sale of units [Refer Note 43]	25,136.05	27,777.30
(c) Deferred Rent	43.18	20.54
(d) Advance lease rent received	-	13.66
(e) Others- Provision for expenses	15.06	64.92
Total	25,481.92	28,050.77

Note 31 - Revenue from Operations

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Sale of property (Commercial & Residential)	17,680.09	1,302.41
(b) Income from hiring and other charges	15.66	23.32
(c) Income from Rental	1,489.93	336.81
(d) Deferred Rent Income	53.57	13.08
(e) Interest Income from Project Advances	4,873.97	6,548.66
Total	24,113.22	8,224.27

Note 32 - Other Income

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Interest Income		
(1) Interest income on Fixed Deposits	381.89	17.56
(2) Interest on staff loan	2.27	0.51
(3) Interest on Income Tax Refund	123.30	-
(4) Interest on Loans and advances and others	245.48	15.53
(b) Other gains and losses		
(1) Fair Value gain on financial assets (mutual fund)	30.08	22.52
(c) Other Income		
(1) Booking Cancellation Charges	13.01	0.85
(2) Miscellaneous income	31.12	10.14
(3) Miscellaneous balance w/back	0.02	0.08
(4) Profit/(loss) on Sale of Property, Plant and Equipment	2.95	0.03
Total	830.12	67.20

Note 33 - Project Development Expenses

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Project cost incurred		
(1) Consumption of material	2,119.34	104.08
(2) Contract cost, labour and other charges	4,608.46	826.16
(3) Approval costs	1,280.48	58.54
(4) Finance cost	2,132.66	1,342.38
(5) Depreciation on Plant & Machinery	9.19	6.87
(6) Lease Rent	2,738.14	3.76
Total	12,888.27	2,341.79

Note 34 - Change in Inventory of Finished Goods and Construction Work in Progress

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Opening Inventory		
(i) Construction work in progress	43,276.73	18,326.61
(ii) Finished Inventories	7,912.89	9,881.35
Total Opening Inventory (a)	51,189.62	28,207.95
(b) Add:- Addition of acquisition of subsidiary [Refer Note 5.1]	6,430.88	22,741.46
<u>Less:</u>		
(c) Closing Inventory		
(i) Construction work in progress	45,845.88	43,276.73
(ii) Finished Inventories	5,521.70	7,912.89
Total Closing Inventory (c)	51,367.58	51,189.62
Less: (d) Transfer to investment [Refer Note 4.1]	4,717.61	1,030.37
(Increase) / Decrease in value (a+b-c-d)	1,535.31	(1,270.57)

Note 35 - Employee Benefits Expense

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Salaries and wages	871.85	424.46
(b) Gratuity [Refer Note 44]	33.59	11.31
(c) Contribution to provident and other funds	93.15	39.77
(d) Leave Salary	8.15	19.74
(e) Directors Remunerations	107.52	115.84
(f) Staff welfare expenses	4.40	5.05
Total	1,118.66	616.17

Note 36 - Finance Cost

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Interest expenses	6,050.45	3,373.40
(b) Other borrowing cost	50.67	69.80
(c) Interest on delayed payment	15.93	1.27
(d) Unwinding of discount on Financial Liabilities at amortised cost	48.24	13.86
(e) Finance cost as Ind As 116 [Refer Note 42]	69.37	-
Total Finance Cost	6,234.66	3,458.32
Less:- Finance Cost Capitalised to inventory [Refer Note 33 (4)]	2,132.66	1,342.38
Total	4,102.00	2,115.94

Note 37 - Other Expenses

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Advertisement, Promotion & Selling Expenses	732.44	8.25
(b) Compensation, Commission & Brokerage Expenses	202.60	87.05
(c) Directors sitting fees	6.80	9.30
(d) Power and Fuel	27.30	1.94
(f) Telephone & Internet Expenses	1.42	2.07
(g) Rent including lease rentals	34.54	241.39
(h) Repairs and Maintenance		
- Buildings/ Property	372.56	335.45
- Others	2.60	7.60
(l) Insurance	26.01	8.07
(j) Rates & Taxes	192.97	186.40
(k) Security Charges	57.74	98.62
(l) Travelling and Conveyance	24.96	5.08
(m) Printing & Stationery	16.95	5.77
(n) Legal and professional fees	190.29	101.51
(o) Payment to Auditors [Refer Note 37.1]	17.53	12.00
(q) Provision for doubtful debts	1.05	-
(r) Donation and Contribution	7.63	4.19
(s) CSR Expenses [Refer Note 47]	158.80	175.25
(t) Miscellaneous Expenses	63.70	39.53
Total	2,137.89	1,329.47

Note 37.1:- Payment to Auditor

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Services as statutory auditors	13.59	10.50
(b) Tax audit	2.50	1.50
(c) Others matters - certification service	1.45	-
Total	17.53	12.00

Note 38 - Depreciation and Amortisation

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Depreciation on Property, Plants and Equipments		
Depreciation on property, plant and equipment	140.81	17.70
Less:- Capitalised to Project	78.97	6.87
Depreciation charged to Profit and Loss A/c	61.84	10.83
(b) Depreciation on investment property	228.59	169.80
(c) Amortisation of Rights-of-use Assets [Refer Note 42]	277.27	-
Total (a+b+c)	567.70	180.62

Note 39 - Tax Expenses**Tax expense/(credit) recognized in the Statement of Profit and Loss**

(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Current tax		
Current Tax on taxable income for the year	637.00	642.30
Total current tax expense	637.00	642.30
(b) Deferred tax		
Deferred tax charge/(credit)	(100.64)	15.46
Total deferred income tax expense/(credit)	(100.64)	15.46
(c) Adjustment of Tax related to earlier period	(0.35)	(70.86)
Total tax expense (a+b+c)	536.01	586.90

A) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Enacted income tax rate in India applicable to the Company	29.12%	29.12%
Profit before tax	2,593.51	2,978.05
Current tax expenses on Profit before tax expenses at the enacted income tax rate in India	755.23	867.21
Adjustment on account difference in rate of tax adopted by subsidiary [Refer Note 39.2]	245.05	-
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income	67.18	7.53
taxability under section 28(via)	159.37	-
Deduction under section 23 and 24 of the Income Tax Act	(37.39)	(33.42)
Deduction under section 43 of the Income Tax Act	(3.29)	(134.02)
Other items	(66.79)	(23.83)
MAT Credit Utilised	(482.38)	(41.18)
Total income tax expense/(credit)	637.00	642.29
Effective Tax Rate	24.56%	21.57%

Note 39.1:- The Current tax expenses is provided in accordance with section 115JB Income Tax ,1961. The Company is eligible to carryforward the MAT credit as per the provision of section 115JAA of the Income Tax Act,1961.

Note 39.2:- A new Section 115BAA was inserted in the Income Tax Act, 1961, by The Government of India on September 20, 2019 vide the Taxation Laws (Amendment) Ordinance, 2019 which provides an option to companies for paying income tax at reduced rates in accordance with the provisions/conditions defined in the said section. The Company has decided to continue with the existing tax structure for the year ended March 31, 2020. One of the subsidiary have adopted the new rate. The entities where this option have been exercised, recognised provision for income tax on the basis of the rate prescribed in the said new section and re-measured its deferred tax assets/liabilities accordingly for the year ended March 31, 2020.

Note 40 - Earning Per Share
(₹ in Lakhs)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
<u>Earning per Share has been computed as under:</u>		
Profit/(Loss) for the year	2,408.01	3,147.78
Weighted average number of equity shares outstanding [Refer No. 40.1]	460.00	460.00
Earning per Share (₹)- Basic and Diluted (Face value of ₹ 5 per share)	5.23	6.84

Note 41:- Contingent liabilities (to the extent not provided for)
(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Claims against the Company not acknowledged as debts in respect of past disputed liabilities of		
(a) Income Tax [Refer Note 41.1]	4.31	4.31
(b) Sales Tax [Refer Note 41.2 and 41.3]	-	430.47
(c) Central Excise [Refer Note 41.4]	39.36	182.74
(d) Provident Fund [Refer Note 41.5]	38.83	38.83
(e) Service Tax [Refer Note 41.7]	-	395.00
(f) Employee State Insurance Corporation [Refer Note 41.6]	8.67	8.67
(g) Others [Refer Note 41.9]	296.60	135.50

On March 30, 2019, MCA has issued amendment regarding the income tax Uncertainty over Income Tax Treatments. As per the Company's assessment, there are no material income tax uncertainties over income tax treatments during the current financial year.

Note 41.1:- The holding Company has received orders passed u/s 143(3) r.w.s 147 read with Section 148 of Income Tax Act'1961 for AY 2010-11, 2011-12 and 2012-13 raising demand of ₹ 4.31 Lakhs. The holding company has filed appeals against these orders before the Commissioner of Income Tax. Matter. The matter is pending for hearing. Department has adjusted entire demand against Refund of a subsequent assessment year.

Note 41.2:- The Sales Tax Department of the Government of Maharashtra has completed the VAT assessments with respect to the returns filed by the holding Company on the sale of flats to the customers during the period beginning from June 2006 till March 2010 and determined the VAT and resultant interest and penalty. In FY 2016-17, The Company has availed an amnesty scheme under the Maharashtra Settlement of Arrears in Disputes Bill, 2016 in respect VAT for the period 2006 to 2008 and 2009-10. The liability assessed under amnesty scheme by nodal department has been duly discharged by the company. Subsequently September 29,2017, the Assistant Commissioner of Sales Tax - Investigation had suo moto passed an ex parte order raising a demand of ₹ 4,590.10 Lakhs along with applicable interest and penalties for the financial years 2006-07,2007-08 and 2009-10. The holding Company has challenged the order passed by the investigation wing and filed the appeal with Deputy Commissioner of Sales Tax and paid applicable fees of ₹ 459 Lakhs as duty under protest. The said matter is pending for hearing.

Note 41.3:- The Sales Tax department has issued notice of demand u/s 32 of The Maharashtra Value Added Tax Act, 2002 dated 26th February, 2015 for ₹ 430.46/- lakhs for the period 01.04.2008 to 31.03.2009. The said demand is under appeal and the Company expects that there will not be any liability on the same in future. The Company has availed amnesty scheme and discharges the liability towards full and final settlement of tax dues.

Note 41.4:- The company had received the demands from Central Excise department for various years against which company is under appeal before the appellate authorities. These matter pertain to the periods when the company was engaged in the manufacture of textiles. During the year, The Subsidiary company, SRPL, has availed amnesty scheme "Sabka Vishwas (Legacy Dispute Resolution) Scheme, 2019" notified by the CBIC and discharges liability by paying ₹. 38.67 lakhs towards full and final settlement of tax dues.

Note 41.5:- The Employees Provident Fund Organization have issued a show cause notice against the Company raising a claim of ₹ 38.83 lakhs purportedly being arrears pertaining to damages and delayed payment of interest. The Holding Company has appealed against the order in the Provident Fund Appellate Tribunal and pending hearing the recovery of principal interest and damages has been stayed.

Note 41.6:- The Employees' State Insurance Corporation has raised a claim of ₹ 8.67 Lakhs purportedly being arrears of contribution, damages and delayed payment interest. The company has preferred an appeal in the ESIC court.

Note 41.7:- The Subsidiary company Sanvo Resorts Private Limited, The Company has availed amnesty scheme "Sabka Vishwas (Legacy Dispute Resolution) Scheme, 2019" notified by the CBIC and discharges liability by paying ₹. 197.77 lakhs towards full and final settlement of tax due demand of ₹. 395.00 Lakhs and penalty of ₹.285 lakhs.

Note 41.8:- Cadastral survey No.166 is the land on which commercial project Marathon Future x is being constructed. This Land is jointly owned by the Company and holding Company, Marathon Realty Private Limited. Both the Companies owns stock in precincts either in form of completed units or in the form work in progress. The borrowings by either of these companies against hypothecation of stock of the other company is a co-borrower.

Note 41.9:- Other Contingent Liabilities of Subsidiary, Sanvo Resorts Private Limited (SRPL)

- (i) SRPL has as filed appeals before the Appellate Tribunal of the Maharashtra RERA against the order of RERA to pay ₹. 220 lakhs as interest to the customers.
- (ii) Income Tax demand AY 2016-17 and AY 2017-18 of ₹ 26.16 Lakhs
- (iii) Bank guarantees of ₹. 50 Lakhs

Note 42:- Lease

The group has been operating from the premises owned by Holding Company Marathon Realty Private Limited. The Group had entered into formal agreement for payment of rent on the premises occupied by it. The rental payable per month has been ' 30.64 lakhs per month. The lease does not have any non-cancellable portion.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period: (₹ in Lakhs)

Particulars	Office Premises
As at April 1, 2019	472.04
Additions	45.95
Depreciation expense	(277.27)
Termination	(3.32)
As at March 31, 2020	237.40

Set out below are the carrying amounts of lease liabilities (included under interest-bearing loans and borrowings) and the movements during the period: (₹ in Lakhs)

Particulars	As at 31 March 2020
As at April 1, 2019	517.73
Additions	45.95
Accretion of interest	69.37
Payments	375.09
Termination	-
As at March 31, 2020	257.96
Current	257.96
Non-current	-

The effective interest rate for lease liabilities is SBI prime lending rate as on date of lease contract i.e. ranging 13.45% to 13.80%

The following are the amounts recognised in profit or loss: (₹ in Lakhs)

Particulars	As at 31 March 2020
Depreciation expense of right-of-use assets	277.27
Interest expense on lease liabilities	69.37
Expense relating to short-term leases and low value leases (included in other expenses)	1.87
Total amount recognised in profit or loss	348.51

Note 43:- Disclosure as per Ind AS 115:-

- (a) The Group is primarily engaged in the business of construction, development, Leasing and sale of commercial and residential real estate projects. The core business activities are carried out under various business model likes own development, through joint ventures and joint development and other arrangements with third parties.

Revenue from Operations (₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Revenue from contract with customers as per note 31	17,680.09	1,302.41
Add/Less:- Other adjustment	-	-
Total revenue as per contracted price	17,680.09	1,302.41

(b) Contract Balances:-

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Receivables which are included in Trade and other receivables		
Trade Receivable		
- Amount due from customers on construction contract	1,883.88	31,599.73
Contract assets		
- Accrued value of work done net off provision (Unbilled Revenue)	-	-
Contract liabilities		
- Amount due to customers under construction contracts (Excess Received)	-	-
- Advance from customer	25,136.05	27,777.30

Significant changes in contract asset and contract liabilities balances during the year are as follows:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(A) Contract liabilities		
Opening Balance*	27,777.30	414.10
Less : Revenue recognised during the year from balance at the beginning of the year	(2,579.96)	-
Add : Increase due to invoicing net off revenue recognition	-	-
Add : Addition on acquisition of subsidiary	77.27	27,385.75
Less:- Refunded due to cancellation of contract	(138.56)	(22.55)
At the end of the reporting period (Para 116 (a))	25,136.05	27,777.30

Note 44:- Employee Benefits

The details of employee benefits as required under Ind AS 19 'Employee Benefits' is given below

(A) Defined Contribution Plan:

Amount recognized as an expense in the Statement of Profit and Loss in respect of Defined Contribution Plans [Provident funds and others] is ₹. 93.15 Lakhs [Previous Year – ₹. 39.77 Lakhs]

(B) Leave obligation :-

The leave obligations cover the Company's liability for sick and earned leave. The amount of provision made is ₹.173.98 Lakhs [Previous year - ₹. 218.2 Lakhs] and amount recognised in the statement of Profit Loss as Leave salary expenses ₹. 8.15 Lakhs [Previous year - ₹. 19.7 Lakhs]

(C) Defined benefit plan:

Gratuity is a defined benefit plan covering eligible employees. The plan provides for a lump sum payment to vested employees on retirement, death while in employment or termination of employment of an amount equivalent to 15 days salary for each completed year of service. Vesting occurs on completion of five years of service.

Disclosure as required under Ind AS 19 on "Employee Benefits" in respect of defined benefit plan is as under:

i. The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Present value of un-funded defined benefit obligation	220.12	164.95
Fair value of plan assets	-	-
Restrictions on asset recognized	-	-
Others	-	-
Net liability arising from defined benefit obligation	220.12	164.95

ii. Movement in the present value of defined obligation (DBO) during the year representing reconciliation of opening and closing balances thereof are as follows:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Present value of benefit obligation at the beginning of the year	164.95	67.87
Current service cost	19.52	5.60
Interest cost	14.07	5.59
Re-measurements on obligation [Actuarial (Gain) / Loss] :		
Actuarial (gains)/ losses arising from changes in financial assumption	21.92	0.39
Actuarial (gains)/ losses arising from changes in experience adjustment	0.05	8.47
Benefits paid	(21.25)	(2.50)
Addition on acquisition of subsidiary	20.87	79.53
Present value of Defined Benefit Obligation as at end of the year.	220.12	164.95

iii. Analysis of Defined Benefit Obligations

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Defined benefit obligations as at 31 March	220.12	164.95
Fair value of plan assets as at 31 March	-	-
Net Asset/(Liability) recognised in Balance sheet as at 31 March	220.12	164.95

iv. Expenses recognized in the statement of profit and loss

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Current service cost	19.52	5.60
Net Interest expense	14.07	5.59
Addition on acquisition of subsidiary	0.12	0.12
Components of defined benefit costs recognised in profit or loss	33.71	11.31

v. Amount recognised in statement of Other Comprehensive Income

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Actuarial (Gain)/Loss		
(i) arising from changes in financial assumption	21.92	0.39
(ii) arising from changes in experience assumption	0.05	8.47
Addition on account of acquisition of subsidiary	-	0.05
Total amount recognised in the statement of other comprehensive income	21.97	8.91

vi. Actual Contribution and benefit payments for the year

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Actual benefit paid directly by the company	(21.25)	(2.50)
Actual contributions	(21.25)	(2.50)

vii. Principal Actuarial Assumptions for gratuity

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Discount Rate	7.80%	7.85%
Expected Rate of Increase in compensation levels	7.00%	7.00%
Expected Rate of Return on Plan Assets	0.00%	0.00%
Expected Average Remaining working lives of employees (Years)	37.64	36.61
Mortality Rate	IALM (2006-08) Ultimate	IALM (2006-08) Ultimate
Withdrawal Rate	Ages 20 - 30 : 10% Ages 31 - 40 : 5% Ages 41 & above : 2%	Ages 20 - 30 : 10% Ages 31 - 40 : 5% Ages 41 & above : 2%

- The discount rate is based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.
- Expected Rate of Return of Plan Assets: This is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of obligations.
- Salary Escalation Rate : The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.
- Withdrawal Rate: It is the expected employee turnover rate and should be based on the company's past attrition experience and future withdrawal expectations.

viii. Disclosure related to indication of effect of the defined benefit plan on the entity's future cash flows:

Expected benefit payments for the year ending:

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
31 March, 2020	-	8.09
31 March, 2021	18.02	23.31
31 March, 2022	9.48	8.27
31 March, 2023	8.90	7.68
31 March, 2024	9.05	9.19
31 March, 2025	9.00	-
31 March 2025 to 31 March 2029	-	62.96
31 March 2026 to 31 March 2030	74.96	-

Weighted Average duration of defined benefit obligation: 15.14 Years (Previous Year: 15.32 Years)

viii. Sensitivity analysis: A quantitative sensitivity analysis for significant assumption as at 31 March 2020 is as shown below:

(₹ in Lakhs)

DBO Rates Types	Discount Rate		Salary Escalation Rate		Withdrawal Rate	
	1% Increase	1% Decrease	1% Increase	1% Decrease	1% Increase	1% Decrease
Year						
31 March, 2020	(24.53)	(81.71)	17.38	(18.94)	1.91	(4.59)
31 March, 2019	(15.69)	18.58	12.05	(11.64)	4.54	(5.31)

The sensitivity results above determine their individual impact on Plan's end of year Defined Benefit Obligation. In reality, the plan is subject to multiple external experience items which may move the defined Benefit Obligation in similar or opposite directions, while the Plan's sensitivity to such changes can vary over time.

ix. Employee benefit plans

The plans typically expose the company to the actuarial risks such as: investments risk, interest risks, longevity risk and salary risk

Investment risk	The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Note 45 - Segment Information

The Company is engaged in Real Estate. The operations of the company do not qualify for reporting as separate business segments as per the criteria set out under Indian Accounting Standard 108 (IND AS-108) on "Operating Segments". The Company is operating in India hence there is no reportable geographic segment. Accordingly no disclosure is required under IND AS - 108.

Note 46 - Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	225.99	55.18
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	13.99	0.14
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	13.99	0.14
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	13.99	0.14

Note 46.1:- Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the group regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the group.

Note 47 - Details of Corporate Social Responsibility (CSR) expenditure

As per section 135 of the Companies Act, 2013, amount required to be spent by the Company is computed at 2% of its average net profit for the immediately preceding three financial years, on Corporate Social Responsibility (CSR)

(₹ in Lakhs)

Particulars	As at	As at
	31 March 2020	31 March 2019
Amount required to be spent as per Section 135 of the Act	158.72	173.84
Amount spent during the year on:		
(i) Construction / acquisition of an asset	-	-
(ii) On purpose other than (i) above (for Education purpose) [Refer Note 51]	158.80	175.25

Financial instrument Disclosure:-
Note 48:- Capital Risk Management

The group's capital management objectives are:

- to ensure the group's ability to continue as a going concern
- to maximize the return to stakeholders through the optimization of the debt and equity balance

The group monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The group sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The group 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.

a) Gearing Ratio:

The Gearing ratio at the end of the reporting period are as follows:

Particulars	(₹ in Lakhs)	
	As at 31 March 2020	As at 31 March 2019
Debt* (A)	56,464.77	42,927.27
Cash and bank balances (B)	1,228.41	781.92
Net Debt C=(A-B)	55,236.36	42,145.35
Total Equity (D)	59,325.17	60,742.58
Net debt to equity ratio (C/D)	93%	69%

*Debt is defined as long-term and short-term borrowings including interest accrued on borrowings

Note 49:- Financial risk management**a) The carrying value of financial instruments by categories as of March 31, 2020 is as follows:**

(₹ in Lakhs)

Particulars	Fair value through P&L	Fair value through OCI	Amortised cost	Total carrying value
Assets:				
Cash and cash equivalents	-	-	1,228.41	1,228.41
Other balances with banks	-	-	3,804.20	3,804.20
Trade receivables	-	-	2,182.03	2,182.03
Investments (Other than investment in equity instruments of Subsidiaries)	359.50	-	0.28	359.78
Loans	-	-	64,924.86	64,924.86
Other financial assets	-	-	2,625.04	2,625.04
Total	359.50	-	74,764.82	75,124.32
Liabilities:				
Trade and other payables	-	-	14,685.47	14,685.47
Borrowings	-	-	56,464.77	56,464.77
Other financial liabilities	-	-	2,546.36	2,546.36
Total	-	-	73,696.60	73,696.60

b) The carrying value of financial instruments by categories as of March 31, 2019 is as follows:

(₹ in Lakhs)

Particulars	Fair value through P&L	Fair value through OCI	Amortised cost	Total carrying value
Assets:				
Cash and cash equivalents	-	-	781.92	781.92
Other balances with banks	-	-	3,739.41	3,739.41
Trade receivables	-	-	550.49	550.49
Investments (Other than investment in equity instruments of Subsidiaries)	329.42	-	0.28	329.70
Loans	-	-	64,418.46	64,418.46
Other financial assets	-	-	841.74	841.74
Total	329.42	-	70,332.30	70,661.72
Liabilities:				
Trade and other payables	-	-	14,426.75	14,426.75
Borrowings	-	-	42,927.27	42,927.27
Other financial liabilities	-	-	1,862.07	1,862.07
Total	-	-	59,216.09	59,216.09

The Fair value of investment through Profit and loss A/c is comprising of investment in Mutual fund. It is based on the net assets value ("NAV") as stated by issuers of the mutual fund.

Financial risk management Objectives:-

In the course of its business, the group is exposed primarily to fluctuations in interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments. The group assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the group.

l) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Future specific market movements cannot be normally predicted with reasonable accuracy.

Currency risk: The group does not have material foreign currency transactions. The group is not exposed to risk of change in foreign currency.

Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's fixed rate borrowings are 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.

Profit or loss is sensitive to higher/lower interest expense from variable rate borrowings as a result of changes in interest rates.

(₹ in Lakhs)		
Interest Rate Sensitivity	Increase or decrease in Basis Point	Effect on Profit before tax
For the year ended March 31,2020	+1.00	(367.22)
	-1.00	367.22
For the year ended March 31,2019	+1.00	(308.81)
	-1.00	308.81

Interest rate sensitivity has been calculated assuming the borrowings outstanding at the reporting date have been outstanding for the entire reporting period. The interest rate profile of the company's interest-bearing financial instruments as reported is as follows.

(₹ in Lakhs)		
Particulars	As at 31 March 2020	As at 31 March 2019
Fixed-rate instruments		
Borrowings	19,742.36	12,046.13
Floating rate instrument		
Borrowings	36,722.41	30,881.14

Other price risk:

The group is not exposed to equity price risks arising from equity investments. Equity investments are held for strategic rather than trading purposes. The group does not actively trade these investments.

II) Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, unbilled revenue, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the group result in material concentration of credit risk.

Credit Risk management :-

(i) Credit risk rating:-

The group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets

- A: Low credit risk
- B: Moderate credit risk
- C: High credit risk

Asset group	Basis of categorisation	Provision for expenses credit loss
A: Low credit risk	Investments, Other bank balances, trade receivables, cash and cash equivalents, loans and other financial assets	12 month expected credit loss/Life time expected credit loss
C: High credit risk	Trade receivables and loans & Advances	12 month expected credit loss/Life time expected credit loss/fully provided for

In respect of trade receivables, the company recognises a provision for lifetime expected credit loss.

Based on business environment in which the group operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the group. The group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Assets under credit risk –

(₹ in Lakhs)

Credit rating	Particulars	As at 31 March 2020	As at 31 March 2019
A: Low credit risk	Investments, Other bank balances, trade receivables, cash and cash equivalents, loans and other financial assets	608.77	608.77
C: High credit risk	Trade receivables and loans	202.32	167.46

ii) Concentration of financial asset

The group's principal business activities are construction and development of real estate projects, Leasing of commercial space and all other related activities. The Company's outstanding receivables are for real estate project advisory business. Loans and other financial assets majorly represents loans to subsidiaries and deposits given for business purposes

Credit risk exposure**Provision for expected credit losses****As at 31 March 2020**

(₹ in Lakhs)

Particulars	Estimated gross carrying amount at default	Expected Credit Loss	Carrying amount net of impairment provision
Investments	-	-	-
Trade receivables	202.32	(168.51)	33.81
Other bank balances	-	-	-
Cash and cash equivalents	-	-	-
Loans and Advances	503.25	(503.25)	-
Other Financial Assets	105.52	(105.52)	-

As at 31 March 2019

(₹ in Lakhs)

Particulars	Estimated gross carrying amount at default	Expected Credit Loss	Carrying amount net of impairment provision
Investments	-	-	-
Trade receivables	167.46	(167.46)	-
Other bank balances	-	-	-
Cash and cash equivalents	-	-	-
Loans and Advances	503.25	(503.25)	-
Other Financial Assets	105.52	(105.52)	-

Expected credit loss for trade receivables under simplified approach

The Company's outstanding trade receivables are less than six months old and the Company expects that money will be received in due course.

Reconciliation of loss provision

(₹ in Lakhs)

Reconciliation of loss allowance	Advances	Trade receivables
Loss allowance on 31 March 2018	608.77	167.46
Impairment loss recognised during the year	-	-
Loss allowance on 31 March 2019	608.77	167.46
Impairment loss recognised during the year	-	1.05
Loss allowance on 31 March 2020	608.77	168.51

III) Liquidity risk

Liquidity risk refers to the risk that the group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(a) Financing arrangements**The Company had access to the following undrawn borrowing facilities at the end of the reporting period:**

(₹ in Lakhs)

Particulars	As at 31 March 2020	As at 31 March 2019
Floating Rate		
Expiring within one year (bank overdraft and other facilities)	-	-
Expiring beyond one year (bank loans)	21,242.35	22,525.81

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR.

(b) Exposure to liquidity risk

The table below provides details regarding the contractual maturities of financial liabilities, including estimated interest payments as at 31 March 2020:-

(₹ in Lakhs)				
Financial liabilities	Carrying amount	Due in one Year	Due after one Year	Total contractual cash flows
(a) Trade payables				
- 31 March 2020	14,685.47	14,685.47	-	14,685.47
- 31 March 2019	14,426.75	14,426.75	-	14,426.75
(b) Borrowings and interest thereon (incl. current maturity of long term debt)				
- 31 March 2020	56,464.77	12,989.37	43,475.40	56,464.77
- 31 March 2019	42,927.27	7,622.47	35,304.80	42,927.27
(c) Other financial liabilities				
- 31 March 2020	7,159.88	6,501.92	657.96	7,159.88
- 31 March 2019	3,601.10	3,251.12	349.98	3,601.10
Total				
- 31 March 2020	78,310.12	34,176.76	44,133.36	78,310.12
- 31 March 2019	60,955.12	25,300.34	35,654.78	60,955.12

Note 50:- Fair value disclosures

Level 1 - Quoted prices (Unadjusted) in active markets for identical assets & liabilities.

Level 2 - Inputs other than quoted prices included within level 1 that are observable for the asset & liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (Unobservable inputs).

c) Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument can be exchanged in the current transaction between willing parties, other than in a forced or liquidation sale.

The following tables provides the fair value measurement hierarchy of the Company's assets and liabilities:

Level 1 - Quoted prices (Unadjusted) in active markets for identical assets & liabilities.

Level 2 - Inputs other than quoted prices included within level 1 that are observable for the asset & liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (Unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Particulars	Carrying value as at		Fair value as at		Fair value hierarchy
	31 March 2020	31 March 2019	31 March 2020	31 March 2019	
Fair value through Profit and Loss					
Investment in Mutual Fund - Quoted	359.50	329.42	359.50	329.42	Level 1
Lease Liabilities	264.97	-	264.97	-	Level 3
Security deposits - Lease rent deposits	631.24	-	631.24	-	Level 3

The fair values of investments in mutual fund units is based on the net asset value ("NAV") as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

Lease liabilities are valued using Level 3 techniques. A change in one or more of the inputs to reasonably possible alternative assumptions would not change the value significantly.

Security Deposits are valued using Level 3 techniques. A change in one or more of the inputs to reasonably possible alternative assumptions would not change the value significantly.

Note 51 - Related Party Transactions
A. List of related Parties

Related Parties (as Defined by the Management) are classified as:-

(a) Holding Company

1 Marathon Realty Private Limited (w.e.f. 01.04.2016) [Refer Note 19G]

(b) Joint Venture

1 Swayam Realtors & Traders LLP

2 Columbia Chrome Private Limited

(c) Entities over which Subsidiaries or Key Management Personnel or their relatives, exercise significant influence

- 1 IXOXI Equip-Hire LLP
- 2 Marathon Infotech Pvt Ltd
- 3 Matrix Enclaves Projects Developments Pvt Ltd
- 4 Matrix Waste Management Pvt Ltd
- 5 Nexzone Fiscal Services Pvt Ltd
- 6 Nexzone Utilities Pvt Ltd
- 7 Marathon Realty Private Limited -Future X Society
- 8 Nexzone Buildcon LLP
- 9 United Builders
- 10 United Enterprises
- 11 Ramniklal Z. Shah Trust
- 12 Vinotak Investment Private Limited
- 13 IXOXI Construction LLP

(d) Key Management Personnel

- 1 Mr. Chetan R. Shah – Chairman and Managing Director
- 2 Mr. S. Ramamurthi – Whole Time Director & CFO
- 3 Mr. Mayur R. Shah - Director
- 4 Ms. Shailaja C. Shah - Director
- 5 Mr. Veeraraghavan Ranganathan - Independent Director (Tenure ended w.e.f. September 26, 2019)
- 6 Mr. Anup Shah - Independent Director
- 7 Mr. Padmanabha Shetty - Independent Director (Tenure ended w.e.f. September 26, 2019)
- 8 Mr. Deepak Shah - Independent Director
- 9 Mr. Atul Mehta - Independent Director (Appointed w.e.f. February 13, 2020)
- 10 Ms. Parul Shah - Independent Director (Appointed w.e.f. February 13, 2020)
- 11 Mr. Krishnamurthy Raghvan - Company Secretary

(e) Relatives of KMP (with whom company had transaction)

- 1 Ms. Ansuya R. Shah (Mother of Managing Director)
- 2 Mr. Ramniklal Z. Shah (Father of Managing Director)
- 3 Ms. Sonal M. Shah (Wife of Mr. Mayur R Shah-Director)
- 4 Mr. Parmeet M shah (Son of Director)
- 5 Mr. Kaivalya C Shah (Son of Managing Director)

B. The following transactions were carried out with the related parties in the ordinary course of business**(₹ in Lakhs)**

Type of Transaction	Particular	For the Year ended 31 March, 2020	For the Year ended 31 March, 2019
Interest Income Inter Corporate Deposits	Marathon Realty Private Limited	3,275.25	4,476.83
	Columbia Chrome India Pvt Ltd	1,247.24	1,122.71
	Vinotak Investment Private Limited	200.51	0.47
	Matrix Enclaves Project Development Private Limited	-	13.65
Interest Income from Partnership Firm / LLP's	Swayam Realtors & Traders LLP	715.06	501.40
Interest Income	Chetan R Shah	0.47	0.24
Rent Expenses			
Office Space	Marathon Realty Private Limited	435.67	284.01
Equipment	IXOXI Equip - Hire LLP	59.93	7.77
Sale of Material / Scrap	Marathon Ener-gen LLP	1.82	-
	Terrapolis Assets Private Limited	-	0.92
	Marathon Realty Private Limited	36.10	0.76
	Nexzone Buildcon LLP	8.12	1.18
	Matrix Enclaves Project Development Private Limited	16.48	0.10
	United Builders	3.41	0.68
	Nexzone Fiscal Services Private Limited	11.01	1.20
Purchase of Material / Services	Marathon Realty Private Limited	1.61	-
	United Enterprises	0.95	0.28
	Marathon Realty Private Limited	0.21	0.17
	Nexzone Fiscal Services Private Limited	-	0.02
	United Builders	-	0.03
	Marathon Realty Private Limited -Future X Society	-	62.94

B. The following transactions were carried out with the related parties in the ordinary course of business			
			(₹ in Lakhs)
Type of Transaction	Particular	For the Year ended 31 March, 2020	For the Year ended 31 March, 2019
	IXOXI Construction LLP	-	926.75
	Matrix Enclaves Project Development Private Limited	1.41	-
	Marathon Ener-gen LLP	1.32	-
Sale of Properties, Plants and Equipments	Nexzone Buildcon LLP	-	1.82
Leasing of Equipments	Marathon Realty Private Limited	7.36	1.84
	Matrix Enclaves Project Development Pvt Ltd	8.27	2.07
Maintenance Charges of Immovable Property	Marathon Realty Private Limited - Future X Society	411.10	359.41
Reimbursement	Marathon Realty Private Limited	-	507.82
Expenditure on Corporate Social Responsibility	Ramniklal Z Shah Trust	158.80	175.25
Remuneration to Key managerial personnel	Chetan R Shah	107.52	106.84
	Krishanamurthi Raghvan	39.79	37.46
Commission Managing Director	Chetan R Shah	-	16.00
Director Sitting Fees	Mayur R Shah	0.7	0.90
	Shailaja C Shah	0.8	1.20
	Veeraraghavan Ranganathan	0.5	1.50
	Anup Shah	1.8	1.80
	Padmanabha Shetty	0.9	2.20
	Deepak Shah	1.7	1.70
	Atul Mehta	0.2	-
	Parul Abhay Shah	0.2	-
Loans given	Marathon Realty Private Limited	6,462.67	3,415.82
	Columbia Chrome India Pvt Ltd	45.00	127.00
	Vinotak Investment Private Limited	1,703.24	
	Matrix Enclaves Project Development Private Limited	3,794.10	
Loan Given Partnership Firm / LLP's	Swayam Realtors & Traders LLP	1,964.20	935.11
Loans received back	Marathon Realty Private Limited	19,400.79	12,663.00
	Columbia Chrome India Pvt Ltd	-	75.00
	Vinotak Investment Private Limited		878.70
	Matrix Enclaves Project Development Private Limited	824.95	
Inter Corporate Deposits taken	Marathon Realty Private Limited	4,662.14	84.21
Loans received back Partnership Firm / LLP's	Swayam Realtors & Traders LLP	25.00	376.95
Assignment of debt	Marathon Ener-gen LLP	1.82	-
	Marathon Realty Private Limited	223.21	-
Closing Balance			
Loan Given	Columbia Chrome India Pvt Ltd	11,901.75	10,734.23
	Marathon Realty Private Limited	17,344.95	26,366.15
	Vinotak Investment Private Limited	2,635.91	441.36
	Matrix Enclaves Project Development Pvt Ltd	19,042.99	16,073.84
Loan Given Partnership Firm / LLP's	Swayam Realtors & Traders LLP	7,728.67	5,145.92
Loan Taken Inter Corporate Deposit	Marathon Realty Private Limited	4,925.31	3,820.75
Trade Receivable	Marathon Realty Private Limited	4.99	2.87
	Terrapolis Assets Pvt Ltd	1.98	0.74
	Nexzone Buildcon LLP	-	0.25
	Matrix Enclaves Project Development Pvt Ltd	8.84	2.03
	Nexzone Fiscal Services Pvt Ltd	0.18	1.14
	IXOXI Equip - Hire LLP	-	136.53
Trade Payable	Marathon Realty Private Limited	9,606.56	9,602.56
	Marathon Realty Private Limited-Future X Society	467.33	-
	Ixoxi Equip - Hire LLP	12.05	6.05
	Marathon Ener-gen LLP	33.99	-
	Vinotak Investment Private Limited	-	8.98

(₹ in Lakhs)

Type of Transaction	Particular	For the Year ended 31 March, 2020	For the Year ended 31 March, 2019
Other Payable	United Builders	-	0.03
	Marathon Realty Private Limited	-	0.17
	Nexzone Fiscal Services Private Limited	-	0.02
	United Enterprises	-	0.23
	Marathon Realty Private Limited -Future X Society	-	285.14
Other Payable to Partnership Firm / LLP's	Swayam Realtors & Traders LLP	-	0.83
Directors Remuneration Payable	Chetan R Shah	-	35.53

Note 51.1:-

- The Company has entered into an agreement with Matrix Waste Management Pvt. Ltd. for revenue or area sharing based on 12.5% of revenue generated from the developed area for which development rights have been acquired by the Company.
- The Company has entered into an agreement with Ithaca Informatics Pvt. Ltd (merged with Marathon Realty Pvt Ltd w.e.f 01.04.2016) for revenue or area sharing based on 12.5% of revenue generated from the developed area for which development rights have been acquired by the Company.
- Pursuant to an agreement, the Company has given advances to explore for the opportunities in a project to Marathon Realty Private Limited., with whom it is going to jointly execute the said project. At periodic intervals surplus amount are returned as they are not immediately required for the project.

Note 52:- Particulars of Consolidation**i. Entity considered for Consolidation**

(₹ in Lakhs)

Sr. No.	Name of the Entity	% of ownership as on		Nature of Interest	Principal Activities
		31 March 2020	31 March 2019		
1	Marathon Nextgen Township Private Limited (MNTPL)	100%	100%	Wholly owned Subsidiary	Real Estate
2	Sanvo Resorts Private Limited	91%	67%	Subsidiary	Real Estate
3	Terrapolis Assets Private Limited w.e.f 31.03.2020	100%	0%	Subsidiary	Real Estate
4	Swayam Realtors & Traders LLP	40%	40%	Joint Venture	Real Estate
5	Columbia Chrome (I) Private Limited	40%	40%	Joint Venture	Real Estate

Note 52.1:- The Company has as at March 31, 2020

- acquired 5,17,500 Equity shares of ₹. 100 each being 100 % of paid up equity capital of Terrapolis Asset Private Limited (TAPL) at a price of ₹. 539.13/- per share aggregating to ₹. 2789.98 Lakhs from Marathon Realty Private Limited (Holding Company). TAPL is currently developing commercial project in Mulund known as "Millennium".
- acquired 240 shares of ₹. 100 each being 24% of the paid up equity capital of Sanvo Resorts Private Limited (SRPL), its step down subsidiary at ₹.19,35,500/- per share aggregating to ₹. 4645.20 Lakhs from Marathon Realty Private Limited (Holding Company). Marathon Nextgen Township Private Limited a Wholly Owned subsidiary of the Company owns 67% of the paid up equity share capital of SRPL.

Note 53:- Disclosure as required under Ind AS 112**(a) Details of Non-Wholly Owned Subsidiaries that have Material Non-Controlling Interest**

(₹ in Lakhs)

Sr. No.	Name of the Subsidiary	Proportion of Ownership and voting rights held by Non-Controlling Interests		Profit/(Loss) after Tax allocated to Non-Controlling Interests		Accumulated Non-controlling Interest	
		31 March 2020	31 March 2019	31 March 2020	31 March 2019	31 March 2020	31 March 2019
		1	Sanvo Resorts Private Limited	9%	33%	85.04	2.28

Summarized financial information in respect of each of the Group's subsidiaries that has material non controlling interests is set out below. The summarized financial information below represents amounts before intergroup eliminations.

(i) Sanvo Resorts Private Limited (₹ in Lakhs)

Particular	As at	As at
	31 March 2020	31 March 2019
Current Assets	32,160.16	46,858.70
Non-Current Assets	20,505.96	1,724.82
Total Assets (A)	52,666.12	48,583.52
Current Liabilities	35,880.24	6,234.49
Non-Current Liabilities	12,022.60	38,137.03
Total Liabilities (B)	47,902.84	44,371.52
Net Assets C= (A-B)	4,763.28	4,212.00
Equity Interest Attributable to the owners	4,334.33	2,822.04
Non-Controlling Interest	428.95	1,389.96

Note 54:- Interest in Joint Venture

The Group has interest in following joint ventures as given below. The group's interest in these joint ventures are accounted for using equity method in the consolidated financial statements.

(i) Joint venture in which group is a co-venturer

Sr. No.	Name of Entity	% of holding		Principle Activities
		As at 31 March 2020	As at 31 March 2019	
1	Columbia Chrome (I) Private Limited	40%	40%	Real Estate
2	Swayam Realtors & Traders LLP	40%	40%	Real Estate

(ii) Summarized financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements is as follows: (₹ in Lakhs)

Summarized Balance sheet	Columbia Chrome (I) Private Limited		Swayam Realtors & Traders LLP	
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019
Proportion of ownership interest held by the Group at the year end	40%	40%	40%	40%
Non-current assets	338.16	338.16	11,291.12	6,137.90
Current assets	25,175.88	22,531.68	85,277.24	79,390.17
Total Assets (A)	25,514.04	22,869.84	96,568.36	85,528.07
Non-current liabilities	-	-	27,471.56	41,378.61
Current liabilities	25,505.62	22,860.91	63,418.05	39,563.44
Total Liabilities (B)	25,505.62	22,860.91	90,889.61	80,942.05
Net Assets (A-B)	8.42	8.93	5,678.75	4,586.03
Group's share of net assets (Carrying amount of interest in Joint Venture)	3.37	3.57	2,271.50	1,834.41
Group share in Contingent Liabilities	-	-	140.27	140.27
Commitments	-	-	-	-

Note 54.1:- Swayam Realtors & Traders LLP (LLP) has takeover and discharged the liabilities of erstwhile Khatau Makanji Spinning and Weaving LLP Limited (Khatau) pertaining to the properties and liabilities taken over in terms of the sanctioned scheme as formulated in an order dated February 22, 2007, passed by the Board for Industrial and Financial Reconstruction. "However if any statutory liability or Government dues of Khatau on before the date of sanctioned scheme pertaining to the properties and liabilities taken over in terms of the sanctioned scheme, does fructify then the same will be a liability of the LLP. The LLP is not aware of any such liability as accordingly will not be in a position to quantify the same. (₹ in Lakhs)

Summarized Profit and Loss A/c	Columbia Chrome (I) Private Limited		Swayam Realtors & Traders LLP	
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019
Total Revenues (A)	-	-	7,323.90	15,127.18
Total Expenses [including tax expense] (B)	0.51	0.80	6,222.27	13,220.95
Profit/ (Loss) (A-B)	(0.51)	(0.80)	1,101.63	1,906.23
Other Comprehensive Income (OCI)	-	-	(8.87)	(8.10)
Total Comprehensive Income for the year	(0.51)	(0.80)	1,092.76	1,898.13
Share of Losses of earlier years	-	-	-	-
Group's share of profit for the year	(0.20)	(0.32)	437.10	759.25

Note 55:- Additional Information, as required under Schedule III to the Companies Act, 2013, of Consolidated Entities

a. Statement of Net Assets and Profit/Loss and Other Comprehensive Income considered in Consolidated Financial Statements

(₹ in Lakhs)

Name of the entity in the Group	Net Asset i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % consolidated Net assets	As at 31st March 2020	As % of consolidated profit or loss	Year ended 31st March 2020	As % of consolidated OCI	Year ended 31st March 2020	As % of total comprehensive income	Year ended 31st March 2020
Parent								
Marathon Nextgen Realty Limited	95.87%	56,877.09	74.62%	1,796.91	81.02%	(11.70)	74.58%	1785.21
Indian Subsidiaries								
Marathon Nextgen Township Private Limited	0.00%	(1.22)	-0.05%	(1.21)	0.00%	-	-0.05%	(1.21)
Sanvo Resort Private Limited	0.30%	179.63	7.28%	175.41	18.98%	(2.74)	7.21%	172.67
Terrapolis Assets Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	0.00
Indian Joint Ventures								
(Investment as per the equity method)								
1. Columbia Chrome (I) Private Limited	0.00%	(1.84)	-0.01%	(0.20)	0.00%	-	-0.01%	(0.20)
2. Swayam Realtors & Traders LLP	3.83%	2,271.50	18.15%	437.10	0.00%	-	18.26%	437.10
Adjustment on account of consolidation								
Total	100.00%	59,325.17	100.00%	2,408.01	100.00%	(14.44)	100.00%	2,393.57

b.

Name of the entity in the Group	Net Asset i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % consolidated Net assets	As at 31st March 2019	As % of consolidated profit or loss	Year ended 31st March 2019	As % of consolidated OCI	Year ended 31st March 2019	As % of total comprehensive income	Year ended 31st March 2019
Parent								
Marathon Nextgen Realty Limited	96.97%	58,902.53	75.74%	2,384.18	99.26%	(6.28)	75.69%	2,377.90
Indian Subsidiaries								
Marathon Nextgen Township Private Limited	0.00%	(0.01)	0.00%	(0.01)	-	-	0.00%	(0.01)
Sanvo Resort Private Limited	0.01%	6.97	0.15%	4.67	0.74%	(0.05)	0.15%	4.63
Indian Joint Ventures								
(Investment as per the equity method)								
1. Columbia Chrome (I) Private Limited	0.00%	(1.32)	(0.00)	(0.32)	-	-	(0.00)	(0.32)
2. Swayam Realtors & Traders LLP	3.02%	1,834.41	24.12%	759.25	-	-	24.17%	759.25
Total	100.00%	60,742.58	100.00%	3,147.78	100.00%	(6.32)	100.00%	3,141.46

Note 56:- Other Significant Notes:-

i. Previous Year's figure have been regrouped/rearranged, wherever necessary.

Note 57:- Coronavirus (COVID-19) Impact on Financial Reporting

Pursuant to outbreak of Coronavirus Disease (Covid 19) worldwide and its declaration as global pandemic, the Government of India declared lockdown on March 24, 2020 which led the temporary suspension of operations of the Group and has impacted the overall business activities of the Company. The Group has made an initial assessment of likely adverse impact, if any, on economic environment in general and financial risk on account of COVID - 19 to the Group in particular. The Group is in business of Real Estate development on its own and through joint ventures. Based on the analysis, the Group believes that the niche segment where it has considerable presence is sustainable both on its own and through its joint venture and accordingly, the Group has not made any provision for unforeseen losses on its receivables, current and non current assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future spread of the COVID-19 and its impact on the Group's business operations. The Group will continue to closely monitor any material changes to future economic conditions viz a viz its business operations.

For Rajendra & Co.Chartered Accountants
ICAI Firm Registration No. 108355W**For and on behalf of the Board of Directors****Akshay R. Shah**
Partner
Membership No. 103316**Chetan R. Shah** Chairman & MD
DIN: 00135296
S. Ramamurthi CFO & WTD
DIN: 00135602
K. S. Raghavan Company Secretary**Place: Mumbai**
Date: June 29, 2020**Place: Mumbai**
Date: June 29, 2020

MARATHON NEXTGEN REALTY LTD

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Mulund (W), Mumbai - 400 080.