



Indiabulls

REAL ESTATE

ANNUAL REPORT
2015 - 2016

Contents

Company Overview

01 Company Information

02 Chairman's Message

Board and Management Reports

05 Directors' Report

50 Management Discussion and Analysis Report

58 Corporate Governance Report

Financial Statements

80 Consolidated Financials

139 Standalone Financials

192 Statement Pursuant to Section 129(3) of the Companies Act, 2013

Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.

Company Information

Board of Directors Mr. Sameer Gehlaut (DIN: 00060783) Mr. Narendra Gehlaut (DIN: 01246303) Mr. Gurbans Singh (DIN: 06667127) Mr. Vishal Damani (DIN: 00358082) Mr. Ashok Brijmohan Kacker (DIN: 01647408) Justice Surinder Singh Nijjar (Retd.) (DIN: 06964806) Justice Bisheshwar Prasad Singh (Retd.) (DIN: 06949954) Mrs. Rama Das (DIN: 06954941) Mr. Shamsher Singh Ahlawat (DIN: 00017480) Mr. Aishwarya Katoch (DIN: 00557488) Brig. Labh Singh Sitara (Retd.) (DIN: 01724648)	Statutory Auditors Walker Chandio & Co. LLP Chartered Accountants
Company Secretary Mr. Ravi Telkar	Internal Auditors MRKS & Associates Chartered Accountants
Chief Financial Officer Mr. Anil Mittal	Secretarial Auditors S. Khandelwal & Co. Company Secretaries
Registered Office M - 62 & 63, First Floor, Connaught Place, New Delhi - 110 001, INDIA Website: http://www.indiabullsrealestate.com/ Tel: 0124-6681199, Fax: 0124-6681240 Email: helpdesk@indiabulls.com CIN: L45101DL2006PLC148314	Registrar and Share Transfer Agent Karvy Computershare Private Limited Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032
Corporate Offices (1) Indiabulls House, Indiabulls Finance Centre, Tower 1, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400 013 Maharashtra (2) Indiabulls House, 448-451, Udyog Vihar, Phase V, Gurgaon - 122 016, Haryana	Bankers Andhra Bank Axis Bank Limited Bank of India Corporation Bank HDFC Bank Limited ICICI Bank Limited IDBI Bank Limited IndusInd Bank Limited RBL Bank Limited State Bank of Bikaner and Jaipur State Bank of India State Bank of Mysore Tamilnad Mercantile Bank Limited Vijaya Bank Yes Bank Limited

CHAIRMAN'S MESSAGE

Dear Shareholders,

The real estate industry contributes about 7.8% to India's GDP and is the second-largest employment generator after the IT industry, and is slated to grow at 30 per cent over the next decade. The Indian real estate market is expected to touch US\$ 180 billion by 2020. The housing sector alone contributes 5-6 per cent to the country's Gross Domestic Product (GDP). Real Estate as a matter of fact has always been an attractive investment option and with the additional support of the new rules and regulations by the government, it has resulted in significant growth in the residential and commercial Real Estate. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations.

GST - A seminal development

Putting together my thoughts for this message has coincided with a very positive development - the goods and services tax (GST) has been recently cleared by the Rajya Sabha. This is expected to benefit the real estate industry, though the impact will depend on the final GST rate. I do feel the enactment of this law will single-handedly solve many of the challenges faced by the real estate sector and help in pulling the sector out of its long slumber. While it is still too early to definitively predict the bill's impact on the real estate sector, we can expect the sector to benefit in the long term on account of rationalisation in tax-related compliance and slated gains in related sectors such as cement, steel, IT and BFSI (banking, financial services and insurance). Under GST, developers would see lesser burden of tax on input items like cement and steel, as tax credits would be available for set off at various stages. This can lead to lower construction costs for developers across all asset classes, which could likely be passed on to property buyers.



Mr. Sameer Gehlaut
Founder & Chairman

Our optimism stems from our commitment and belief

Although real estate has been through a difficult time; and the market is soft, yet it is a great time for players like us, who have the holding power. Notwithstanding the cyclical hiccups that the sector is going through, the way ahead for your company is only upwards. It's testament to my commitment to your company's long term future, and my strong conviction in its intrinsic strength and growth story that your company has, through its wholly owned step down subsidiary, Grapene Ltd, increased its stake in Indiabulls Properties Investment Trust Ltd (IPIT) from 47.51% to 54.95%. IPIT has bouquet of marquee commercial and residential properties underneath it, viz, One Indiabulls Centre, Indiabulls Finance Centre, and Sky range of residential projects at Mumbai. Accordingly, IPIT has become a majority owned subsidiary of the Company, and the financials of IPIT will be consolidated with financials of the Company from Q1 of the current financial year.

Outlook

Keeping in mind the factors like rising income level of people, people of all age group interested in Real Estate as an investment, predicted growth in the manufacturing and the service sectors, affordable housing taking pace etc., we at Indiabulls believe that the year of 2017 will revive the lost confidence and have a positive impact on the business environment of Real Estate. With the lowering down of the rentals and the increased foreign investments in India, we are already witnessing a hike in interest in commercial spaces in 2016.

With the government taking initiatives to re-build the trust in the consumers mind and ensuring that their investments are not misused, the Real Estate (Regulation & Development) Bill, will ensure that the developers avoid delays in the completion of the projects and may focus on the completion of the on-going projects before launching new ones.

CHAIRMAN'S MESSAGE (Contd.)

We can also expect to see a shift in the Real Estate sector on the backdrop of technological advancement. Technology is pushing change in space use, locations and demand levels at an accelerated pace. But it is now the norm to anticipate, strategize, and respond to new technologies before they are in mainstream. I am happy today that your company is ahead of the curve in embracing in new technology.

Performance overview

Given the overall slowdown in the sector for the last couple of years, your company too has not remained totally insulated from the current sentiment in the real estate market, but still braving the indifference surrounding the sector, and unnerved by the slowdown, we are aiming high with a perfect blend of caution, diligence and evaluation of all the potential opportunities. We have maintained our focus on speedy execution, maintaining a moderate level of debt, and keeping costs under control.

Key highlights: sustaining growth

The current economic environment is extremely challenging; competitive intensity remains high and is likely to increase. However, we remain committed to drive the business towards delivering consistent, competitive, profitable and responsible growth. I am happy to share some of the key highlights as follows:

- Total Revenues of ₹ 2,786 Crores in FY-16 vs. ₹ 2,737 Crores in FY-15
- Profit after Tax (PAT) ₹ 341 Crores in FY-16 vs. ₹ 273 Crores in FY-15
- Earnings per share (EPS) increased to ₹ 6.77 in FY-16 vs. EPS of ₹ 5.84 in FY- 15.
- Credit rating of AA-, highest amongst its real estate developer peers
- Gross Development Value of ongoing and planned projects is ₹ 40,015 Crores at the end of Q1 FY-17 (excluding IPIT's Suites & Forest – 7,711 cr).

With new project launches planned in the current year, the outlook for the ensuing year looks much brighter.

Land Bank: key to future profitability

The Company has fully paid land bank of 1,017 acres in key cities across India, of which more than 95% of the Land Bank is in high value super-metro cities – Mumbai (MMR), National Capital Region (NCR) and Chennai, and which is sufficient for proposed development over the next 7 years. In addition to the said land bank of 1,017 acres, the Company also possesses 2,588 acres of SEZ land in Nashik, Maharashtra.

Ongoing projects gained momentum

Undeterred by the current slowdown, your company has been steadily expanding its presence in Tier I and Tier II cities. Presently, your company is developing both residential and commercial projects mainly concentrating in metros and Tier I cities. Company's ongoing projects have 35.5 million square feet saleable area with a gross development value of approximately ₹ 33,919 Cr. Each project bears a stamp of thoughtful solutions, highest quality and an optimum mix of different categories and is a testimony of Company's diversified portfolio across price segments.

During the year under review, our various existing projects gained momentum, while we deferred any new launches given the tepid market conditions. Almost entire Phase 1 of our integrated housing project at Panvel, called 'Indiabulls Greens' has been sold out, with very little inventory left out of the existing stock. 'Golf', Savroli, positioned as a weekend second home for the life style oriented, is also generating enthusiastic response. With civil construction almost over for most buildings in phase 1, work on golf course has started. 'Blu', the most sought after project in Mumbai, is creating new benchmark in the city. A very high-end sales lounge and a show flat have been built at the site, which reflect the experience buyers will enjoy on possession. The project has been steadily appreciating in terms of price realization for all incremental sales. 'Chennai Greens', our flagship project down south, is an integrated township of over 50 acres. While Phase 1 of the project was delivered in May 2013, the long awaited CMDA approval for 2.5 FSI was received last year. This would permit the company to construct the 19 storey towers in Phase 2 of the project. We hope to start delivery of Phase 2 from mid 2017 and complete by late 2018.

CHAIRMAN'S MESSAGE (Contd.)

Besides the above, your company is also in the process of launching 22 Hanover Square, London, a unique luxury & residential project with total saleable area of 0.11 million sq ft with gross development value of approx. ₹ 5,720 Cr. While we have obtained the planning permission for this project, its formal launch is due next year.

Thrust on execution and expansion

I am glad to inform that your Company has completed its first residential project in the high end luxury segment in Mumbai. We have received Occupation Certificate for our “Sky” project in Lower Parel, Mumbai and handover process has started. Your company has recently entered into a Joint venture (JV) with Oricon Properties Pvt Ltd for development of 1.93 acres land parcel next to our Indiabulls “BLU” project in Worli. With this, Indiabulls “BLU” also gets direct access from Dr. E Moses Road, adjacent to Four Seasons Hotel, which greatly enhances the aesthetic appeal of this be-spoke residential complex in the ultra-luxury segment. Further, as per proposed DP Regulations 2034 released by Municipal Corporation of Greater Mumbai (MCGM), Base FSI for residential projects gets enhanced from 1.33 to 2.00. This will result in incremental value in projects such as BLU.

Our Credit rating – A reflection of sound financials

After the upgrade in its long term credit rating to AA-, from A+ last year, the Company has maintained its long term credit rating of AA-, amongst the highest rated listed companies in the Indian real estate industry peer group. The Company has also retained A1+ (A One Plus) rating for its short-term debt, which is the highest rating that can be assigned for short-term debt. The ratings are the manifestation of the Company's strong fundamentals, low gearing and execution track record and mirror its long term growth prospects. The company reduced its net debt by 16% during FY16 and is one of the least levered companies amongst its real estate peers in the country, with a net gearing of 0.58.

Before I conclude, I wish to place on record the sincere dedication and hard work of our employees, which has enabled your company to hold its head high even in these challenging times. I am also grateful to our bankers, business associates and shareholders for their support and cooperation.

Thank you!

Sameer Gehlaut

Founder & Chairman

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Tenth Annual Report together with the audited statement of accounts of the Company for the financial year ended March 31, 2016.

Financial Results

The highlights of the standalone financial results of the Company, for the financial year ended March 31, 2016, are as under:

Particulars	Amount (in ₹)	
	Year ended March 31, 2016	Year ended March 31, 2015
Profit before Depreciation / Amortisation	604,450,104	137,891,142
Less: Depreciation / Amortisation	29,435,090	46,565,052
Profit before Tax	575,015,014	91,326,090
Less: Provision for Tax	23,419,346	(139,248,890)
Profit after Tax	551,595,668	230,574,980
Balance of Profit Brought Forward	106,454,188	113,740,227
Adjustment due to depreciation	-	(7,286,039)
Profit Available for Appropriation	658,049,856	337,029,168
Appropriations:		
Interim Dividend on Equity shares	-	-
Corporate Dividend Tax on Interim Dividend on Equity shares	-	-
Transfer to General Reserves	-	-
Transferred to Debenture Redemption Reserve	111,441,686	230,574,980
Balance of Profit Carried Forward	546,608,170	106,454,188

REVIEW OF OPERATIONS & BUSINESS UPDATE:

Key Financial Highlights (Consolidated):

- Total Revenues in FY '16 increased to ₹ 2,786 Crores as against the revenues of ₹ 2,737 Crores in FY '15.
- Total Profit after Tax (PAT) in FY '16 increased to ₹ 341 Crores as against the PAT of ₹ 273 Crores in FY '15.
- Earnings per share (EPS) in FY '16 increased to ₹ 6.77 as against the EPS of ₹ 5.84 in FY '15.

Credit Rating:

After the upgrade in its long term credit rating to AA-, from A+ last year, the Company has maintained its long term credit rating of AA-, amongst the highest rated listed companies in the Indian real estate industry peer group. The Company has also retained A1+ (A One Plus) rating for its short-term debt, which is the highest rating that can be assigned for short-term debt. With this the Company enjoys ease and most favorable terms on the loans/facilities being availed from the Banks/Financial Institutions. The ratings are the manifestation of the Company's strong fundamentals, low gearing and execution track record and mirror its long term growth prospects. The Company reduced its net debt by 16% during FY16 and amongst the least levered companies in its real estate peers in the country, with a net gearing of 0.58.

Ongoing Projects

Company's ongoing projects have 35.5 million square feet saleable area with a gross development value of approximately ₹ 33,919 Cr. Each project bears a stamp of thoughtful solutions, highest quality and an optimum mix of different categories and is a testimony of Company's diversified portfolio across price segments.

- BLU, Worli, Mumbai – which has total salable area of 1.73 million sq ft with gross development value of ₹ 8,928 Cr.

DIRECTORS' REPORT (Contd.)

- Indiabulls Golf City, Savroli, MMR – which has total salable area of 5.39 million sq ft with gross development value of ₹ 3,238 Cr.
- Mega Mall, Jodhpur – which has total salable area of 0.65 million sq ft with gross development value of ₹ 364 Cr.
- Indiabulls Sierra, Vizag – which has total salable area of 0.84 million sq ft with gross development value of ₹ 265 Cr.
- Indiabulls Greens, Panvel, MMR – which has total salable area of 8.73 million sq ft with gross development value of ₹ 4,407 Cr.
- Indiabulls Greens, Chennai – which has total salable area of 2.07 million sq ft with gross development value of ₹ 827 Cr.
- Centrum Park, Gurgaon – which has total salable area of 2.16 million sq ft with gross development value of ₹ 915 Cr.
- Enigma, Gurgaon – which has total salable area of 1.76 million sq ft with gross development value of ₹ 1,132 Cr.
- Indiabulls City, Sonapat, Haryana – which has total salable area of 1.76 million sq ft with gross development value of ₹ 252 Cr.
- One Indiabulls, Gurgaon – which has total salable area of 6.15 million sq ft with gross development value of ₹ 4,921 Cr.
- One Indiabulls, Vadodara – which has total salable area of 0.23 million sq ft with gross development value of ₹ 83 Cr.
- Indiabulls One 09, Gurgaon – which has total salable area of 1.10 million sq ft with gross development value of ₹ 876 Cr.
- Sky Forest, Lower Parel, Mumbai – which has total salable area of 1.50 million sq ft with gross development value of ₹ 3,901 Cr.
- Sky Suites, Lower Parel, Mumbai – which has total salable area of 1.40 million sq ft with gross development value of ₹ 3,810 Cr.

Major new launches/proposed launches

The following projects with total estimated salable area of 9.06 million sq ft with gross development value of ₹ 13,807 Cr are proposed to be launched soon:

- Indiabulls Mint, Sector 104, Gurgaon – a commercial project located in Sector 104, Gurgaon on Dwarka Manesar expressway with net development area of 0.31 mn sq ft with estimated gross development value of approx. ₹ 310 Cr.
- Indiabulls Imperial, Sector 106, Gurgaon – a mixed development of luxury residential and commercial project located in Sector 106, Gurgaon on Dwarka Manesar expressway with net development area of 6.98 mn sq ft with estimated gross development value of approx. ₹ 5,933 Cr.
- Silverlake Villas, Alibaug, MMR – which has total salable area of 0.26 million sq ft with gross development value of ₹ 164 Cr.
- Indiabulls Thane, MMR – 1.4 mn sq ft residential development in the heart of Thane, with direct connectivity from Eastern Expressway, and estimated gross development value of approx ₹ 1,680 Cr.
- 22 Hanover Square, London, a unique luxury & residential project with total saleable area of 0.11 million sq ft with gross development value of approx. ₹ 5,720 Cr.

Land Bank:

The Company has fully paid land bank of 1,017 acres in key cities across India, of which more than 95% of the Land Bank is in high value super-metro cities – Mumbai (MMR), National Capital Region (NCR) and Chennai, and which is sufficient for proposed development over the next 7 years. In addition to the said land bank of 1017 acres, the Company also possesses 2,588 acres of SEZ land in Nashik, Maharashtra.

MATERIAL EVENTS AND CHANGES, SUBSEQUENT TO FINANCIAL YEAR 2015-16

Purchase of Notes by Century Limited, a wholly owned subsidiary of the Company in Jersey

Century Limited ("Century"), a wholly owned subsidiary of the Company in Jersey, had re-purchased 10.25% senior

DIRECTORS' REPORT (Contd.)

notes due 2019 for an aggregate principal amount of US\$ 20,910,000, at the Purchase Price of US \$ 1,000 per US \$ 1,000, which were issued by Century under an indenture dated November 12, 2014 and guaranteed by the Company along with its certain subsidiaries and are listed on the Singapore Exchange Securities Trading Limited.

Acquisition of Indiabulls Properties Investment Trust, a SGX-ST listed business trust ("IPIT")

Pursuant to the acquisition of units in IPIT, on the Singapore Exchange Securities Trading Limited, by Grapene Limited (Grapene), which is an indirect wholly-owned subsidiary of the Company, in terms of mandatory unconditional offer by Grapene, the total number of units, owned and controlled by the Company (*directly or through its wholly owned subsidiaries*) in IPIT has increased from 47.51% to 54.95% and accordingly IPIT has become a majority owned subsidiary of the Company. Therefore the financials of IPIT will be consolidated with financials of the Company from Q1 of the current financial year.

Joint Development Agreement

The Company, through one of its subsidiary, has entered into a Joint Development Agreement with Oricon Properties Pvt. Ltd, a subsidiary of Oricon Enterprises Limited, for development of 7,810 sq. mtrs. plot situated at Dr. E. Moses Road, Worli, Mumbai – 400018, adjoining to its marque project "BLU".

DIVIDEND

In view of the requirements of funds for ongoing projects of the Company, the Board of Directors of the Company has not recommended any dividend for financial year 2015-16.

In compliance with requirements stipulated vide SEBI notification no. SEBI/ LAD-NRO/GN/2016-17/008 dated July 8, 2016, the Dividend Distribution Policy of the Company is available on the website of the Company i.e. www.indiabullsrealestate.com.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013, and in terms of the Memorandum and Articles of Association of the Company, Mr. Narendra Gehlaut (DIN: 01246303), a director designated as Vice Chairman, and Mr. Vishal Gaurishankar Damani (DIN: 00358082), a director designated as Joint Managing Director, retire by rotation at the ensuing Annual General Meeting of the Company, and being eligible offer themselves for reappointment. Due to health reasons, Mr. Vinesh Kumar Jairath, Joint Managing Director of the Company, resigned from the Board w.e.f. September 28, 2015. The Board has placed on record its appreciation for the contributions made by Mr. Jairath, during his tenure as Joint Managing Director of the Company.

Further, to ensure the continuity of the guidance and the highest standards of Corporate Governance in its management, the Board of Directors of the Company (Board) has proposed re-appointments of Justice Bisheshwar Prasad Singh (Retd. Justice Supreme Court of India) (DIN: 06949954), Brig. Labh Singh Sitara (DIN: 01724648), Mr. Shamsher Singh Ahlawat (DIN: 00017480) and Mr. Aishwarya Katoch (DIN: 00557488), existing Independent Directors of the Company for a further period of 5 (five) years w.e.f. September 29, 2016. The Board has also recommended to appoint Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265) as an Independent Director of the Company for a period of 2 (two) years w.e.f. September 29, 2016.

Keeping in view, the vast experience and knowledge of all these proposed appointees, the Board is of the view that their appointment as Independent Directors, on the Board, will be in the interest of the Company. All these individuals have confirmed that they meet the criteria of independence laid down under Section 149 (6) of the Companies Act, 2013. Upon approval of the shareholders to their appointment as Independent Directors their appointment shall be formalized by issuing a letter of appointment to them, which shall be open for inspection by the members at the registered office of the Company, in terms of applicable provisions of the Act.

The present composition of the Board along with the brief resume of the Directors proposed to be appointed/reappointed, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships/chairmanships of Board Committees, are provided in the Report on Corporate Governance forming part of this Annual Report.

SHARE CAPITAL / STOCK OPTIONS

The paid-up share capital of the Company as on March 31, 2016, was ₹ 92,33,55,478/- comprising of 46,16,77,739 equity shares of ₹ 2/- each. Subsequently, on April 1, 2016, pursuant to and in terms of shareholders authorization and applicable SEBI Regulations, the Company has issued and allotted an aggregate of 4,36,00,000 equity shares of face value of ₹ 2 each of the Company, at the issue price of ₹ 67/- (including a premium of ₹ 65/-) per equity share, to promoter group entities namely, SG Infralands Private Limited and SG Devbuild Private Limited, upon conversion of equivalent number of warrants held by these promoter group entities. Consequent to the said allotment, the paid-up

DIRECTORS' REPORT (Contd.)

equity share capital of the Company stood increased to ₹ 101,05,55,478/- divided into 50,52,77,739 equity shares of face value ₹ 2/- each.

Subsequently, till date, the Company had allotted an aggregate 3,71,000 equity shares of face value ₹ 2/- each against exercise of equivalent number of stock options under an ESOP Scheme of the Company, as a result of which the paid up equity share capital of the Company stands increased to ₹ 101,12,97,478/- divided into 50,56,48,739 equity shares of ₹ 2/- each.

The disclosures required to be made under Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014 and the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, in respect of all existing ESOP Schemes of the Company are set out in the Annexure to this Report.

PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposits from the public, falling within the ambit of Chapter V of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

LISTING WITH STOCK EXCHANGES

The Equity Shares (ISIN No.: INE 069101010) of the Company, continue to remain listed at BSE Limited and National Stock Exchange of India Limited. The listing fees payable to both the exchanges for the financial year 2016-17 have been paid. The GDRs issued by the Company continue to remain listed on Luxembourg Stock Exchange.

AUDITORS

(a) Statutory Auditors

M/s Walker Chandiok & Co. LLP (Firm Regn. No. 001076N/N500013), the statutory auditors of the Company were appointed by the members in their Eighth Annual General Meeting, held on 29th September 2014, for a period of five years i.e. until the conclusion of the thirteenth Annual General Meeting of the Company. The Company has received a certificate from the Auditors to the effect, that their continuation as such from the conclusion of this Annual General Meeting until the conclusion of eleventh annual general meeting, is in accordance with the provisions of Section 141(3)(g) of the Companies Act, 2013. The Board recommends the ratification of the appointment of M/s Walker Chandiok & Co. LLP, as statutory auditors of the Company till the conclusion of eleventh annual general meeting of the Company.

The Auditors' Report is self – explanatory and therefore do not call for any further explanation.

(b) Secretarial Auditors & Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the rules made thereunder, the Company had appointed M/s S. Khandelwal & Co., a firm of Company Secretaries in practice as its Secretarial Auditors, to conduct the secretarial audit of the Company, for the Financial Year 2015-16. The Company has provided all assistance, facilities, documents, records and clarifications etc. to the Secretarial Auditors for conducting their audit. The Report of Secretarial Auditors for the Financial Year 2015-16, is annexed as Annexure 1 and forms part of this Report.

The Report is self – explanatory and therefore do not call for any further explanation.

CORPORATE SOCIAL RESPONSIBILITY

As part of its initiatives under "Corporate Social Responsibility (CSR)", the Company has undertaken projects in the areas of Health, Education, Sanitation, Nutrition and Rural Development, as per its CSR Policy (available on your Company's website <http://www.indiabullsrealestate.com/>) and the details are contained in the Annual Report on CSR Activities given in Annexure 2, forming part of this Report. These projects are in accordance with Schedule VII of the Companies Act, 2013, read with the relevant Rules.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended ("SEBI LODR Regulations") with the Stock Exchanges, Management's Discussion and Analysis Report, for the year under review, is presented in a separate section forming part of this Annual Report.

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 24 of the SEBI LODR Regulations with the Stock Exchanges, a separate section on Corporate