

ORION MALL MANAGEMENT COMPANY LIMITED

ANNUAL REPORT 2013-2014

ORION

NOTICE

Notice is hereby given that the **THIRD ANNUAL GENERAL MEETING** of **Orion Mall Management Company Limited** is scheduled at 30th Floor, World Trade Center, Brigade Gateway Campus, 26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore - 560 055 on Monday, 4th August, 2014 at 11.30 a. m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited statement of accounts as at 31st March, 2014 and the reports of the Board of Directors and the Auditors.
2. To appoint a Director in place of Ms. Nirupa Shankar who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint Statutory Auditors.

By order of the Board of Directors
For **Orion Mall Management Company Ltd.**


M. R. Jaishankar
Director

Place : Bangalore

Date : 15th April, 2014

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER.
2. Proxies in order to be effective must be received at the Registered Office of the Company not less than forty eight hours before this Annual General Meeting.

Orion Mall Management Company Ltd.

Mall Management Office, Orion Mall, Brigade Gateway Campus,
26/1, Dr. Rajkumar Road, Malleswaram - Rajajinagar, Bangalore - 560055
Ph: +91 80 6728 2222 Fax: +91 80 6728 2223 www.orionmalls.com

Corporate Identity
Number (CIN) :
U70109KA2011PLC060288


A BRIGADE Company
GROUP

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DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the Third Annual Report of the Company, along with the Audited Statement of Accounts for the year ended 31st March, 2014.

1. FINANCIAL HIGHLIGHTS

The financial highlights of the Company for the year ended 31st March, 2014 is as follows:

Particulars	(Rupees in Lakhs)	
	2013-14	2012-13
Income	2324.63	1574.72
Expenditure	1983.73	2016.86
Profit/(Loss) before tax	340.90	(442.13)
Provision for :Current Tax	-	-
Deferred	111.28	148.00
Net Profit/(Loss) after Tax	220.20	(307.01)
Balance in Profit & Loss Account brought forward from previous year	(365.15)	(58.13)
Balance carried to Balance Sheet	(144.95)	(365.15)

2. DIVIDEND

The Board of Directors of the Company are not recommending any dividend as the Company incurred loss during previous years.

3. OPERATIONS DURING THE YEAR

During the year your company generated revenue of Rs.2324.63 Lakhs as compared to Rs.1574.72 Lakhs during the previous year, an increase by 48%. This is the first year in which your Company has made profits after commencing its basis. The Profit from operations was at Rs.340.90 Lakhs as against the loss of Rs.442.13 Lakhs during the previous year. Your Company is managing one of the prestigious malls in the City of Bangalore known as Orion Mall located at Brigade Gateway Campus, Dr. Rajkumar Road, Bangalore. This is one of the biggest life style mall in the City with spread over

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8 lac sq.ft. of area. The mall is being managed very efficiently and effectively which is reflecting in the foot falls happening in the mall. The Company is equipped to scale up its operations to manage more malls in the near future.

4. SHARE CAPITAL

There is no change in the Share Capital of the Company during the year.

5. DIRECTORS

Ms. Nirupa Shankar, director retires by rotation and being eligible, offers herself for reappointment.

None of the Directors of the Company are disqualified under Section 274(1)(g) of the Companies Act, 1956.

6. DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated under Section 217 (2AA) of the Companies Act, 1956, your Directors confirm as under:-

- a) That in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with the proper explanation relating to material departures.
- b) That the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for that period.
- c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) That the Directors had prepared the annual accounts on a going concern basis.



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7. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The utilization of energy is minimal and need based. At work place, emphasis is more on installation of energy efficient lights and using natural light to a maximum extent. Further during the year under review, the Company has neither earned nor used any foreign exchange.

8. PARTICULARS OF EMPLOYEES UNDER SECTION 217(2A)

There are no employees in the Company who are in receipt of remuneration in excess of the limits prescribed in section 217(2A) of the Companies Act, 1956 during the year under review.

9. AUDITORS

The present Statutory Auditors, M/s. Narayanan, Patil and Ramesh Chartered Accountants, Bangalore hold office till the date of the ensuing Annual General Meeting of the Company and being eligible offer themselves for re-appointment.

M/s.Narayanan Patil and Ramesh, Chartered Accountants, have confirmed that the appointment, if made, will be in accordance with the limits prescribed under the applicable provisions of the Companies Act, 2013.

10. COMPLIANCE CERTIFICATE UNDER SECTION 383(A) OF THE COMPANIES ACT, 1956

A Compliance Certificate as required under section 383A(1) of the Companies Act, 1956 from the practicing Company Secretary as to the Compliance with all the provisions of the Companies Act, 1956, is attached to this Board's Report.

11. ACKNOWLEDGEMENT

Your Board of Directors would like to express its appreciation to the stakeholders for their support and continued patronage. The Directors are also grateful for the co-operation of the Regulatory Authorities.



The Board further wishes to record their sincere appreciation to the efforts made by the employees of the Company.

For and on behalf of the Board

M.R. Jaishankar
Director

Vishal Mirchandani
Director

Place : Bangalore
Date : 15th April, 2014

Independent Auditor's Opinion

To the Members of ORION MALL MANAGEMENT COMPANY LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **ORION MALL MANAGEMENT COMPANY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for 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 Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of



Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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 the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date, and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2003("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2. As required by Section 227(3) of the Act, we report that:



- (a) We have 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, Statement of Profit and Loss and cash flow statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the Balance Sheet, statement of Profit and Loss and cash flow statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and.
- (e) On the basis of the written representations received from the directors as on 31st March, 2014 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Place : Bangalore

Date : 15th April, 2014

For Narayanan, Patil and Ramesh

Chartered Accountants

Firm Reg. No. 002395S


L R Narayanan

Partner

Membership No: 200/25588



ANNEXURE TO AUDITORS' REPORT

Annexure referred to in our report to the members of **ORION MALL MANAGEMENT COMPANY LIMITED** ('the Company') for the year ended 31st March 2014. We report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified. In accordance with this, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) Fixed assets disposed off during the year were not substantial, and therefore, do not affect the going concern assumption
- (ii) (a) The inventory has been Physically verified at reasonable intervals during the period by the mangement. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventories. The discrepancies noticed on verification between physical stock and book stock was not material.
- (iii) (a) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms and other parties mentioned in the Register maintained under section 301 of the Companies Act, 1956.
- (b) Since the Company has not granted any loans, the provisions of Clause (iii) (b), (iii) (c) & (iii) (d) of the Order are not applicable to the Company.
- (c) Since the Company has not taken any loans, the provisions of Clause (iii) (f) & (iii) (g) of the Order are not applicable to the Company.



- (iv) In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the company and the nature of its business, with regard to purchase of inventory, fixed assets and for the sale of goods and services. During the course of audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- (v) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, have been entered in the register required to be maintained under that section.
- (b) In our opinion, and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements referred to in (v) (a) above and exceeding the value of Rs 5 lakhs with any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) According to the information and explanations given to us, the company has not accepted deposits from the public and hence, the directives issued by the Reserve Bank of India and the provisions of Sections 58A, 58AA or any other relevant provisions of the Act and the rules framed there under, are not applicable to the Company.
- (vii) In our opinion, the company has an internal audit system commensurate with size and nature of business.
- (viii) The Central Government of India has not prescribed the maintenance of cost records under Section 209(1) (d) of the Act for any of the services rendered by the Company.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Income-tax, Sales Tax, Wealth Tax, Service tax, and other material statutory dues which have been regularly deposited during the



year by the Company with the appropriate authorities. As explained to us, the company did not have any dues on account of Employees' State Insurance, Customs duty and Excise duty.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Investor Education, and Protection Fund, Income tax, Sales tax, Wealth tax, Service tax and other material Statutory dues were in arrears, as at 31.03.2014 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 material dues payable towards income tax, sales tax, wealth tax, custom duty, service tax, excise duty and Cess which have not been deposited on account of any dispute with the appropriate authorities.
- (x) The Company has been registered for a period of less than five years and hence we are not required to comment on whether or not the accumulated losses at the end of the financial year is fifty percent or more of its net worth and whether it has incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xi) The Company did not have any outstanding dues to any financial institution, banks or debenture holders during the year.
- (xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities
- (xiii) In our opinion and according to the information and explanations given to us, the Company is not a chit fund/ nidhi/ mutual benefit fund/ society.
- (xiv) According to the information and explanations given to us, the company is not dealing in or trading in shares, securities, debentures and other investments.
- (xv) According to the information and explanations given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions.



- (xix) The Company did not have any outstanding debentures during the year
- (xx) The Company has not raised any money by public issues during the year
- (xxi) According to the information and explanations given to us, no material fraud on or by the company has been noticed or reported during the course of our audit.
-

For Narayanan, Patil and Ramesh

Chartered Accountants

Firm Reg. No. 002395S



Place : Bangalore

Date : 15th April, 2014


L R Narayanan

Partner

Membership No: 200/25588

ORION

ORION MALL MANAGEMENT COMPANY LIMITED

1. Company overview:

Orion Mall Management Company Limited (OMML) was incorporated on 7th September, 2011, with the object of carrying on the business of mall management. The Company has income from management services received for the management of the mall from the tenants of the mall.

2. Significant Accounting Policies & Additional Notes to Financial Statements:

I. SIGNIFICANT ACCOUNTING POLICIES:

a. Basis for preparation of Financial Statements:

The Financial Statements are prepared under the historical cost convention, on accrual basis of accounting and in accordance with generally accepted accounting principles in India and comply with the Accounting Standards prescribed by the Companies (Accounting Standards) Rules 2006, to the extent applicable and in accordance with the Provisions of the Companies Act, 1956.

b. Use of estimates:

Preparation of Financial Statements in conformity with Generally Accepted Accounting Principles requires Company Management to make estimates and assumptions that affect reported balance of assets & liabilities and disclosures relating to contingent assets & liabilities as of the date of Financials and reported amounts of income & expenses during the period. Examples of such estimate include Revenues, expenses and Profits expected to be earned on business carried on by the Company. Actual results could differ from these estimates. Differences, if any, between the actual results and estimates are recognized in the period in which the results are known or materialized.

c. Expenditure:

Expenses are accounted on the accrual basis and provisions are made for all known losses and liabilities.

d. Inventories

The inventory shown in the Balance Sheet includes stores, spares & consumables are priced at lower of cost and net realizable value. "Cost" is defined as being all expenditure, which has been incurred in bringing the product or service to its present location and condition.



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Orion Mall Management Company Ltd.
Corporate Identity Number (CIN):
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Valuation of Inventories has been done after providing for obsolescence, if any, as under:

Stores, Spares and Consumables: At lower of cost or net realizable value

e. Cash flow statement:

Cash Flows are reported using the indirect method, whereby 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 regular revenue generating; financing and investing activities of the Company are segregated.

f. Events occurring after the date of Balance Sheet:

Material events occurring after the date of Balance Sheet are taken into cognizance.

g. Depreciation:

Depreciation in respect of fixed assets is provided adopting Written down Value Method at the rates provided under Schedule XIV to the Companies Act, 1956. Depreciation is charged on a pro-rata basis for assets purchased/ put to use /sold during the year. Individual assets costing less than Rs.5,000/- is charged off in the year of purchase.

h. Retirement Benefits

i) Provident Fund and Family Pension:

Contribution to Provident Fund and Family Pension Fund will be provided for and payments in respect thereof will be made to the relevant authorities on actual basis for all eligible employees. The company will have no further obligations under this plan beyond its monthly contributions

ii) Leave Encashment:

Liability in respect of Leave encashment is provided for, on Actuarial Valuations.

iii) Gratuity:

Liability for gratuity is funded with LIC Trust. Gratuity expenses for the year are accounted based on actuarial valuation carried out as at the end of the fiscal year. The obligation recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost, and as reduced by the fair value of scheme assets.

Actuarial gain and loss are recognized in full in the Profit and Loss Account for the period in which they occur. Any asset resulting from this calculation is limited to past service cost,



plus the present value of available refunds and reductions in future contributions to the scheme.

i. Revenue recognition:

- i. Operating Revenues relate to Management Fees which are recognized pursuant to Contracts entered into between the Company, the Mall Owner and the Tenants. Such Revenues are recognized on accrual basis in accordance with the terms of the said agreement.
- ii. Interest income is recognized on time basis and is determined by the amount outstanding and rate applicable.

j. Tangible fixed assets:

Fixed assets are stated at cost of acquisition including directly attributable costs for bringing the asset into use, less accumulated depreciation and impairment losses, if any.

k. Intangible Fixed assets:

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The Cost of Intangible asset comprises its purchase cost and directly attributable expenditure.

l. Foreign Currency Transaction:

There were no Foreign Currency Transactions during the year.

m. Earnings per share:

Basic Earnings per Share is computed by dividing net income by the weighted average number of common stock outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value (i.e., the average market value of the outstanding shares). Diluted potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

n. Provision for Taxation:

No provision for taxation has been made under the provisions of Income tax Act, 1961.

o. Impairment of assets:

At the end of each year, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with Accounting Standard-28 "Impairment of Assets" prescribed under the Companies (Accounting Standards) Rules 2006, where the



recoverable amount of any fixed asset is lower than its carrying amount, a provision for impairment loss on fixed assets is made for the difference.

p. Provisions and Contingent Liabilities:

Provision is recognized when an enterprise has present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on management estimates required to settle the obligation as at the Balance Sheet date.

There are no contingent liabilities as on March 31, 2014 other than those disclosed in the Financial Statements.

q. Amortization of miscellaneous expenditure:

Expenses incurred in connection with the incorporation of the company have been treated as Preliminary expenses, and carried to the Balance Sheet under Miscellaneous Expenditure amortized and written off over a period of five years.

r. Taxes on Income:

Current year Income tax, if any, is accounted based on the tax effect accounting method.

The differences that result between the profit offered for income taxes and the profit as per the financial statements are identified and thereafter a deferred tax asset/deferred tax liability is recorded for timing differences, namely the differences that originate in one accounting period and reverse in another, based on the tax effect of the aggregate amount being considered. The tax effect is calculated on the accumulated timing differences at the end of an accounting period based on prevailing enacted or substantially enacted regulations. Deferred tax assets are recognized only if there is reasonable certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.



II. ADDITIONAL NOTES:

a. Related Party Disclosure:

Relationships:

Holding Company	Brigade Enterprises Limited
Other related parties where common control exists	Tandem Allied Services Pvt.Ltd
	Brigade Hospitality Services Limited.

The following transactions were carried out with related parties in the ordinary course of business:

Party	Sale material/of services and Other Receipts	Purchase of material/ services/other payments	Outstanding receivables /(payables), as on 31-3-2013
Brigade Enterprises Limited(BEL)	4,24,24,934/-	4,46,56,068/-	Nil
Tandem Allied Services Pvt. Ltd.	—	1,63,78,628/-	13,90,215/-
Galaxy Club, Brigade Hospitality Services Limited.	—	2,25,792/-	Nil

b. Deferred Taxation:

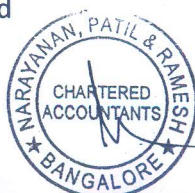
In compliance with Accounting Standard (AS) 22 relating to 'Accounting for taxes on income' issued by the Institute of Chartered Accountants of India, the company has created the Deferred Tax Asset for the period up to 31-03-2014 amounting to Rs. 63,44,775/- towards Accumulated Depreciation, Disallowance of Provision u/s 40(a)(i) & 43B & carry forward of previous year losses.

c. The retirement benefits

Details of employee benefits as required under Accounting Standard 15 Employee Benefits (Revised) are given below:

Defined Contribution Plans

i. Employers' Contribution to Provident Fund



During the year, the Company has recognized the following amounts in the Profit and Loss Account-

Particulars	FY 2013-14	FY 2012-13
	(INR)	(INR)
Employers' Contribution to Provident Fund *	3,84,003/-	3,33,053/-

* Inclusive of PF Contribution from Employer & Administrative Expenses.

Defined Benefit Plan

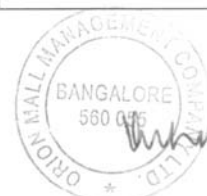
Contribution to Gratuity Fund

In accordance with Accounting Standard 15 (Revised 2005) actuarial valuation was done in respect of the aforesaid defined benefit plan

Particulars	As at 31 March 2014 (Rs.)	As at 31 March 2013 (Rs.)
Obligations at the beginning of the year	6,75,356	0
Service Cost(Gross)	1,84,603	9,79,619
Interest Cost	59,769	0
Benefits Settled	0	0
Actuarial Gain / (Loss)	(21,726)	0
Obligations at the end of the year	8,98,002	6,75,356
Current Liability(Within 12months)	65,837	49,571
Non Current Liability	8,32,165	6,25,785
Change in Plan Assets		
Plan Assets at the beginning of the year, at Fair Value	0	0



Expected return on plan assets	0	0
Actuarial Gain / (Loss)	0	0
Contributions	0	3,04,263
Benefits Settled	0	0
Plan Assets at the end of the year, at Fair Value Funded Status		
Closing PBO	8,98,002	6,75,356
Closing Fair Value of Plan Assets	0	0
Closing Funded Status	8,98,002	(6,75,356)
Net asset/(Liability) recognized in Balance Sheet		
Expenses Recognized in P&L Account		
Service Cost	1,84,603	9,79,619
Interest Cost	59,769	0
Expected return on plan assets	0	0
Actuarial (Gain) / Loss	(21,726)	0
Net Gratuity/Leave Cost	2,22,646	9,79,619
Experience Adjustment in Plan Liabilities	(21,276)	0
Experience Adjustment in Plan Assets	0	0
Assumptions		
Interest rate	8.85%	8.25%
Discount factor	8.85%	8.25%
Estimated rate of return on plan assets	8.00%	0.00%
Salary Increase	6.00%	6.00%



Particulars	2013-14	2012-13
Equity Share of Face Value Rs.10/- Each	Rs.	Rs.
Profit (Loss) for the period	2,20,20,526	(3,07,01,611)
No. of shares outstanding at the end of current period	5,00,000	5,00,000
Basic & Diluted EPS	44.04	(61.04)

f. Remuneration Paid to Statutory Auditors:

Particulars	2013-14	2012-13
Audit fees including Tax audit *	Rs.1,92,500/-	Rs. 1,75,000/-

*The above amount is exclusive of service tax.

g. Details are given to the extent applicable.

For and on behalf of the Board of Directors


M.R. Jaishankar
 Director

Place: Bangalore
 Date: 15th April '2014



Vishal Mirchandani
 Director

As per our Report of even date

For Narayanan, Patil & Ramesh

Chartered Accountants

Firm Regn. No. 002395S


L.R. Narayanan
 Partner

Membership No.200/25588



ORION MALL MANAGEMENT COMPANY LTD

30TH FLOOR, WTC BANGALORE, NO.26/1, BRIGADE GATEWAY

DR. RAJKUMAR ROAD, RAJAJINAGAR-MALLESWARAM, BANGALORE - 55


Balance Sheet as at 31st March 2014

(In Rupees)

Particulars	Note No.	As at 31st March 2014	As at 31st March 2013
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	5,000,000	5,000,000
Reserves and surplus	4	(14,494,906)	(36,515,433)
Non-current liabilities			
Other long-term liabilities	5	34,780,798	34,152,592
Long Term Provision	6	1,155,591	625,785
Current liabilities			
Trade payables	7	23,944,220	22,030,800
Other Current Liabilities	8	6,068,173	39,045,064
Short-Term provisions	9	6,719,262	123,049
Total		63,173,137	64,461,857
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	10-A	5,569,146	3,090,394
Intangible assets	10-B	67,437	112,395
Long-term loans and advances	11	18,383,422	4,212,487
Deferred Tax Asset (Net)	12	6,344,775	17,472,490
Other Non-current assets	13	7,586	15,171
Current assets			
Inventories	14	5,615,557	1,787,587
Trade receivables	15	14,267,783	27,090,099
Cash and cash equivalents	16	9,938,994	6,227,371
Short-term loans and advances	17	2,748,066	4,340,279
Other current assets	18	230,371	113,584
Total		63,173,137	64,461,857

The accompanying notes are an integral part of the financial statements
For and on behalf of the board of directors

As per our report of even date
For Narayanan, Patil & Ramesh
Chartered Accountants
Firm Reg. No.0023955


M R Jaishankar
Director


Vishal Mirchandani
Director


L R Narayanan
Partner

Membership No.200/25588



Place: Bangalore

Date: 15th April '2014

ORION MALL MANAGEMENT COMPANY LTD

30TH FLOOR, WTC BANGALORE, NO.26/1, BRIGADE GATEWAY

DR. RAJKUMAR ROAD, RAJAJINAGAR-MALLESWARAM, BANGALORE - 55

Statement of Profit and Loss for the year ended 31st March 2014


(In Rupees)

Particulars	Note No.	31st March 2014	31st March 2013
Revenue from operations	19	230,314,453	156,499,356
Other Income (Interest & Mis Income)	20	2,148,377	973,031
Total revenue		232,462,830	157,472,387
Expenses:			
Direct Expenses	21	133,638,109	118,814,141
Employee benefit expenses	22	25,800,010	26,150,847
Finance costs	23	18,862	1,888
Other expenses	24	38,915,786	56,719,463
Total expenses		198,372,767	201,686,339
Earnings before interest, tax, depreciation and amortization		34,090,062	(44,213,952)
Depreciation	10-C	1,125,861	472,945
Preliminary Expenses Written Off		7,586	7,586
Profit / (loss) before exceptional and extraordinary items and tax		32,956,616	(44,694,483)
Exceptional items		-	-
Profit / (loss) before extraordinary items and tax		32,956,616	(44,694,483)
Prior Period Items		(191,626)	807,604
Profit / (loss) before tax		33,148,242	(45,502,087)
Tax expense			
Income Tax		6,474,588	-
MAT Credit Availed		(6,474,588)	-
Deferred tax Asset (Liability)		11,127,715	14,800,476
Total Tax Expense		11,127,715	14,800,476
Profit (Loss) for the period		22,020,526	(30,701,611)
Earnings per equity share - basic and diluted (Rs.)		44.04	(61.40)

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements
For and on behalf of the Board of Directors

As per our report of even date
For Narayanan, Patil & Ramesh
Chartered Accountants
Firm Reg. No.002395S


M R Jaishankar
Director


Vishal Mirchandani
Director


L R Narayanan
Partner

Membership No.200/25588



Place: Bangalore
Date: 15th April '2014

ORION MALL MANAGEMENT COMPANY LTD

Cash flow statement for the year ended 31 March, 2014

(In Rupees)

Particulars	31 March 2014	31 March 2013
Cash flow from Operating Activities		
Net Profit before Tax	33,148,242	(45,502,087)
Adjustments for:		
Depreciation including Obsolescence & Amortization	1,125,861	472,945
Prior year (income) / expenses	(191,626)	807,604
Interest Income	(958,882)	(468,235)
Bad Debts	-	179,657
Interest paid	(18,862)	(1,888)
Operating Profit before Working Capital changes	33,104,732	(44,512,004)
Adjustments for:		
Decrease / (Increase) in Sundry Debtors	12,822,316	(24,925,203)
Decrease / (Increase) in Inventories	(3,827,970)	(1,787,587)
Decrease / (Increase) in Loans & Advances	(12,496,298)	(2,315,487)
Increase / (Decrease) in Current Liabilities	(23,309,246)	73,802,439
Net Cash flow (used In) / from Operating Activities	6,293,534	262,158
Cash flows from Investing Activities		
Purchase of Fixed Assets	(3,559,655)	(2,172,982)
Interest received	958,882	468,235
Net Cash flow (used In) / from Investing Activities	(2,600,773)	(1,704,747)
Cash flows from Financing Activities		
Proceeds from Issue of Equity Shares	-	4,500,000
Interest payment	18,862	1,888
Net Cash flow (used In) / from Financing Activities	18,862	4,501,888
Net increase in cash and cash equivalents	3,711,623	3,059,299
Cash and Cash equivalents at the beginning of period	6,227,371	3,168,071
Cash and Cash equivalents at the end of period	9,938,994	6,227,371



ORION MALL MANAGEMENT COMPANY LTD

Notes to the Financial Statement

Note - 3 - Share capital

(In Rupees)

Particulars	As at 31st March 2014	As at 31st March 2013
Authorized		
500,000 Equity shares of Rs. 10 each	5,000,000	5,000,000
Issued , Subscribed & Paid Up		
500,000 Equity Shares of Rs.10/- each (31 March 2012: 50,000 equity shares of Rs.10/- each)	5,000,000	5,000,000
Total	5,000,000	5,000,000

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

Equity shares

(In Rupees)

Particulars	Equity shares	
	As at 31st March 2014	As at 31st March 2013
Shares outstanding at the beginning of the year	500,000	50,000
Shares issued during the year	-	450,000
Shares bought back during the year	-	-
Shares outstanding at the end of the year	500,000	500,000

Details of shareholders' holding equity shares more than 5%

(In Rupees)

Name of the shareholder	As at 31st March, 2014		As at 31st March, 2013	
	No. (in lakhs) of shares held	% of holding	No. (in lakhs) of shares held	% of holding
Brigade Enterprises Ltd	500,000	100.00%	50,000	100.00%



ORION MALL MANAGEMENT COMPANY LTD

Notes to the financial statement

Note 4 - Reserves and surplus

(In Rupees)

Particulars	As at 31st March 2014	As at 31st March, 2013
<u>a. General reserve</u>		
Balance at the beginning of the reporting period	-	-
Add: CAM reserve transferred from Profit & loss	11,521,965	
Balance at the end of the reporting period	11,521,965	-
<u>Surplus in the statement of profit and loss</u>		
Balance at the beginning of the reporting period	(36,515,433)	(5,813,822)
Add: Profit / (Loss) for the current year	22,020,526	(30,701,611)
Less: Profit transferred to General Reserve	-	-
Less: CAM reserve trf to General reserve	(11,521,965)	
Net surplus in the statement of profit and loss	(26,016,871)	(36,515,433)
Total of reserves and surplus	(14,494,906)	(36,515,433)



ORION MALL MANAGEMENT COMPANY LTD**Notes to the financial statement****Note 5- Other long-term liabilities***(In Rupees)*

Particulars	As at 31st March 2014	As at 31st March 2013
Trade/Security deposit received (CAM Deposit)	34,780,798	34,152,592
	34,780,798	34,152,592

Note 6- Long Term Provisions*(In Rupees)*

Particulars	As at 31st March 2014	As at 31st March 2013
(a) Provision for employee benefits		
Long Term Provision of Gratuity A/c	586,031	625,785
Long Term Provision of Leave Encashment A/c	569,560	-
	1,155,591	625,785



ORION MALL MANAGEMENT COMPANY LTD**Notes to the financial statement****Note 7 - Trade Payables***(In Rupees)*

Particulars	As at 31st March 2014	As at 31st March, 2013
Trade payables	23,944,220	22,030,800
	23,944,220	22,030,800

Note 8 - Other current liabilities*(In Rupees)*

Particulars	As at 31st March 2014	As at 31st March, 2013
(i) Advance From Customer	195,485	434,587
(ii) Statutory Remittances	927,704	1,618,367
(iii) Contractually reimbursable expenses	4,465,001	3,676,327
(iv) Security Retention	479,983	111,631
(v) Brigade Enterprises Ltd	-	33,204,152
Total	6,068,173	39,045,064



ORION MALL MANAGEMENT COMPANY LTD
Notes to the financial statement

Note 9 - Short-term provisions

(In Rupees)

Particulars	As at 31st March 2014	As at 31st March, 2013
(a) Provision for employee benefits		
Contribution to PF	60,942	61,811
Contribution to ESI	1,980	4,667
Contribution to Professional Tax	7,350	7,000
Gratuity	65,837	49,571
Leave Encashment	108,565	-
(b) Others (Specify nature)		
Provision for Tax	6,474,588	
	6,719,262	123,049



ORION MALL MANAGEMENT COMPANY LTD

Notes to the financial statement

Note - 10 Fixed assets

(In Rupees)

Sl. No.	Assets	Gross block			Accumulated depreciation/amortization			Net block	
		Balance as at 1-April-2013	Additions	Balance as at 31st March'14	Balance as at 1-April-2013	Charge for the year	Balance as at 31st March'14	Balance as at 31st March'14	Balance as at 31-March-2013
a.	Tangible assets								
i.	Computer and hardware								
	Own	198,631	68,286	266,917	73,110	67,571	140,681	126,236	125,521
ii.	Electrical & Electronics								
	Own	184,398	494,509	678,907	30,108	311,112	341,220	337,687	154,290
iii.	Furniture, fixtures and interiors								
	Own	42,963	141,565	184,528	7,711	17,231	24,942	159,586	35,252
iv.	Office equipments, plant and machinery								
	Own	2,429,130	2,855,295	5,284,425	213,641	607,115	820,756	4,463,669	2,215,489
v.	Fire Fighting								
	Own	655,500	-	655,500	95,658	77,874	173,532	481,968	559,842
	Sub-total	3,510,622	3,559,655	7,070,277	420,228	1,080,903	1,501,131	5,569,146	3,090,394
b.	Intangible assets								
iii.	Computer Software	197,032	-	197,032	84,637	44,958	129,595	67,437	112,395
	Sub-total	197,032	-	197,032	84,637	44,958	129,595	67,437	112,395
	Grand Total	3,707,654	3,559,655	7,267,309	504,865	1,125,861	1,630,726	5,636,583	3,202,789



ORION MALL MANAGEMENT COMPANY LTD**Notes to the financial statement****Note 11 - Long-term loans and advances***(In Rupees)*

Particulars	As at 31st March 2014	As at 31st March, 2013
a. Prepaid expenses - Unsecured considered good	-	-
b. Balances with government authorities		
Unsecured, considered good		
(i) TDS Receivable	11,908,835	4,212,487
(2) MAT Credit Entitlement A/c	6,474,588	-
Total	18,383,422	4,212,487



ORION MALL MANAGEMENT COMPANY LTD

Notes to financial statement

Note12: Deferred Tax

(In Rupees)

Particulars	For period ending 31st March 2014	Tax @ 32.445%
	Amount	Amount
1. Fixed Assets		
WDV as per IT Act	5,483,822	
WDV as per Companies Act	5,636,583	
Deferred Tax Asset / (Liability)	(152,761)	(49,563)
2. Expenses disallowed u/s 40(a)(i) & 43B of the Income-tax Act, 1961		
Leave encashment and Gratuity	1,329,993	
Provision for doubtful debts / advances	138,500	
Audit fees	192,500	
Deferred Tax Asset / (Liability)	1,660,993	538,909
3. Others		
Brought forward losses	18,848,922	6,115,533
Deferred Tax Asset/(Liability) to be accounted		6,604,879
Opening Deferred Tax Asset		17,472,490
Reversal of last year excess Deferred Tax Asset created		260,104
Provision to be created/(reversed)		(11,127,715)
Amount of Deferred Tax carried to Balance sheet		6,344,775



ORION MALL MANAGEMENT COMPANY LTD

Notes to the financial statement

Note 13 - Other Non-current Assets

(In Rupees)

Particulars	As at 31st March 2014	As at 31st March 2013
Preliminary Expenditure to the extent not written off	7,586	15,171
Total	7,586	15,171



ORION MALL MANAGEMENT COMPANY LTD

Notes to the financial statements

Note 14 - Inventories

(In Rupees)

Particulars	As at 31st March 2014	As at 31st March 2013
Inventory Stores, spares and consumables (Valued at Cost or market value whichever is less)	5,615,557	1,787,587
Total	5,615,557	1,787,587



ORION MALL MANAGEMENT COMPANY LTD**Notes to the financial statement****Note 15 - Trade Receivables***(In Rupees)*

Particulars	As at 31st March, 2014	As at 31st March, 2013
Trade receivable		
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	14,406,283	27,269,756
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
Less: Provision for doubtful debts	(138,500)	(179,657)
	14,267,783	27,090,099



ORION MALL MANAGEMENT COMPANY LTD**Notes to the financial statement****Note 16 - Cash and cash equivalents***(In Rupees)*

Particulars	As at 31st March, 2014	As at 31st March, 2013
Cash and cash equivalents		
Balances with banks:		
a. Balances with banks		
In current accounts	6,217,244	638,833
In Deposit accounts	3,642,376	5,542,176
(Bank deposits with more than 12 months maturity: Nil)		
b. Cash on hand	79,374	46,363
Total	9,938,994	6,227,371



ORION MALL MANAGEMENT COMPANY LTD

Notes to the financial statement

Note 17 - Short-term Loan & Advances

(In Rupees)

Particulars	As at 31st March, 2014	As at 31st March, 2013
a. Loans and advances to employees		
Secured, considered good	-	-
Unsecured, considered good	24,024	176,000
b. Prepaid expenses - Unsecured considered good	2,573,596	2,559,557
c. Balances with government authorities		
Unsecured, considered good		
(i) Service tax input credit receivable	83,265	1,052,469
d. Inter-Corporate deposits - Holding company M/s. Brigade Enterprises Ltd.		
Unsecured, considered good	-	-
e. Advance to Contractors/ Suppliers		
Unsecured, considered good	67,181	552,253
Total	2,748,066	4,340,279

Note 18 - Other Current Assets

(In Rupees)

Particulars	As at 31st March, 2014	As at 31st March, 2013
a. Accruals		
(i) Interest accrued on deposits	222,786	105,998
b. Preliminary Expenditure to the extent not written off	7,585	7,586
Total	230,371	113,584



ORION MALL MANAGEMENT COMPANY LTD**Notes to financial statement****Note - 19 - Revenue from operations***(In Rupees)*

Particulars	For period ending 31st March 2014	For period ending 31st March 2013
Operating revenues	230,314,453	156,499,356
	230,314,453	156,499,356

Note - 20 - Other Income*(In Rupees)*

Particulars	For period ending 31st March 2014	For period ending 31st March 2013
Miscellaneous Income	1,189,495	504,796
Interest Received	958,882	468,235
Total of contract and other receipts	2,148,377	973,031



Salaries, allowances and bonus	24,627,622	25,018,601
Contribution to provident and other funds	414,290	369,627
Staff welfare expenses	758,098	762,619
Total	25,800,010	26,150,847

Note 23 - Finance costs

(In Rupees)

Particulars	For period ending 31st March 2014	For period ending 31st March 2013
Interest expenses on: Others	18,862	1,888
Total	18,862	1,888

Note 24 - Other Expenses

(In Rupees)

Particulars	For period ending 31st March 2014	For period ending 31st March 2013
Administrative Expenses	3,352,620	3,837,146
Travel & Local Conveyance	21,997	87,758
Communication Cost	773,881	589,611
Printing & Stationery	259,312	260,963
Professional Charges	901,595	379,000
Insurance Cost	632,880	987,499
Rates & Taxes	204,825	131,184
Rent Paid	3,618,633	3,902,634
Marketing Cost	29,127,363	46,268,409
Business Promotion	22,680	95,602
Bad Debts	-	179,657
Total	38,915,786	56,719,463

