

G. S. Mathur & Co.

Chartered Accountants

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Independent Auditor's Report

To the Members of PL SUNSHINE LIMITED

Report on the Financial Statements

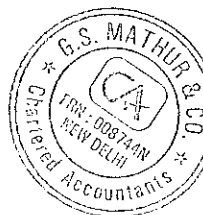
- 1) We have audited the accompanying financial statements of **PL Sunshine Limited ("the Company")** which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

- 2) The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

- 3) Our responsibility is to express an opinion on these financial statements based on our audit.
- 4) We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
- 5) We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



- 6) An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
- 7) We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements

Opinion

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

Report on Other Legal and Regulatory Requirements

- 9) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, 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.
- 10) 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 purpose 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, if any.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR G.S. MATHUR & CO.

Chartered Accountants

Firm Registration Number: 8744N.



K.K. Gangopadhyay

Partner

Membership No. 013442.

Place: Gurgaon

Date: May 18, 2016

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 9 of the Independent Auditors Report of even date to the members of **PL Sunshine Limited** on the financial statements as of and for the year ended March 31, 2016:

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Fixed Assets have been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of immovable properties are held in the name of the company.
- ii. The Company does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the company has not granted any loans, investments, guarantees and securities in respect of which provision of section 185 and 186 of the Companies Act, 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73, 74, 75 & 76 of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, company is generally regular in depositing undisputed statutory dues in respect of Provident Fund, Employee’s State Insurance, Service Tax, cess and Income Tax though, and any other Statutory dues, as applicable, with the appropriate authorities. No such statutory dues were outstanding at the year end, for a period of more than six months from the date they become payable.
(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in the repayment of dues to financial institutions/ banks. The company did not have any outstanding dues in respect of debenture during the year.
- ix. According to the records of the company examined by us and the information and explanations given to us, during the year no money were raised by way of initial public offer or further public offer (including debt instruments). Further in our opinion and according to the information and



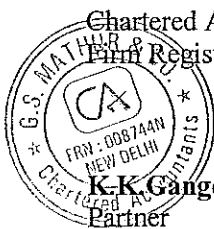
explanations given by the management, that the company has utilized the monies raised by way of terms of loans for the purposes for which they were raised.

- x. According to the audit procedures performed and the information and explanations given to us by management, no fraud noticed by the Company, or its officers, or employees during the year.
- xi. According to the records of the company examined by us and the information and explanations given to us, no managerial remuneration paid during the year, hence provisions of section 197 read with schedule V to the Companies Act not applicable.
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us by management, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards
- xiv. According to the information and explanations given to us by management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company.
- xv. According to the audit procedures performed and the information and explanations given to us by management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- xvi. According to the information and explanations given to us, company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

FOR G.S. MATHUR & CO.

Chartered Accountants

Firm Registration Number: 8744N.



K.K. Gangopadhyay
Partner

Membership No. 013442

Place: Gurgaon

Date: May 18, 2016

“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of PL Sunshine Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

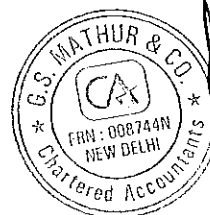
- i. We have audited the internal financial controls over financial reporting of **PL Sunshine Limited** (“the Company”) as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

- ii. The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

- iii. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
- iv. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
- v. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

- vii. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

- viii. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

FOR G.S. MATHUR & CO.

Chartered Accountants

Firm Registration Number: 8744N.



K.K. Gangopadhyay

Partner

Membership No. 013442.

Place: Gurgaon

Date: May 18, 2016

PL Sunshine Limited
Balance Sheet as at March 31 2016
(All amounts in INR, unless otherwise stated)

	Notes	As at March 31, 2016	As at March 31, 2015
Equity and liabilities			
Shareholders' funds			
Share capital	3	21,10,00,000	10,55,00,000
Reserves and surplus	4	(56,98,675)	(20,34,439)
		<u>20,53,01,325</u>	<u>10,34,65,561</u>
Non-current liabilities			
Long-term borrowings	5	1,18,00,51,898	1,73,61,921
Current liabilities			
Trade payables	6	9,95,381	66,468
Other current liabilities	6	14,55,13,953	9,01,959
TOTAL		<u><u>1,53,18,62,557</u></u>	<u><u>12,17,95,909</u></u>
Assets			
Non-current assets			
Fixed assets			
Tangible assets	7	1,48,20,88,915	-
Capital work-in-progress	8	-	1,60,51,925
Long Term loans & advances	9	53,26,442	9,02,74,900
		<u>1,48,74,15,357</u>	<u>10,63,26,825</u>
Current assets			
Trade receivables	10	1,76,10,012	-
Cash and bank balances	11	2,01,46,929	1,54,69,084
Loans and Advances	12	66,90,259	-
		<u>4,44,47,200</u>	<u>1,54,69,084</u>
TOTAL		<u><u>1,53,18,62,557</u></u>	<u><u>12,17,95,909</u></u>
Summary of significant accounting policies	2.1		

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

As per our report of even date.

For **G. S. Mathur & Co**
Chartered Accountants
Firm registration number: 8744N



per **K. K. Gangopadhyay**
Partner
Membership No.: 013442

[Signature]
Chief Financial
Officer

[Signature]
Company
Secretary

[Signature]
Director
Din

For and on behalf of the board of directors of
PL Sunshine Limited

Director
Din


Place: Gurgaon
Date: May 18, 2016

PL Sunshine Limited
Statement of profit and loss for the year ended March 31, 2016
 (All amounts in INR, unless otherwise stated)

	Notes	Year ended March 31, 2016	Year ended March 31, 2015
Income			
Revenue from operations		3,04,85,400	-
Other income		9,97,145	-
Total income (I)		3,14,82,545	-
Expenses			
Employee Benefits Expense	13	8,93,025	-
Other expenses	14	44,68,897	20,34,439
Total expenses (II)		53,61,922	20,34,439
Earning before interest, tax, depreciation and amortization (EBITDA) (I-II)		2,61,20,623	(20,34,439)
Depreciation and amortization expense	7	1,11,37,405	-
Finance costs	15	1,86,47,454	-
(Loss)/profit before tax		(36,64,236)	(20,34,439)
Tax expenses			
Deferred tax charge /(credit)			
Total tax expense			
Loss for the year/period		(36,64,236)	(20,34,439)
Earnings per equity share [nominal value of share Rs 10 (previous year Rs 10)]			
Basic and diluted earning per share	16	(0.22)	(0.19)
Summary of significant accounting policies	2.1		

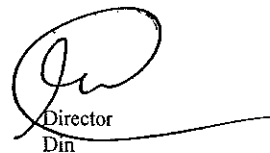
The accompanying notes are an integral part of the financial statements.

As per our report of even date.

For **G. S. Mathur & Co**
 Chartered Accountants
 Firm registration number: 8744N

 per **K. K. Gangopadhyay**
 Partner
 Membership No.: 013442


 Chief Financial
 Officer


 Company
 Secretary


 Director
 Din

For and on behalf of the board of directors of
PL Sunshine Limited

Director
 Din

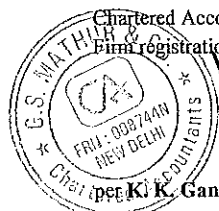
Place: Gurgaon
 Date: May 18, 2016

PL Sunshine Limited
Cash flow statement for the year ended March 31, 2016
(All amounts in INR, unless otherwise stated)

	Year ended March 31, 2016	Year ended March 31, 2015
Cash flow from/ (used in) operating activities		
Loss before tax flows	(36,64,236)	(20,34,439)
Depreciation/ amortization	1,11,37,405	-
Operating profit before working capital changes	74,73,169	(20,34,439)
Movement in working capital:		
Increase/ (decrease) in trade payables	9,28,913	9,68,427
Increase/ (decrease) in provisions	-	-
Increase/ (decrease) in other current liabilities	14,46,11,994	-
Cash generated from/ (used in) operations	15,30,14,076	(10,66,012)
Decrease/ (increase) in loans and advances	7,82,58,199	-
Decrease/ (increase) in trade receivables	(1,76,10,012)	-
Direct taxes paid (net of refunds)	-	-
Net cash flow from/ (used in) operating activities (A)	21,36,62,263	(10,66,012)
Cash flow used in investing activities		
Purchase of fixed assets, including CWIP and capital advances	(1,47,71,74,395)	(10,63,26,825)
Net cash flow used in investing activities (B)	(1,47,71,74,395)	(10,63,26,825)
Cash flow used in financing activities		
Proceeds from long-term borrowings	1,16,26,89,977	1,73,61,921
Proceeds issue of capital	10,55,00,000	10,55,00,000
Interest paid	-	-
Net cash flow used in financing activities (C)	1,26,81,89,977	12,28,61,921
Net decrease in cash and cash equivalents (A + B + C)	46,77,845	1,54,69,084
Exchange difference	-	-
Cash and cash equivalents at the beginning of the year	1,54,69,084	-
Cash and cash equivalents at the end of the year	2,01,46,929	1,54,69,084
Components of cash and cash equivalents		
Cash on hand	6,12,241	50,000
With banks		
- on current account	5,34,688	1,54,19,084
-in Term Deposits with Scheduled Banks	1,90,00,000	-
Total cash and cash equivalents (also refer note 10)	2,01,46,929	1,54,69,084

This is the cash flow statement referred to in our report of even date.

For G. S. Mathur & Co
Chartered Accountants
Firm registration number: 8744N



per K. K. Gangopadhyay
Partner
Membership No.: 013442


Chief Financial
Officer


Company
Secretary

For and on behalf of the Board of Directors of
PL Sunshine Limited


Director
Din

Director
Din

Place: Gurgaon
Date: May 18, 2016

3. Share capital

Particulars	As at	As at
	March 31, 2016	March 31, 2015
Authorized shares		
2,11,00,000 equity shares of Rs. 10 each	21,10,00,000	20,00,00,000
Issued, subscribed and fully paid-up shares		
2,11,00,000 equity shares of Rs. 10 each	21,10,00,000	10,55,00,000
	21,10,00,000	10,55,00,000

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

Particulars	As at March 31, 2016	
	Nos.	Amount
At the beginning of the year	1,05,50,000	10,55,00,000
Add: Issued during the year/period	1,05,50,000	10,55,00,000
Outstanding at the end of the year/period	2,11,00,000	21,10,00,000

b. Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Share capital held by its holding company

Out of equity shares issued, subscribed and fully paid up by the Company, shares held by its holding company and its nominees are as below:

Particulars	As at	As at
	March 31, 2016	March 31, 2015
Punj Lloyd Infrastructure Limited, the holding company	21,10,00,000	21,10,00,000
2,11,00,000 equity shares of Rs. 10 each		

d. List of shareholders holding more than 5% of the equity share capital of the Company at the beginning and at the end of the reporting year:

Name of Shareholder	As at March 31, 2016		As at March 31, 2015	
	Nos.	% of Holding	Nos.	% of Holding
	Punj Lloyd Infrastructure Limited	100%	2,11,00,000	100%

e. No bonus shares or shares issued for consideration other than cash or shares bought back over the last five years immediately preceding the reporting date.

4. Reserves and surplus

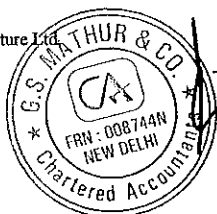
Particulars	As at	As at
	March 31, 2016	March 31, 2015
Deficit in the statement of profit and loss		
Balance as per last financial statements	(20,34,439)	-
Loss for the year/period	(36,64,236)	(20,34,439)
Net deficit in the statement of profit and loss	(56,98,675)	(20,34,439)
Total reserves and surplus	(56,98,675)	(20,34,439)

5. Long Term Borrowings

Particulars	Non Current Portion		Current Portion	
	As at March 31, 2016	As at March 31, 2016	As at March 31, 2015	As at March 31, 2015
Term Loan				
Indian rupee loan from financial institutions (Secured)				
IREDA LTD	1,01,56,51,898	2,34,62,500	-	-
11.25% (previous year Nil). Loan repayable in 48 Quarterly installments, beginning from 31/3/2017. The loan is secured by way of mortgage by deposit of title deed of all project immovable properties & Hypothecation of project movable assets, both existing and future. Further, the loan has been guaranteed by the corporate guarantee of Punj Lloyd Limited, the Ultimate holding company.				
Amount disclosed under the head "other current liabilities" (note 6)	-	(2,34,62,500)	-	-
	1,01,56,51,898	-	-	-

Other loans and advances (Unsecured)

Interest free loan from Punj Lloyd Infrastructure Ltd. (the Holding Company)	16,44,00,000	-	1,73,61,921	-
	1,18,00,51,898	-	1,73,61,921	-



6. Other current liabilities

Particulars	As at	As at
	March 31, 2016	March 31, 2015
Trade payables (including acceptances) (also refer note 19 for details of dues to micro and small enterprises)	9,95,381	66,468
Other liabilities		
Current maturities of long-term borrowings (note 5)	2,34,62,500.00	-
Retention money payable to EPC contractor (Punj Lloyd Ltd - Ultimate Holding Co)	3,58,86,250	-
Due to EPC contractor (Punj Lloyd Ltd - Ultimate Holding Co)	8,37,63,143	-
Due to Holding Co	-	830
Others	24,02,060	9,01,129
	<u>14,55,13,953</u>	<u>9,01,959</u>
	<u>14,65,09,334</u>	<u>18,97,340</u>

7. Fixed assets : Tangible assets

Particulars	Building- Factory	Furniture and Fixture	Plant and equipment	Office equipment	Total
Cost					
At April 01, 2014	-	-	-	-	-
Additions during the year	-	-	-	-	-
At March 31, 2015	-	-	-	-	-
Additions during the year	9,07,66,467	1,51,050	1,40,22,61,003	47,800	1,49,32,26,320
As at March 31, 2016	9,07,66,467	1,51,050	1,40,22,61,003	47,800	1,49,32,26,320
Depreciation					
At April 01, 2014	-	-	-	-	-
Charge for the year	-	-	-	-	-
At March 31, 2015	-	-	-	-	-
Charge for the year	5,31,568	25,336	1,05,65,994	14,507	1,11,37,405
As at March 31, 2016	5,31,568	25,336	1,05,65,994	14,507	1,11,37,405
Net block					
At March 31, 2015	-	-	-	-	-
As at March 31, 2016	9,02,34,899	1,25,714	1,39,16,95,009	33,293	1,48,20,88,915

8. Capital Work in Progress

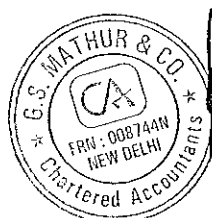
Particulars	As at March 31, 2016	As at March 31, 2015
Capital Work in Progress	-	1,60,51,925
Total Capital work-in-progress	<u>-</u>	<u>1,60,51,925</u>

9. Long Term loans & advances

Particulars	As at March 31, 2016	As at March 31, 2015
Capital advances		
Security Deposit Land (Unsecured, Considered good)	53,26,442	-
Mobilization advance to holding company	-	9,00,00,000
Others	-	2,74,900
	<u>53,26,442</u>	<u>9,02,74,900</u>

10. Trade receivables

Particulars	As at March 31, 2016	As at March 31, 2015
Outstanding for a period less than six months from the date they are due for payment		
Unsecured, considered good	1,76,10,012	-
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	-	-
	<u>1,76,10,012</u>	<u>-</u>



11. Cash and bank balances

Particulars	As at	As at
	March 31, 2016	March 31, 2015
Cash and cash equivalents		
Cash on hand	6,12,241	50,000
Balances with banks:		
On current accounts	5,34,688	1,54,19,084
Deposits with original maturity of less than three months	1,90,00,000	-
	<u>2,01,46,929</u>	<u>1,54,69,084</u>

12. Loans and Advances

Particulars	As at	As at
	March 31, 2016	March 31, 2015
Advances recoverable in cash or kind		
Unsecured, considered good	46,33,677	-
Due from Holding Co	2,93,207	-
Prepaid expenses	5,71,990	-
Advance to Supplier	10,91,671	5,71,990
Balances with statutory/ government authorities	99,714	-
	<u>66,90,259</u>	<u>5,71,990</u>



13. Employee benefit expenses

Particulars	Year ended	Year ended
	March 31, 2016	March 31, 2015
Salaries, wages and bonus	8,76,621	-
Staff welfare expenses	16,404	-
	<u>8,93,025</u>	<u>-</u>

14. Other expenses

Particulars	Year ended	Year ended
	March 31, 2016	March 31, 2015
Operation and Maintenance charges	22,49,255	-
Travelling and conveyance	1,27,583	-
Rates and taxes	12,14,712	20,04,369
Office expenses	72,341	116
Preliminary Expenses	-	-
Site Expenses	6,29,443	740
Consultancy and professional charges	1,18,313	1,124
Payment to auditors (refer below)	57,250	28,090
	<u>44,68,897</u>	<u>20,34,439</u>

Payments to auditors

	Year ended	Year ended
	March 31, 2016	March 31, 2015
As auditor:		
Audit Fee	57,250	28,090
	<u>57,250</u>	<u>57,250</u>

15. Finance costs

Particulars	Year ended	Year ended
	March 31, 2016	March 31, 2015
Interest expense	1,86,36,415	-
Bank charges	11,039	-
	<u>1,86,47,454</u>	<u>-</u>

16. Earnings Per Share

	March 31, 2016	March 31, 2015
Calculation of weighted average number of equity shares of Rs. 10 each		
Number of equity shares at the beginning of the year	1,05,50,000	-
Equity shares at the end of the year	2,11,00,000	1,05,50,000
Weighted average number of equity shares outstanding during the year	1,66,19,863	1,05,50,000
Net loss after tax available for equity share holders (Rs.)	(36,64,236)	(20,34,439)
Basic and diluted (loss)/earnings per share	(0.22)	(0.19)
Nominal value of share (Rs.)	10.00	10.00



17. Segment Reporting

Business Segment:

The Company's business activity falls within a single business segment. Therefore, segment reporting in terms of Accounting Standard 17 on Segmental Reporting is not applicable.

Geographical Segment

The Company's operations are within India and does not operate in any other Country and hence there are no geographical segments.

18. Related party disclosures

A. Names of related parties and related party relationship

Related parties where control exists irrespective of whether transactions have occurred or not

Holding company	Punj Lloyd Infrastructure Limited
Ultimate holding company	Punj Lloyd Limited

B. Related parties with whom transactions have taken place during the year

Holding company	Punj Lloyd Infrastructure Limited
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C. Key management personnel

Dinesh Thairani	Director
Rajat Vijay Seksaria	Director
Rahul Vashishtha	Director
Jahnvi Upadhyay	Director

Related Party Transactions

Particulars	Holding company		Ultimate holding company	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
Punj Lloyd Limited -EPC Contractor Charges	-	-	1,43,54,50,000	-
Mobilisation advance	-	9,00,00,000	-	-
Balance outstanding as at end of the year				
Receivable/(payable)				
Punj Lloyd Infrastructure Ltd.	(16,41,06,793)	(1,73,61,921)	-	-
Punj Lloyd Limited	-	-	(11,96,49,393)	-

19. The Micro and Small Enterprises have been identified by the Company from the available information, which has been relied upon by the auditors. According to such identification, there were no dues to Micro and Small Enterprise that are reportable as per Micro, Small and Medium Enterprise Development Act, 2006 outstanding as at March 31, 2016.

20. In the opinion of the management, the current assets, loan and advances appearing in the balance sheet have a value equivalent to the amount stated therein if realized during the ordinary course of business and all known liabilities have been provided.

21. Balances of sundry debtors, sundry creditors, loans and advances and deposits are subject to balance confirmation and reconciliation thereof.

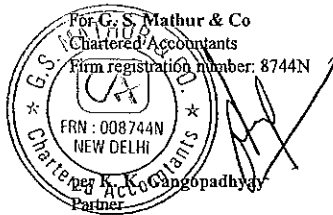
22. Provision for impairment loss as required under Accounting Standard – 28 on impairment of Assets is not necessary as in the opinion of management there is no impairment of the company's assets in terms of AS – 28.

23. There is no inventory in the company as such accounting policy on inventories is not required.

24. There is no investment made by the company as such accounting policy on investment is not required.

25. Additional information are either nil or not applicable.

As per our report of even date




Membership No.: 013442
Place: Gurgaon
Date: May 18, 2016


Chief Financial
Officer


Company
Secretary

For and on behalf of Board of Directors of
PL Sunshine Limited


Director
Din

Director
Din

PL Sunshine Limited

Notes to financial statements for the year ended March 31, 2016

(All amounts in INR, unless otherwise stated)

1. Corporate Information

P L Sunshine Limited was incorporated and registered on March 05, 2015 under the laws of India. The company was incorporated as a Special Purpose Vehicle (SPV) with the main object to act as developers, owners, engineers, operators, consultants, contractors and sub-contractors for engineering, procurement, construction, operation and maintenance of infrastructural projects involving generation, transmission, distribution and management of Solar Power . The company is a wholly owned subsidiary of Punj Lloyd Infrastructure Limited.

2. Basis of preparation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956 and applicable provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention.

2.1 Summary of significant accounting policies

(a) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring an adjustment to the carrying amounts of assets or liabilities in future periods.

(b) Tangible fixed assets

Tangible assets are stated at cost, net off accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of tangible asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing tangible assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from de-recognition of tangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

PL Sunshine Limited

Notes to financial statements for the year ended March 31, 2016

(All amounts in INR, unless otherwise stated)

(c) Depreciation on tangible assets

Depreciation on tangible assets is calculated on a straight-line basis, at the rates prescribed under Schedule II to the Companies Act, 2013 except depreciation on the assets of the generation of electricity business is charged on straight line method following the rates and methodology notified by the CERC Tariff Regulations, 2003 accordingly we are charging 5.28% on solar plants.

(d) Preoperative Expenditure pending allocation

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of indirect construction cost to the extent to which the expenditure is indirectly related to the construction or is incidental thereto. Other indirect expenditure (including borrowing cost) incurred during the construction period, which is not related to the construction activity nor is incidental thereto, is charged to the statement of profit and loss.

All direct capital expenditure on expansion are capitalised. As regards indirect expenditure on expansion, only that portion is capitalised which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalised only if they increase the value of the asset beyond its original standard of performance.

(e) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

1. Revenue from operations is accounted for in accordance with the terms of agreements with the customers.
2. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

(f) Impairment of tangible 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 or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a

PL Sunshine Limited**Notes to financial statements for the year ended March 31, 2016**

(All amounts in INR, unless otherwise stated)

period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.

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

(g) Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences of earlier years. Deferred tax is measured using the tax rates and tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

(h) Segment reporting**Identification of segments**

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

Unallocated items

Unallocated items include general corporate income and expense items which are not allocated to any business segment.

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

PL Sunshine Limited

Notes to financial statements for the year ended March 31, 2016

(All amounts in INR, unless otherwise stated)

(i) Earnings per share

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(j) Provisions

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

(k) Cash and Cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

(l) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

(m) Contingent Assets

Contingent assets are neither recognized nor disclosed in the financial statement

(n) Borrowing Costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. The interest cost incurred for funding a qualifying asset during the construction period is capitalised based on actual investment in the asset at the interest rate for specific borrowings. All other borrowing costs are expensed in the period they occur.