

INDEPENDENT AUDITOR'S REPORT

To the Members of **Romano Infrastructure Private Limited**

I. Report on the Audit of the Financial Statements

1. Opinion

- a) We have audited the accompanying financial statements of **Romano Infrastructure Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the 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.

- b) 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 Companies Act, 2013 (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 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, 2022, and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics (CoE) issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's CoE. 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.

3. Emphasis of Matter

With reference to Note 18 in the financial statements which indicates that the Company has accumulated losses and its net worth has been fully eroded, and the Company's current liabilities exceeded its current assets as at the balance sheet date. These conditions indicate the existence of uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the above said Note.

4. Key Audit Matters

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

5. Information Other than the Financial Statements and Auditor's Report Thereon

- a) The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- b) In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact, we have nothing to report in this regard.

6. Management's Responsibility for the Financial Statements

- a) The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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.
- b) In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
The Board of Directors is responsible for overseeing the Company's financial reporting process.

7. Auditor's Responsibility for the Audit of the Financial Statements

- a) Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
- b) As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - i) Identify and assess the risks of material misstatement of the 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.
- ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operative effectiveness of such controls.
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - iv) 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 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.
 - v) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- c) Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, make 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.
- d) 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.
- e) 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.
- f) 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.

II. Report on Other Legal and Regulatory Requirements


- (i) As required by Section 143(3) of the Act, based on our audit report 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 Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - (d) In our opinion, the aforesaid financial statements comply with Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - (e) On the basis of the written representations received from the directors as on March 31, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, 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 A".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
 - i. The Company has not paid any managerial remuneration during the year.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv.
 - a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities (Intermediaries), with the understanding, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entity (Funding Parties), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b), contain any material misstatement.
 - v. The Company has not declared any dividend or paid during the year.

(ii) As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the "Annexure-B" a Statement on the matters specified in paragraphs 3 and 4 of the Order.

A-14-A, Single Storey,
First Floor, Vijay Nagar,
New Delhi

ASRV & Associates
Chartered Accountants
Firm Registration No. 032290N
By the hand of

May 10, 2022
New Delhi.
UDIN: 22093812AMJYLS5510


Kamal Ahluwalia
Partner
Membership No. 093812

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph II (i) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Romano Infrastructure Private Limited** of even date)

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

We have audited the internal financial controls over financial reporting of **Romano Infrastructure Private Limited** ("the Company") as of March 31, 2022, 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

The Board of Directors of the Company 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 (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 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note issued by the 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Limitations of Internal Financial Controls Over Financial Reporting

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


Opinion

In our opinion, to the best of our information and according to the explanations given to us, 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, 2022, 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 issued by the ICAI.

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ASRV & Associates
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By the hand of

May 10, 2022
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UDIN: 22093812AMJYLS5510


Kamal Ahluwalia
Partner
Membership No. 093812

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph II (ii) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Romano Infrastructure Private Limited** of even date)

- i) The Company does not own any property, plant and equipment and intangible assets. Hence, the requirement to report on clause 3(i) (a) to (e) of the Order is not applicable to the Company.
- ii) a) The Company does not have inventory.
b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets.
- iii) a) The Company has provided loans during the year, and made investments in LLP, in respect of which:

Particulars	Loans (Rs.)	Investments (Rs.)
Aggregate amount provided/ invested during the year	4,24,85,383	-
Amount outstanding as at the year end - Trident Romano Realty LLP	34,75,90,000	35,000

The Company has not provided any guarantee or security to companies, firms, LLP or other parties during the year.

- (b) In our opinion, the terms and conditions of the grant of such loans, and investments made are, prima facie, not prejudicial to the Company's interest.
- (c) The schedule of repayment of principal and payment of interest has been stipulated and repayment or receipts of principal amounts and interest have been regular as per stipulations.
- (d) There are no overdue amounts of loans and advances in the nature of loans granted, which are overdue for more than 90 days.
- (e) There were no loans which were fallen due during the year, that have been reviewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Rules made thereunder, to the extent applicable. Hence, the requirement to report on clause 3 (v) of the Order is not applicable to the Company.
- vi) The maintenance of cost records has not been specified for the activities of the Company by the Central Government under section 148(1) of the Act.


- vii) (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including goods and service tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value-added tax, cess and other statutory dues applicable to it.
According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues, except tax deducted at source amounting to Rs. 38,39,508, were outstanding as at March 31, 2022, for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred to in (a) which have not been deposited by the Company on account of any dispute.
- viii) There were no transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (43 of 1961), which have not been recorded in the books of account. Accordingly, the requirement to report on clause 3 (viii) of the Order is not applicable to the Company.
- ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence, reporting under clause 3 (ix) (a) of the Order is not applicable.
- (b) The Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year, and hence, reporting under clause 3 (ix) (c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, no funds raised on a short term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its fellow subsidiaries, associates or joint ventures during the year.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3 (ix) (f) of the Order is not applicable.
- x) (a) The Company has not raised moneys by way of an initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and reporting under clause 3(x)(b) of the Order is not applicable.
- xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under section 143(12) of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government.
- (c) According to the information and explanations given to us, there are no whistleblower complaints received by the Company during the year.

- xii) The Company is not a Nidhi company and hence reporting under clause (xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is in compliance with sections 177 and 188 of the Act, wherever applicable, with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv) The provisions of section 138 of the Act read with Rule 13 of the Companies (Accounts) Rules, 2014, are not applicable to the Company and hence reporting under clauses 3 (xiv) (a) and (b) of the Order is not applicable.
- xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence reporting under clause 3 (xv) of the Order is not applicable.
- xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clauses 3 (xvi) (a), (b), and (c) of the Order is not applicable.
(b) In our opinion, there is no core investment company as part of the Group and reporting under clause 3 (xvi) (d) of the Order is not applicable.
- xvii) The Company has incurred cash losses of Rs. 135,77,161 during the year and also incurred cash losses of Rs. 1,56,757 in the immediately preceding financial year.
- xviii) There has been no resignation of the statutory auditors of the Company during the year, and accordingly, the provisions of clause 3 (xviii) of the Order are not applicable.
- xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans, we are of the opinion that no material uncertainty exists as on the date of our audit report that the Company is capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx) The provisions of section 135 toward corporate social responsibility are not applicable to the Company. Accordingly, the provisions of clause 3(xx) of the Order are not applicable to the Company.
- xxi) There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order of the companies included in the consolidated financial statements.

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Kamal Ahluwalia
Partner
Membership No. 093812

ROMANO INFRASTRUCTURE PRIVATE LIMITED

(CIN: U45400DL2007PTC165639)

H-65, Connaught Circus, New Delhi-110001

Balance Sheet as at March 31, 2022

	Notes	March 31, 2022 Rs.	March 31, 2021 Rs.
ASSETS			
Non current assets			
Financial assets			
Investments	3	35,000	35,000
Loans	4	33,68,79,951	34,77,64,826
Other non current assets	5	-	25,41,871
Total non current assets		33,69,14,951	35,03,41,697
Current assets			
Financial assets			
Cash and cash equivalents	6	17,441	25,20,777
Current tax assets	7	38,39,508	-
Total current assets		38,56,949	25,20,777
TOTAL ASSETS		34,07,71,900	35,28,62,474
EQUITY AND LIABILITIES			
Equity			
Equity share capital	8	5,00,000	5,00,000
Other equity		(1,07,86,612)	(2,57,889)
Total equity		(1,02,86,612)	2,42,112
LIABILITIES			
Non current liabilities			
Financial liabilities			
Borrowings	9	34,71,55,554	35,23,43,000
Total non current liabilities		34,71,55,554	35,23,43,000
Current liabilities			
Financial liabilities			
Others	10	63,450	2,77,362
Other current liabilities	11	38,39,508	-
Total current liabilities		39,02,958	2,77,362
Total liabilities		35,10,58,512	35,26,20,362
TOTAL EQUITY AND LIABILITIES		34,07,71,900	35,28,62,474
CORPORATE INFORMATION	1		
SIGNIFICANT ACCOUNTING POLICIES	2		
NOTES TO THE FINANCIAL STATEMENTS	3-21		

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

As per our report of even date.

ASRV & Associates
Chartered Accountants
By the hand of

sdl
Kamal Ahluwalia
Partner
Membership No. 093812
May 10, 2022
New Delhi.

Sdl
Achhey Lal, Director
DIN: 03055611

Sdl
Anjani Kumar Prashar, Director
DIN: 03510886

ROMANO INFRASTRUCTURE PRIVATE LIMITED

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Statement of Profit and Loss for the year ended March 31, 2022

	Notes	March 31, 2022 Rs.	March 31, 2021 Rs.
INCOME			
Other income	12	3,83,95,075	1,74,826
Total income		3,83,95,075	1,74,826
EXPENSES			
Finance cost	13	3,83,98,822	2,419
Other expenses	14	1,35,73,414	15,650
Total expenses		5,19,72,236	18,069
Profit/(loss) before tax		(1,35,77,161)	1,56,757
Less: Tax expense			
Current tax			-
Profit/(loss) for the year		(1,35,77,161)	1,56,757
Other Comprehensive Income		-	-
Total Comprehensive Income		(1,35,77,161)	1,56,757
Earnings per share [equity share, par value of Rs. 10 (Rs. 10) each]			
- Basic and diluted	15	(271.54)	3.14
CORPORATE INFORMATION	1		
SIGNIFICANT ACCOUNTING POLICIES	2		
NOTES TO THE FINANCIAL STATEMENTS	3-21		

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

As per our report of even date.

ASRV & Associates
Chartered Accountants
By the hand of

Sdl-

Kamal Ahluwalia
Partner
Membership No. 093812
May 10, 2022
New Delhi.

Sdl-

Achhey Lal, Director
DIN: 03055611

Sdl-

Anjani Kumar Prashar, Director
DIN: 03510886

ROMANO INFRASTRUCTURE PRIVATE LIMITED

(CIN: U45400DL2007PTC165639)

H-65, Connaught Circus, New Delhi-110001

Statement of Changes in Capital for the year ended March 31, 2022

	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
	Rs.	Rs.	Rs.
Equity share capital			
Authorised	5,00,000	-	5,00,000
Issued, subscribed and paid up	5,00,000	-	5,00,000

Statement of Changes in Capital for the year ended March 31, 2021

	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
	Rs.	Rs.	Rs.
Equity share capital			
Authorised	5,00,000	-	5,00,000
Issued, subscribed and paid up	5,00,000	-	5,00,000

Statement of Changes in Equity for the year ended March 31, 2022

Notes	Other equity Reserves and surplus	Total equity attributable to equity share holders of the Company
	Rs.	Rs.
Balance as at April 1, 2021	(2,57,889)	(2,57,889)
Less: Loss for the year	(1,35,77,161)	(1,35,77,161)
Add: Prior period adjustments	30,48,437	30,48,437
Balance as at March 31, 2022	(1,07,86,612)	(1,07,86,612)

Statement of Changes in Equity for the year ended March 31, 2021

Notes	Other equity Reserves and surplus	Total equity attributable to equity share holders of the Company
	Rs.	Rs.
Balance as at April 1, 2020	(4,14,646)	(4,14,646)
Add: Profit for the year	1,56,757	1,56,757
Balance as at March 31, 2021	(2,57,889)	(2,57,889)

CORPORATE INFORMATION

1

SIGNIFICANT ACCOUNTING POLICIES

2

NOTES TO THE FINANCIAL STATEMENTS

3-21

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

As per our report of even date.

ASRV & Associates
Chartered Accountants
By the hand of

sdt
Kamal Ahluwalia
Partner
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May 10, 2022
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Cash Flow Statement for the year ended March 31, 2022

	Notes	March 31, 2022 Rs.	March 31, 2021 Rs.
A. CASH FLOW FROM OPERATIONS			
Profit/(loss) before tax		(1,35,77,161)	1,56,757
Adjustments for working capital changes:			
Increase/(decrease) in other current liabilities		38,39,508	(1,57,95,000)
Decrease/(increase) in other current assets		(38,39,508)	-
Increase/(decrease) in current financial liabilities		(2,13,912)	6,800
Other adjustments			
Prior period adjustments		30,48,437	-
Net cash generated from operations		(1,07,42,636)	(1,56,31,443)
Taxes paid		-	-
Net cash from operating activities		(1,07,42,636)	(1,56,31,443)
B. CASH FLOW FROM INVESTING ACTIVITIES			
Decrease/(increase) in non current loans		1,08,84,875	(1,74,826)
Net cash from investing activities		1,08,84,875	(1,74,826)
C. CASH FLOW FROM FINANCING ACTIVITIES			
Increase/(decrease) in non-current borrowings		(51,87,446)	(2,13,35,000)
Decrease/(increase) in other non current assets		25,41,871	3,96,49,944
Net cash from financing activities		(26,45,575)	1,83,14,944
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(A+B+C)	(25,03,336)	25,08,675
Cash and cash equivalents - Opening balance		25,20,777	12,102
Cash and cash equivalents - Closing balance		17,441	25,20,777
Note: Figures in brackets indicate cash outflow.			
CORPORATE INFORMATION	1		
SIGNIFICANT ACCOUNTING POLICIES	2		
NOTES TO THE FINANCIAL STATEMENTS	3-21		

This is the Cash Flow Statement referred to in our report of even date attached.

ASRV & Associates
Chartered Accountants
By the hand of

sd/-
Kamal Ahluwalia
Partner
Membership No. 093812
May 10, 2022
New Delhi.

sd/-
Achhey Lal, Director
DIN: 03055611

sd/-
Anjani Kumar Prashar, Director
DIN: 03510886

1 CORPORATE INFORMATION

Romano Infrastructure Private Limited is wholly owned subsidiary of Anant Raj Limited, domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is primarily engaged in business of real estate.

2 SIGNIFICANT ACCOUNTING POLICIES

a) BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Act), (Ind AS compliant Schedule III), as applicable to the Company.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) USE OF ESTIMATES

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

c) REVENUE RECOGNITION

Income and expenditure are accounted for on accrual basis.

d) FINANCIAL INSTRUMENTS

Initial and subsequent measurement

Loans obtained from holding company is measured at historical cost as it is payable on demand. Accordingly, in accordance with the provisions of Ind AS-113- 'Fair Value Measurement', issued by Ministry of Corporate Affairs, fair value of loans payable on demand will not be less than its historical cost.

Current versus non current classification

The Company presents its assets and liabilities in the financial statements based on current and non-current classification.

An asset is treated as current when it is:

- (i) Expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- (ii) Held primarily for the purpose of being traded;
- (iii) Expected to be realised within twelve month after the reporting date; and
- (iv) Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

The Company classifies all other assets as non-current.

A liability is current when it is:

- (i) It is expected to be settled in the Company's normal operating cycle;
- (ii) It is held primarily for the purpose of being traded;
- (iii) It is due to be settled within twelve months after the reporting date; and
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

e) TAX EXPENSES**Current tax**

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

f) CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

g) CASH AND CASH EQUIVALENTS

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

h) EARNINGS PER SHARE

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

i) INVESTMENTS

Investments are stated at cost less provision for impairment losses, if any. Investments are tested for impairment whenever an event or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of investments exceeds its recoverable amount. If, in a subsequent period, recoverable amount equals or exceeds the carrying amount, the impairment loss recognised is reversed accordingly.

Investments in equity instruments of subsidiaries, joint ventures and associates are accounted for at cost in accordance with Ind AS-27 'Separate Financial Instruments'.

j) PROVISIONS

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

k) BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognized as part of finance cost in the income statement in the period in which they are incurred.

ROMANO INFRASTRUCTURE PRIVATE LIMITED

Notes to financial statements

	March 31, 2022 Rs.	March 31, 2021 Rs.
3 NON CURRENT INVESTMENTS		
Unquoted equity instruments		
- Investment in Trident Romano Realty LLP	35,000	35,000
4 LOANS		
Non current		
Unsecured, considered good		
Loan to related party	33,68,79,951	34,77,64,826
5 OTHER NON CURRENT ASSETS		
Capital advances		
Government authorities	-	25,41,871
6 CASH AND CASH EQUIVALENTS		
Balance with bank in current account	12,741	16,077
Cash on hand	4,700	25,04,700
	17,441	25,20,777
7 CURRENT TAX ASSETS		
Tax deducted at source	38,39,508	-
8 EQUITY SHARE CAPITAL		
Authorised		
50,000 (50,000) equity shares of Rs.10 (Rs.10) each	5,00,000	5,00,000
Issued, subscribed and paid up		
50,000 (50,000) equity shares of Rs.10 (Rs.10) each fully paid up	5,00,000	5,00,000

Notes:

- (i) Loan to related party represents unsecured loan given to Trident Romano LLP, in which the Company is a partner, which loan is repayable as per agreed stipulations.
- (ii) Detail of loans or advances are granted to promoters, directors, KMPs and the related parties along with their percentage:

Type of borrower	Amount of loan or advance in the nature of loan outstanding (Rs.)	Percentage to the total loans and advances in the nature of loans
Related party		
- Trident Romano Realty LLP	33,68,79,951	100%

Note: There are no loans or advances granted to directors and KMPs.

Notes:

- a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting period:

	March 31, 2022		March 31, 2021	
	Number	Rs.	Number	Rs.
Number of shares outstanding at the beginning of the year	50,000	5,00,000	50,000	5,00,000
Issued during the year	-	-	-	-
Number of shares outstanding at the end of the year	50,000	5,00,000	50,000	5,00,000

- b) Terms/rights attached to equity shares

The Company has only one class of equity share having a par value of Rs. 10 per share. Each shareholder of equity shares is entitled to one vote per share. The Company declares and pays dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. 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 each shareholder.

ROMANO INFRASTRUCTURE PRIVATE LIMITED

Notes to financial statements

c) Shares held by the holding Company, Anant Raj Limited

	March 31, 2022 Rs.	March 31, 2021 Rs.
50,000 (50,000) equity shares of Rs. 10 (Rs. 10) each fully paid up *	5,00,000	5,00,000

*Includes 6 (6) equity shares held by nominees of the holding Company, Anant Raj Limited.

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

	March 31, 2022		March 31, 2021	
	Nos.	% holding	Nos.	% holding
Anant Raj Limited, holding company Equity shares	50,000	100%	50,000	100%

e) Shares held by promoters at the end of the year

Name of promoter	As at	No. of shares	% of total shares	% change during the year
Anant Raj Limited (holding company)	March 31, 2022	50,000*	100%	0%
	March 31, 2021	50,000*	100%	0%

*Includes 6 (6) equity shares held by nominees of the holding Company, Anant Raj Limited.

March 31, 2022 Rs.	March 31, 2021 Rs.
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9 BORROWINGS**Non current**

Unsecured

Loan from related party^

34,71,55,554	35,23,43,000
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Notes:

^ Loan from related party represents unsecured loans obtained from holding Company, which loan is repayable as per agreed stipulations.

10 OTHER FINANCIAL LIABILITIES

Interest payable to holding Company

-

2,24,987

Expenses payable*

63,450

52,375

63,450

2,77,362

*Includes Rs. 19,200 (Rs. 17,200) payable to holding Company.

*Includes Rs. 26,550 (Nil) payable to fellow subsidiary Company.

11 OTHER CURRENT LIABILITIES

Duties and taxes

38,39,508

-

38,39,508

-

12 OTHER INCOME

Interest receipts

3,83,95,075

-

Share of profit from LLP

-

1,74,826

3,83,95,075

1,74,826

13 FINANCE COST

Interest paid

3,83,95,075

-

Bank charges

3,747

2,419

3,83,98,822

2,419

14 OTHER EXPENSES

Share of loss from LLP

1,35,62,341

-

Audit fees

8,850

8,850

Filing fees

2,000

6,800

Miscellaneous

223

-

1,35,73,414

15,650

ROMANO INFRASTRUCTURE PRIVATE LIMITED

Notes to financial statements

15 EARNINGS PER SHARE (EPS)

The earnings considered in ascertaining the Company's EPS is the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the period. The weighted diluted earnings per equity share are computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the period.

		March 31, 2022	March 31, 2021
Profit/(loss) for the year	Rs.	(1,35,77,161)	1,56,757
Nominal value of equity share	Rs.	10	10
Weighted average number of equity shares outstanding during the year	Nos.	50,000	50,000
Basic and diluted earnings per share	Rs.	(271.54)	3.14

16 RELATED PARTY DISCLOSURES

Pursuant to Indian Accounting Standard (Ind AS-24) on "Related Party Disclosures" issued by the "Ministry of Corporate Affairs, Government of India" following parties are to be treated as related parties along with their relationships:

a) List of related parties where control exists and other related parties with whom transactions have taken place and relationship :

Holding Company

Anant Raj Limited

Fellow Subsidiaries

Adonai Home Private Limited

Advance Buildcon Private Limited

Anant Raj Cons. & Development Private Limited

Anant Raj Cloud Private Limited

Anant Raj Digital Private Limited #

Ashok Cloud Private Limited #

Anant Raj Estate Management Services Limited

Anant Raj Housing Limited

AR Login 4 Edu Private Limited

ARE Entertainment Limited

(formerly known as Gujarat Anant Raj Vidhyanagar Limited)

Century Promoters Private Limited

Echo Properties Private Limited

Empire Promoters Private Limited

Excellent Inframart Private Limited

Four Construction Private Limited

Glaze Properties Private Limited

Green Valley Builders Private Limited

Green Way Promoters Private Limited

Grandstar Realty Private Limited

Hamara Realty Private Limited

Jai Govinda Ghar Nirman Limited

Jasmine Buildwell Private Limited

North South Properties Private Limited

Pasupati Aluminium Limited

Pelikan Estates Private Limited

Pioneer Promoters Private Limited

Rolling Construction Private Limited

Romano Estates Private Limited

Romano Estate Management Services Limited

Romano Projects Private Limited*

Rose Realty Private Limited

Saiguru Buildmart Private Limited *

Sartaj Developers & Promoters Private Limited

Sovereign Buildwell Private Limited

Spring View Developers Private Limited

Springview Properties Private Limited

Tumhare Liye Realty Private Limited

Woodland Promoters Private Limited

* Ceased to be fellow subsidiary during the year.

Became fellow subsidiary during the year.

Related parties

Achhey Lal

Director

Anjani Kumar Prashar

Director

Gaurav Sharma

Director

Note: The related party relationship is as identified by the management.

ROMANO INFRASTRUCTURE PRIVATE LIMITED

Notes to financial statements

b) Transaction during the year with related parties (excluding reimbursements):

Nature of transaction	Related party	March 31, 2022	March 31, 2021
		Rs.	Rs.
Borrowings received	Anant Raj Limited	10,000	15,000
Borrowings repaid	Anant Raj Limited	51,97,446	2,13,50,000
Loan given	Trident Romano Realty LLP	40,90,308	-
Loan received back	Trident Romano Realty LLP	1,49,75,183	-
Finance cost	Anant Raj Limited	3,83,95,075	-
Interest receipts	Trident Romano Realty LLP	3,83,95,075	-

c) Amount outstanding as at March 31, 2022:

Account head	Related party	March 31, 2022	March 31, 2021
		Rs.	Rs.
Borrowings - Non current	Anant Raj Limited	34,71,55,554	35,23,43,000
Non current investments	Trident Romano Realty LLP	35,000	35,000
Loans - Non current	Trident Romano Realty LLP	33,68,79,951	34,77,64,826

17 Financial ratios

Ratio	March 31, 2022	March 31, 2021
Current ratio	0.99	9.09
Debt-equity ratio	(33.75)	1,455.29
Return on equity	131.99%	64.75%
Return on capital employed	(0.0403)	0.0004

18 The accumulated losses till March 31, 2022, has exceeded the aggregate of share capital and other reserves, thereby the net worth of the Company has been completely eroded. However, on account of providing financial support by its holding company, the financial statements have been prepared on a going concern basis.


19 There are no transactions during the year with struck off companies as defined under Section 248 of the Companies Act, 2013.


20 In the opinion of the management, the current assets, if realized, in the ordinary course of business, would realize a sum equal to that stated in the Balance Sheet.

21 Previous year figures have been regrouped or recast, wherever necessary, to confirm to this year's presentation.

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

May 10, 2022
New Delhi.


Achhey Lal, Director
DIN: 03055611


Anjani Kumar Prashar, Director
DIN: 03510886