

REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

CIN: L70109DL1995PLC064254

Regd Off: G-01, Ground Floor, Plot No. SU, LSC B-Block, RG City Centre, Lawrence Road, Delhi-110035

Website: www.realgrowth.co.in, Email: rgcel1995@gmail.com

March 28, 2021

BSE Limited

25th Floor, P.J. Towers, Dalal Street,

Fort, Mumbai – 400001

Sub – Outcome of Board Meeting held on March 28, 2021

Ref – Scrip Code – 539691 & Security ID - RGCEL

Dear Sir,

Please find below the Outcome of the Meeting of the Board of Directors held on today i.e March 28, 2021 at 15:00 Hours and Concluded at 18:50 Hours.

1. Approval of Audited Financial Results for the quarter and year ended on March 31, 2020 as per Annexure 1.
2. Standalone Statement of Assets and Liabilities as at March 31, 2020.
3. Auditors' Report on Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. Declaration with respect to the unmodified opinion of the Auditor.

Kindly note the same and acknowledge the receipt.

Thanking You,

for REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

(DEEPAK GUPTA)
WHOLE TIME DIRECTOR
DIN:01890274

Deepak
Gupta

Digitally signed by
Deepak Gupta
Date: 2021.03.28
18:52:44 +05'30'

Real Growth Commercial Enterprises Ltd.

(Regd. Office:- G-01, Ground Floor, Plot No. SU LSC, B-Block, RG City Centre, Lawrence Road, New Delhi, DL 110035)

Figures in Lacs(₹)

Statement of Audited Financial Results for the quarter ended March 31, 2020 and year ended March 31, 2020.						
Sr. No.	Particulars	For The Quarter Ended			For The Year Ended	
		*March 31, 2020	Dec 31, 2019	*March 31, 2019	March 31, 2020	March 31, 2019
		Audited	Unaudited	Audited	Audited	Audited
1	Income					
a	Revenue from Operations	4.26	1,680.77	4,995.77	12,755.93	21,053.70
b	Other Income	27.02	27.77	27.97	111.04	119.94
	Total Income	31.28	1,708.54	5,023.74	12,866.96	21,173.63
2	Expenses					
a	Cost of Material consumed	-	-	-	-	-
b	Purchase of Stock In Trade	405.92	-	5,410.54	11,352.97	21,216.82
c	Change in Inventories of Finished Goods, Work In Progress and Stock In Trade	(347.98)	1,632.72	(550.02)	1,287.92	(680.34)
d	Employees Benefit Expenses	8.57	11.47	11.09	50.32	64.40
e	Finance Cost	37.92	127.40	163.71	412.39	462.02
f	Depreciation and Amortisation Expenses	0.19	0.19	0.19	0.77	0.77
g	Other Expenses	27.68	2.65	12.01	43.07	37.15
	Total Expenses	132.30	1,774.43	5,047.52	13,147.44	21,100.83
3	Profit/(Loss) from Operations before exceptional items and Tax(1-2)	(101.02)	(65.89)	(23.78)	(280.48)	72.80
4	Exceptional Items Loss/(Gain)	-	-	-	-	-
5	Profit/(Loss) Before Tax (3-4)	(101.02)	(65.89)	(23.78)	(280.48)	72.80
6	Tax Expenses:					
a	Current Tax & Previous Year Tax/(Reversal)	-	-	(9.60)	-	16.07
b	Deferred Tax	2.79	(2.56)	5.23	0.24	(0.63)
7	Net Profit/(Loss) for the period after tax (5-6)	(103.81)	(63.33)	(19.40)	(280.71)	57.36
8	Other Comprehensive Income					
	(i) Items that will not be reclassified to Profit or Loss	6.03	0.17	5.91	6.20	5.91
	- Remeasurment of post-employment benefit obligation	-	-	-	-	-
	-Income Tax relating to Items that will not be reclassified to Profit or Loss	-	-	-	-	-
9	Total Comprehensive Income (7+8)	(97.77)	(63.16)	(13.49)	(274.51)	63.27
	Paid up Equity Share Capital (Rs.10 Each)	400.00	400.00	400.00	400.00	400.00
10	Earning per share(of Rs.10 each) (refer note 4)					
a)	Basic	(2.60)	(1.58)	(0.48)	(7.02)	1.43
b)	Diluted	(2.60)	(1.58)	(0.48)	(7.02)	1.43

1. The above results for the quarter/half year ended 31st March, 2020 were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 28th March, 2021. The Statutory Auditors have expressed an unmodified opinion on the aforesaid results subject to:

- Company has defaulted in repayment of dues to bank effect thereof loan account declared as Non-Performing Asset in the month of July-2019.
- That appropriate measures need to be taken with regards to the payment and filing of outstanding statutory returns and reversal of GST on account of creditors more than 180 days under the Goods and Service Tax Act.

2. The above financial results have been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS), as prescribed under Section 133 of the Companies Act, 2013, and other recognised accounting practices and the policies to the extent applicable.

3. Adoption of Ind AS 115 "Revenue from Contracts with Customers"
The Ministry of Corporate Affairs (MCA), on 28th March, 2018, notified Ind AS 115 "Revenue from Contracts with Customers" as part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The new standard is effective for accounting period beginning on or after 1st April, 2018. The adoption of Ind AS 115 by the Company effective 1st April, 2018 has no significant impact on the financial results for the quarter ended 31st March, 2020.

4. Earning per share is not annualized for the quarter ended 31st March, 2020, quarter ended 31st December, 2019 and quarter ended 31st March, 2019.

**For and on behalf of Board of Directors of
Real Growth Commercial Enterprises Limited**

Place: Sonapat
Dated: 28th March, 2021

(Deepak Gupta)
Whole Time Director
DIN:01890274

Deepak
Gupta

Digitally signed by
Deepak Gupta
Date: 2021.03.28
18:53:20 +05'30'

Real Growth Commercial Enterprises Ltd.
(Regd. Office:- G-01, Ground Floor, Plot No. SU LSC, B-Block, RG City Centre, Lawrence Road, New Delhi, DL 110035)

Segment wise Revenue, Results, Assets and Liabilities for the quarter ended March 31, 2020 and year ended 31st March, 2020:

Sr. No.	Particulars	For The Quarter Ended			For The Year Ended	
		*March 31, 2020	Dec 31, 2019	*March 31, 2019	March 31, 2020	March 31, 2019
		Audited	Unaudited	Audited	Audited	Audited
1	Segment Revenue					
	Trading	4.26	1,517.62	4,995.77	12,592.78	21,053.70
	Real Estate	4.49	163.15	1.28	167.64	5.07
	Unallocated	22.54	27.77	26.70	106.55	114.86
	Total Segment Revenue	31.28	1,708.54	5,023.74	12,866.96	21,173.63
	Less: Inter Segment Revenue	-	-	-	-	-
	Net Sales/Income From Operations	31.28	1,708.54	5,023.74	12,866.96	21,173.63
2	Segment Results(Profit before Interest Costs and Tax)					
	Trading	(35.89)	(0.53)	125.74	74.79	490.82
	Real Estate	(57.48)	60.86	0.15	4.10	(3.04)
	Unallocated	(22.75)	1.19	-	-	-
	Total Segment Results	(116.12)	61.51	125.59	78.89	487.78
	Less: Inter Segment Results	-	-	-	-	-
	Net Segment Results	(116.12)	61.51	125.59	78.89	487.78
	Less: (i) Interest**	102.53	105.86	163.71	412.39	462.02
	(ii) Other Un allocable Expenditure net of Unallocable Income	(117.63)	21.54	-14.35	(53.02)	(47.04)
	Profit/(loss) after Interest Cost but before Exceptional items	(101.02)	(65.89)	(23.78)	(280.48)	72.80
	Exceptional Items	-	-	-	-	-
	Total Profit/(loss) before tax	(101.02)	(65.89)	(23.78)	(280.48)	72.80
3	Segment Assets					
	Trading	3,885.99	20,151.35	25,416.49	3,885.99	25,416.49
	Real Estate	525.96	580.96	658.06	525.96	658.06
	Unallocated	5,317.37	175.31	559.49	5,317.37	559.49
	Total Segment Assets	9,729.33	20,907.62	26,634.04	9,729.33	26,634.04
4	Segment Liabilities					
	Trading	5,796.70	17,665.01	22,294.20	5,796.70	22,294.20
	Real Estate	552.40	531.92	572.03	552.40	572.03
	Unallocated	3,380.22	2,710.69	3,767.81	3,380.22	3,767.81
	Total Segment Liabilities	9,729.33	20,907.62	26,634.04	9,729.33	26,634.04

5. Previous figures have been re-grouped / rearranged in accordance with the revised Schedule III of the Companies Act,2013 wherever required.

For and on behalf of Board of Directors of
Real Growth Commercial Enterprises Limited

Place: Sonipat
Dated: 28th March, 2021

(Deepak Gupta)
Whole Time Director
DIN:01890274

Deepak
Gupta

Digitally signed
by Deepak Gupta
Date: 2021.03.28
18:53:50 +05'30'

Real Growth Commercial Enterprises Limited

CIN No. L70109DL1995PLC064254

Balance sheet as at 31st March 2020

(All amounts are in (₹) unless otherwise specified)

Figures in Lacs(₹)

	Note No.	As at 31st March 2020	As at 31st March 2019
I. ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	2.93	3.70
(b) Financial Assets	4		
(i) Other Financial Asset	4.1	4.15	236.03
(c) Deferred Tax Assets (Net)	5	57.84	56.60
(d) Other Non-Current Assets	6	5,152.53	2.25
		5,217.46	298.57
2 Current assets			
(a) Inventories	7	892.10	2,180.02
(b) Financial Assets	8		
(i) Trade Receivables	8.1	3,467.14	23,723.68
(ii) Cash and Cash Equivalents	8.2	56.90	92.78
(c) Current Tax Assets (Net)	9	77.93	177.57
(d) Other Current Assets	10	17.79	174.99
		4,511.87	26,349.06
Total Assets		9,729.33	26,647.63
II. EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	11	400.00	400.00
(b) Other Equity	12	917.72	1,198.37
		1,317.72	1,598.37
2 Liabilities			
(i) Non-current liabilities			
(a) Financial Liabilities	13		
(i) Borrowing	13.1	798.11	711.97
(ii) Other financial liabilities	13.2	0.49	0.44
(b) Provisions	14	17.47	12.74
(c) Other Non-Current Liabilities	15	973.32	1,077.91
		1,789.40	1,803.05
(ii) Current liabilities			
(a) Financial Liabilities	16		
(i) Trade payables	16.1	2,570.00	18,738.72
(ii) Other Financial Liabilities	16.2	227.60	427.47
(iii) Borrowings	16.3	3,022.79	3,172.73
(b) Other Current Liabilities	17	635.25	646.68
(c) Provisions	18	166.56	260.59
		6,622.20	23,246.21
Total Equity and Liabilities		9,729.33	26,647.63

General Information

1

Summary of Significant Accounting Policies

2

The accompanying notes nos 3 to 33 are an integral part of financial statements

As per our Report of even date attached

For and on behalf of Board of Directors
Real Growth Commercial Enterprises Limited

Deepak Gupta
(Wholetime Director)
DIN: 01890274

Place: Sonipat
Date: 28th March, 2021

Deep
ak
Gupta

Digitally
signed by
Deepak
Gupta
Date:
2021.03.28
18:54:21
+05'30'

Real Growth Commercial Enterprises Limited

CIN No. L70109DL1995PLC064254

Cash flow statement for the year ended 31st March 2020

(All amounts are in ₹) unless otherwise specified

Figures in Lacs(₹)

	March 31, 2020	March 31, 2019
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	(280.48)	72.80
Non-cash adjustment to reconcile profit before tax to net cash flow		
Depreciation/amortization	0.77	0.77
Other Comprehensive Income	4.73	4.50
Earlier Year Tax Adjustment	(6.14)	-
Finance Charges	412.39	462.02
Interest income	(111.04)	(119.94)
Operating profit before working capital changes	20.22	420.16
Movements in working capital:		
Decrease/(Increase) in Inventories	1,287.92	(680.34)
Decrease/(Increase) in Trade Receivable	20,256.54	(15,891.29)
Decrease/(Increase)/ in Non Financial Current Assets	231.88	9.03
Decrease/(Increase) in other current assets	157.20	56.27
Decrease/(Increase) in other Financial Liability	(199.87)	81.43
Decrease/(Increase) in other Long term Financial Liability	0.05	0.05
Decrease/(Increase) in Non Current Liability	(104.59)	(104.58)
Increase/(Decrease) in trade payables	(16,168.73)	16,010.50
Increase/(Decrease) in short-term provisions	(94.03)	0.54
Increase/(Decrease) in Long-term provisions	4.73	5.67
Increase/(Decrease) in other current liabilities	(11.43)	154.22
Cash generated from operations	5,379.91	61.65
Direct taxes paid	(99.64)	1.13
Net cash inflow from operating activities (A)	5,479.55	60.52
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets, including capital work in progress & capital advances	(5,150.28)	-
Interest received	111.04	119.94
Net cash used in investing activities (B)	(5,039.24)	119.94
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Short-term borrowings	(63.80)	221.56
Finance Charges	(412.39)	(462.02)
Net cash flow from/(used) in financing activities (C)	(476.18)	(240.46)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(35.88)	(60.00)
Cash and cash equivalents at the beginning of the year	92.78	152.79
Cash and cash equivalents at the end of the year	56.90	92.78
Components of cash and cash equivalents		
Cash on hand	54.69	90.55
Cheques on hand	-	-
With banks - on current account	-	-
With banks - on Fixed Deposit account	-	-
- Cash Credit Account	2.21	2.23
Total cash and cash equivalents (Note 8)	56.90	92.78

For and on behalf of Board of Directors
Real Growth Commercial Enterprises Limited

Deepak Gupta
(Wholetime Director)
DIN: 01890274
Place: Sonipat
Date: 28th March, 2021

Digitally signed
by Deepak
Gupta
Date: 2021.03.28
18:54:53 +05'30'

REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

CIN: L70109DL1995PLC064254

Regd Off: G-01, Ground Floor, Plot No. SU, LSC B-Block, RG City Centre, Lawrence Road, Delhi-110035

Website: www.realgrowth.co.in, Email: rgcel1995@gmail.com

March 28, 2021

The Manager,
Department of Corporate Services,
BSE Limited
25th Floor, P.J. Towers, Dalal Street,
Fort, Mumbai – 400001

Sub – Declaration U/r 33(3)(d) with respect to unmodified opinion of the Auditors in the Audit Report

Ref – Scrip Code – 539691

Dear Sirs/Madam,

We hereby confirm and declare that Audit Report of the Auditor for the quarter / year ended March 31, 2020 is with an Unmodified Opinion subject to following:

- a. Company has defaulted in repayment of dues to bank effect thereof loan account declared as Non-Performing Asset in the month of July-2019.
- b. That appropriate measures need to be taken with regards to the payment and filing of outstanding statutory returns and reversal of GST on account of creditors more than 180 days under the Goods and Service Tax Act.

and it doesn't contain any audit observation(s), reservation(s), adverse comment(s) or qualification(s). This declaration is submitted pursuant to Proviso 2 to the Regulation 33(3) (d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Thanking You,

Yours sincerely,

for REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

(DEEPAK GUPTA)
WHOLE TIME DIRECTOR
DIN:01890274

Deepak
Gupta Digitally signed
by Deepak Gupta
Date: 2021.03.28
18:55:20 +05'30'



INDEPENDENT AUDITOR'S REPORT

To the Members of M/S REAL GROWTH COMMERCIAL ENTERPRISES LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying standalone Ind AS Financial Statements of M/s **REAL GROWTH COMMERCIAL ENTERPRISES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, Statement of Profit and Loss, the Cash Flow Statement for the year ended and then a summary of significant accounting policies and other explanatory information.

BASIS FOR OPINION

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, 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.

The company has taken over the Bookings of apartments of Rs. 51.50 Crores in the project of one of its group company M/s RPIPL. On 19.09.2019 the said group company was admitted under the provisions of Insolvency and Bankruptcy Code, 2016. On the petition of Mr, Rajesh Goyal, promoter of said group company, Honorable, NCLAT has passed the order dated 05.02.2020 and 04-03-2021. As per the order dated 04-03-2021, Hon. NCLAT has given opportunity to Mr. Rajesh Goyal to complete the Project as per the timelines given in the said order. After completion of the project the company will get the possession of the said apartments. The necessary documents in this regard are under process.

Further, the company has advised its debtors to make direct payment to its suppliers and the said party from whom the company has taken over the above stated Bookings of apartments.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the 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.

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 standalone 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.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of Companies Act, 2013 (the "Act") with respect to the preparation of these standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these standalone Ind AS Financial Statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under and the Order issued under Section 143(11) of the Act.

We conducted our audit of the Standalone financial statements in accordance with the Standards specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Standalone financial statements. The procedures selected depend on the



auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give true and fair view in order in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place and adequate internal control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 March 31, 2020;
- b) in the case of the Statement of Profit and Loss Account, of the loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the Cash Flow for the year ended on that date;

REPORT ON OTHER LEGAL & REGULATORY REQUIREMENTS

- 1) As required by the Companies (Auditor's Report) order, 2016 ("the Order") issued by Central Government of India in terms of Sub-section (11) of the Section 143 of the Act, we give in the "Annexure A", a statement on matters specified in paragraph 3 and 4 of the said Order, to the extent applicable.
- 2) As required by section 143(3) of the Act, we report to the extent applicable that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as 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 accounts.
 - d) In our opinion, the aforesaid standalone Ind AS Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rules 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on March 31, 2020, and taken on record by the Board of Directors, none of the directors is



disqualified as on March 31, 2020, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.

- f) The company has not complied with the provision of Section 138 of the Companies Act, 2013 regarding appointment of Internal Auditor, of Section 149 of the Companies Act, 2013 regarding appointment of Independent Director and Women Director and of Section 203 of the Companies Act, 2013 regarding appointment of Key Managerial Personnel (Company Secretary and Chief Financial Officer).
- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- h) with respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) rules, 2014, in our opinion and to the best of our information and according to the explanations given to us. (Refer Note 30 to Financial Statements)
- i) There is no Pending litigation of the company except as disclosed in Financial Statement and there is no material impact thereon.
- ii) The Company did not have long term contracts including derivative contracts for which there were any material foreseeable losses
- iii) There is no amount required to be transferred to the Investors education and Protection Fund by the Company.

FOR A. D. GUPTA AND ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration No. 018763N)

Sd/-
(Amit Kumar Gupta)
PARTNER (M.No.500134)
Place: Sonipat
Dated: 28th March, 2021
UDIN:



ANNEXURE - A TO THE AUDITORS' REPORT

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2020, we report that:

- 1) a) The Company has maintained requisite records of fixed assets however as explained the fixed assets register shall be updated and maintained properly such that all the necessary details including their locations are clearly indicated.
b) The Company has a program of verification to cover all the fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the program, certain fixed assets physically verified by the Management during the year. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
c) Immovable properties of the company are held as stock in trade and title deeds thereof are in the name of the company.
- 2) a) The inventory has been physically verified by the management during the year. In our opinion, frequency of verification is reasonable. *But physical verification of Inventory as on 31st March, 2020 could not be conducted by the management due to Covid-19 pandemic. However, there may not be any material variation anticipated therein.*
b) The procedures of physical verification followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. *However, there is no physical verification report found on record at the year-end stock.*
c) On the basis of our examination of the inventory records, in our opinion, the company is maintaining proper records of inventory. The material effect of discrepancy noticed on physical verification as compared to books records is duly accounted for.
3. The Company had not granted unsecured loans to party covered in the Register maintained under Section 189 of the Companies Act, 2013, so clause is not applicable.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investment, guarantees and security made.
5. The Company has not accepted deposit from the public under section 73 to 76 or any other relevant provision of the Companies Act, 2013.
6. There is no requirement to maintain books of accounts prescribed by the Central Government of maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.
7. a) According to the records of the company, the company is not regular in depositing with appropriate authorities undisputed statutory dues like provident fund, employees' state insurance, income-tax, sale tax, customs tax/wealth-tax, service tax, excise duty/ cess and other statutory dues (applicable to company) except Details of undisputed statutory dues pending as under and kind attention invited on Note No. 16.2 of the Financial Statement regarding reversal of TDS:-



Account Head	Amount (Rs.)
GST Payable	95,070
Service Tax Payable	57,558
VAT Payable	18,26,018
Dividend Distribution Tax	10,64,401
TDS Payable	26,01,040
Total	56,44,087

- b) According to the records of the Company, there are no dues of sale tax, income tax, customs tax/wealth-tax, and service tax, excise duty/cess that have not been deposited on account of any dispute except details below. And kind attention invited on Note No. 8.1 and Note No. 16.1 of Financial Statements regarding direction given to its customers to make direct payment to the suppliers of the company to the tune of Rs. 162.35 Crores which is considered as payment to suppliers and consequent effect of GST Reversal if any, not considered. Requisite balance confirmation of the same are still awaited. And kind attention invited on Note No. 16.1 of Financial Statements regarding GST:

Head	Assessment Year	Section	Amount (Rs.)
Income Tax	2002-03	143(3)	3,73,905
Income Tax	2005-06	220(2)	63,063
Income Tax	2006-07	143(3)	1,37,064
Income Tax	2009-10	220(2)	17,955
Income Tax	2009-10	115_WE	1,892
Income Tax	2012-13	147	40,54,140
Income Tax	2016-17	143(1)(a)	59,77,230
Income Tax	2017-18	143(1)(a)	77,00,440
Income Tax	2018-19	143(1)(a)	69,21,150
Income Tax	2019-20	143(1)(a)	16,81,890
TDS	2018-19		4,03,491
TDS	Prior Year		93,363
Total			2,74,25,583

8. Based on our audit procedures and on the information and explanations given by the management, the company has defaulted in repayment of dues to a financial institution and banks hence the company has been declared as NPA by a Scheduled bank. Company has not raised any funds through debentures.
9. The Company did not raise any money by way of Initial Public Offer (IPO) or Further Public Offer (FPO) (including debt instruments) and the term loans during the year. Hence reporting under Clause (ix) of the order is not applicable to the company.



10. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS Financial Statements as required by the applicable Indian Accounting Standards (Ind AS 24).
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

FOR A. D. GUPTA AND ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration No. 018763N)

Sd/-

(Amit Kumar Gupta)
PARTNER (M.No.500134)

Place: Sonipat

Dated:28th March, 2021

UDIN:



ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls 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 M/s **REAL GROWTH COMMERCIAL ENTERPRISES LIMITED** ("the Company") as of 31 March 2020 in conjunction with our audit of the Ind AS Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects

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 judgment, 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 Company's internal financial controls system over financial reporting.



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.

INHERENT 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, 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 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR A. D. GUPTA AND ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration No. 018763N)

Sd/-

(Amit Kumar Gupta)

PARTNER (M.No.500134)

Place: Sonipat

Dated: 28th March, 2021

UDIN: