



H.K. CHAUDHRY & CO.
CHARTERED ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

To
The Members of Rohtak-Hissar Tollway Private Limited
Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Rohtak Hissar Tollway Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of



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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

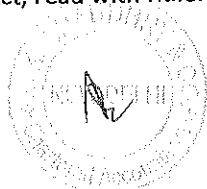
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 including the Ind AS, of the financial position of the Company as at 31st March, 2017 and its financial performance including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure- A statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- (e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure – B"
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company did not have any pending litigations;
 - 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. The Company has provided requisite disclosures in the Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management. Refer Note 40 to the Ind AS financial statements.

For H.K Chaudhry & Co.
Chartered Accountants
Firm's Registration No 06154N

Monish Baweja

Monish Baweja
Partner
Membership No. 087384

Place: New Delhi
Date: 16/05/2017

Annexure-A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the **Rohtak Hissar Tollway Private Limited** on the financial statements for the year ended 31st March 2017, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets and Intangible Assets (Right to operate the Project Road)

(b) The Fixed Assets have been physically verified during the year by the Management in accordance with programme of physical verification, which in our opinion, provides for physical verification of all fixed assets at a reasonable intervals having regard to size of the Company and nature of fixed assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the immovable properties are held in the name of the Company.

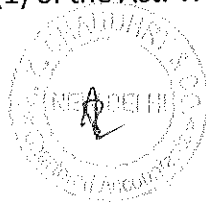
(ii) The Company had no inventory during and at the year end. Therefore, the reporting requirements of paragraph 3(ii) of the Order is not applicable.

(iii) The Company has not granted loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. Therefore, the reporting requirements of paragraph 3 (iii) of the Order are not applicable.

(iv) The Company has not given loans, made investments or provided guarantees or security, attracting the provisions of sections 185 and 186 of the Act. Hence the reporting requirements of paragraph 3(iv) of the Order are not applicable.

(v) The Company has not accepted deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.

(vi) The Company has made and maintained the cost records prescribed by the Central Government under section 148(1) of the Act. We have however not made a detailed



examination of the cost records with a view to determine whether they are accurate or complete

- (vii) (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, employees' state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, value added tax, cess and other material statutory dues as applicable have been regularly deposited during the year by the Company with the appropriate authorities except that there was some delay on few occasions in depositing service tax and tax deducted at source.

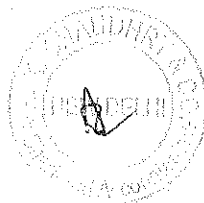
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, service tax, value added tax, cess and other material statutory dues were in arrears as at 31st March 2017 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material dues of income tax, wealth tax, duty of excise, duty of customs, sales tax or service tax or value added tax or cess which have not been deposited with the appropriate authorities on account of any dispute.

- (viii) Based on our audit procedure and the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment to the banks. The Company has not borrowed or raised any money from debenture holders during the year.

- (ix) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Also the Company has not raised any term loans during the year. Accordingly, the reporting requirement of paragraph 3(ix) of the Order is not applicable.

- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year, nor we have been informed of such case by the management.



- (xi) According to the information and explanations given 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.
- (xii) In our opinion the Company is not a Nidhi Company . Therefore the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanation given to us and on the basis of our examination of the records of the Company, all the transactions with related parties are in compliance with Section 177 and 188 of the Act wherever applicable and the details of such transaction which have been disclosed in the Standalone Ind AS financial statements are in accordance with the applicable Accounting Standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence the reporting requirements of paragraph 3(xiv) of the Order are not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly reporting requirement of paragraph 3(xv) of the Order are not applicable to the Company.
- (xvi) According to the information given and as explained to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For H.K Chaudhry & Co

Chartered Accountants

FRN -006154N

Monish Baweja

**Monish Baweja
Partner**

M.No -087384



Date: 16/05/2017

Place : New Delhi

Report on Internal Financial Controls over Financial Reporting

Annexure 'B' To the Independent Auditor's Report Of Even Date On The Ind AS Financial Statements Of Rohtak-Hissar Tollway Private Limited.

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 Rohtak-Hissar Tollway Private Limited ("the Company") as of March 31, 2017 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 based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. 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 Ind AS 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 Ind AS 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;



H.K. CHAUDHRY & CO
Chartered Accountants

- 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 Ind AS Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS Financial Statements.

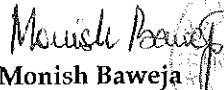
Inherent Limitations of Internal Financial Controls over Financial Reporting

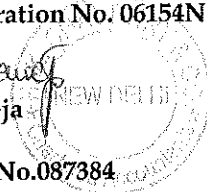
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal 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 March 31, 2017, 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.

Place: New Delhi
Date: 16-05-2017

For H.K Chaudhry & Co.
Chartered Accountants
Firm's Registration No. 06154N

Monish Baweja
Partner
Membership No.087384



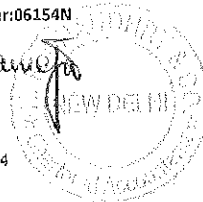
Rohtak-Hissar Tollway Private Limited
Balance Sheet as at March 31, 2017

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
		(INR In Million)	(INR In Million)	(INR In Million)
ASSETS				
1 Non-current Assets				
a Property, Plant and Equipments	2	0.36	-	-
b Investment Property	3	1.24	1.24	1.24
c Intangible Assets	4	10,424.19	-	-
d Intangible Assets under development	4	-	10,014.15	4,426.25
e Financial Assets				
(f) Other Financial Assets	7	0.01	-	-
f Other Non Current Assets	8	51.67	39.80	828.23
Total Non Current Assets		10,477.47	10,055.19	5,255.72
2 Current Assets				
a Financial Assets				
(i) Investments	5	-	16.66	-
(ii) Cash and Cash Equivalants	6	60.67	159.91	558.66
(iii) Other Current Financial Assets	7	49.71	105.82	-
b Other Current Assets	8	2.09	-	-
Total Current Assets		112.47	282.39	558.66
Total Assets		10589.94	10337.58	5814.38
EQUITY AND LIABILITIES				
EQUITY				
1 Equity Share Capital	9	107.68	107.68	107.68
2 Other Equity	10	405.62	991.07	967.57
Total Equity		513.30	1,098.75	1,075.25
LIABILITIES				
1 Non-current Liabilities				
a Financial Liabilities				
(i) Borrowings	11	9,410.33	8,588.71	4,374.51
b Provisions	12	47.05	-	-
Total Non current Liabilities		9,457.38	8,588.71	4,374.51
2 Current Liabilities				
a Financial Liabilities				
(i) Borrowings	13	328.35	287.92	-
(ii) Trade Payables	14	47.34	2.16	2.56
(iii) Other Financial Liabilities	15	222.36	287.04	301.30
b Other Current Liabilities	16	1.21	73.00	60.76
c Provisions	12	20.00	-	-
Total Current Liabilities		619.26	650.12	364.62
Total Equity and Liabilities		10589.94	10337.58	5814.38
Significant Accounting Policies	1			

Accompanying notes are an integral part of the financial statements

For H.K. Chaudhry & Co.
Chartered Accountants
Firm Registration Number:06154N

Monish Baweja
(Monish Baweja)
Partner
Membership No. - 087384



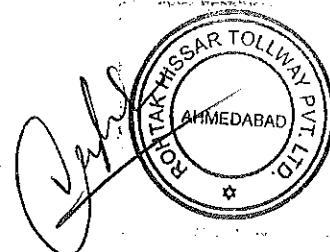
Place : New Delhi
Date:16/05/2017

For & on behalf of the Board of Directors of
Rohtak-Hissar Tollway Private Limited

Vipul Patel
(Vipul Patel)
Director
DIN: 00048318

Jolly Mittal
(Jolly Mittal)
Company Secretary
M.No.- A37285
Place : Ahmedabad
Date:16/05/2017

Vipul Patel
(Vipul Patel)
Director
DIN:06634262



Rohtak-Hissar Tollway Private Limited
Statement of Profit and Loss for the Year ended March 31,2017

Particulars		Note No.	March 31, 2017	March 31, 2016
			(INR In Million)	(INR in Million)
INCOME				
I	Revenue From Operations	17	1,282.19	5,588.01
II	Other Income	18	1.07	4.62
III	Total Income (I+II)		1,283.26	5,592.63
EXPENSES				
	Construction Expenses	19	527.67	4,816.05
	Operating Expenses	19	73.33	-
	Employee Benefits Expenses	20	18.68	-
	Finance Cost	21	1,122.60	761.25
	Depreciation and Amortization Expenses	2 & 4	108.11	-
	Other Expenses	22	18.30	15.83
IV	Total Expenses		1,868.69	5,593.13
V	Loss For the Year (III-IV)		(585.43)	(0.50)
Other Comprehensive Income				
Other comprehensive income not to be reclassified to profit or loss in subsequent periods				
	Remeasurement (losses)/gain on deined benefit plan		-	-
	Income Tax effect		-	-
VI	Total Other Comprehensive Income for the Year		-	-
VII	Total Comprehensive Income for the Year, net of tax (V+VI)		(585.43)	(0.50)
Earning per share [Nominal Value of share Rs. 10/-] (31 March 2016: Rs 10/-)				
	Basic		(54.37)	(0.05)
	Diluted		(54.37)	(0.05)
Significant Accounting Policies		1		

Accompanying notes are an integral part of the financial statements

For H.K. Chaudhry & Co.
Chartered Accountants
Firm Registration Number:06154N

Monish Baweja
(Monish Baweja)
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Membership No. - 087384

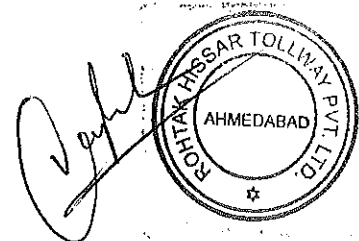
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(Jolly Mittal)
Company Secretary
M.No.- A37285
Place : Ahmedabad
Date:16/05/2017

Place : New Delhi
Date:16/05/2017



Rohtak-Hissar Tollway Private Limited
Cash Flow Statement for the Year ended 31st March 2017

Particulars	As at March 31, 2017 (INR In Million)	As at March 31, 2016 (INR In Million)
(A) Cash flows from operating activities		
(Loss) Before Tax	(585.43)	(0.50)
Adjustments for:		
Depreciation and amortisation	108.12	-
Major Maintenance Expense	47.05	-
Finance Costs	1,122.60	761.26
Unrealized Gain on Mutual Fund	-	(0.07)
Gain on sale of Units of Mutual fund Investments (net)	-	(3.42)
Cash generated before Effect of Working capital	692.35	757.27
Adjustments for:		
(Increase)/Decrease in Financial Assets	(0.01)	-
(Increase)/Decrease in non current asset	-	815.30
(Increase)/Decrease in other current financial asset	56.11	(105.83)
(Increase)/Decrease in current asset	(2.10)	-
(Decrease)/Increase in trade payables	45.18	(0.40)
(Increase)/ Decrease in Trade Receivables	-	-
(Decrease)/increase in Other financial liabilities	(64.67)	(14.26)
(Decrease)/Increase in current liability	(71.79)	12.24
(Decrease)/Increase in short-term provisions	20.00	-
Cash generated from Operating Activity	675.06	1,464.32
(+)/(-) : Tax Paid (Net of Refund)	(11.87)	(26.87)
Net cash flow from operating activities	(A) 663.19	1,437.45
(B) Cash Flows from investing activities		
Investment in Mutual Fund (Net of Sale of Investments)	16.66	(13.17)
Road Development Expenditure	(518.03)	(5,587.89)
Purchase of Fixed Assets	(0.48)	-
Net cash from/ (used in) investing activities	(B) (501.86)	(5,601.06)
(C) Cash Flows from financing activities		
SIPL sub debt	-	24.00
Loan sanctioned during the year	862.05	4,502.12
Interest and other Finance cost paid	(1,122.60)	(761.26)
Net cash used in financing activities	(C) (260.55)	3,764.86
Net increase in cash and cash equivalents	(A+B+C) (99.24)	(398.75)
Cash and cash equivalents at beginning of the Period	159.91	558.66
Cash and cash equivalents at end of the Period	60.67	159.91

Notes:

(i) Components of cash and cash equivalents (refer note 6)

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Cash on hand	1.90	0.01
Balances with banks in current accounts	58.77	159.90
	60.67	159.91

(ii) The cash flow statement has been prepared under indirect method as per Indian Accounting Standard (Ind AS) -7 "Statement of Cash Flows".

(iii) Figures in brackets represent outflows.

For H.K. Chaudhry & Co.
Chartered Accountants
Firm Registration Number: 06154N

Monish Baweja
(Monish Baweja)
Partner
Membership No. - 087384

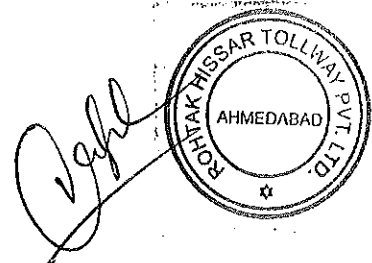
For & on behalf of the Board of Directors of
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Jolly Mittal
(Jolly Mittal)
Company Secretary
M.No.- A37285
Place : Ahmedabad
Date : 16/05/2017

Place : New Delhi
Date : 16/05/2017



Rohtak-Hissar Tollway Private Limited
Statement of Changes in Equity for the year ended 31st March, 2017

A Equity Share Capital

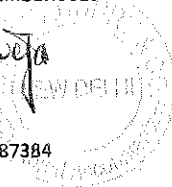
Equity shares of INR 10 each issued, subscribed and fully paid	No of Shares.	Amount (INR In Million)
At 1 April 2015	1 07 68 000	107.68
At 31 March 2016	1 07 68 000	107.68
At 31 March 2017	1 07 68 000	107.68

B Other Equity

Particulars	Retained Earning	Equity Component of Compound Financial Instrument	Total other equity attributable to equity holders of the Company
	(INR In Million)	(INR In Million)	(INR In Million)
As at April 1, 2015	(1.55)	969.12	967.57
Addition to Equity Component of compound financial instrument		24.00	24.00
(Loss) for the year	(0.50)	-	(0.50)
Other comprehensive income for the year	-	-	-
As at March 31, 2016	(2.05)	993.12	991.07
As at April 1, 2016	(2.05)	993.12	991.07
Total Comprehensive Income for the year	(585.44)	-	(585.44)
Other comprehensive income for the year	-	-	-
As at March 31, 2017	(587.50)	993.12	405.62

For H.K. Chaudhry & Co.
Chartered Accountants
Firm Registration Number:06154N

Monish Baweja
(Monish Baweja)
Partner
Membership No. - 087384



Place : New Delhi
Date : 16/05/2017

For & on behalf of the Board of Directors of
Rohtak-Hissar Tollway Private Limited

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Company Secretary
M.No.- A37285
Place : Ahmedabad
Date : 16/05/2017



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

Overview of the Company:

The Company is incorporated as Special Purpose Vehicle (SPV) for the purpose of four laning of Rohtak-Hissar section of NH-10 from KM 87 to KM 170 including connecting link from KM 87 to KM 348(NH-71) in the state of Haryana on Design, Built, Finance, Operate and Transfer (DBFOT) Toll basis. The Company has entered into Concession Agreement with National Highway Authority of India with a Concession Period of 22 years commencing from December, 26,2013(Appointed date.). The Concession period includes construction period of 910 days. The Company has obtained the completion certificate on 29th July, 2016 from National Highway Authority of India.

1. Statement of Significant Accounting Policies:

1.1 Basis of preparation of Financial Statements:

The financial statements have been prepared and presented on the accrual basis of accounting and comply with all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

1.2 Statement of compliance

These financial statements are the company's first Ind AS financial statements and they comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements up to year ended March 31, 2016 were prepared in accordance with the Accounting standards notified under Companies (Accounting Standards) Rules, 2006 (previous GAAP) and other relevant provisions of the Act. Previous period numbers in the financial statements have been restated to Ind AS.

In accordance with Ind AS 101 First time Adoption of Indian Accounting Standard, the Company has presented reconciliations and explanations of the effects from Previous GAAP to Ind AS on financial position, financial performance and cash flows in the note no. 40.

1.3 Basis of measurement

The Financial Statements have been prepared on the historical cost basis except for certain financial assets and liabilities (including derivative instruments) which are measured at fair values.

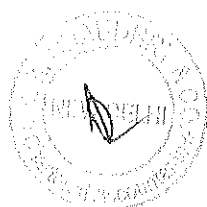
1.4 Functional and presentation currency

Indian rupee is the functional and presentation currency.

1.5 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.



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

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.

Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements are:

- Amortization of toll collection right
- Useful lives of Property, plant and equipment
- Valuation of financial instruments
- Provisions and contingencies
- Income tax and deferred tax
- Measurement of defined employee benefit obligations

1.6 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

a. Toll collection income

The revenue is recognized in the period of collection which generally coincide as and when the traffic passes through toll – plazas.

b. Other service income

Revenue from Operating and Maintenance Services is recognized as per the percentage of completion method.

1.7 Property, Plant and Equipment

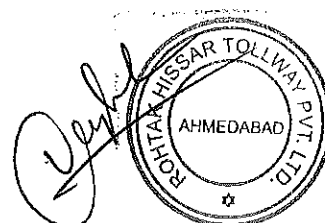
Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

The cost comprises the purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

For transition to Ind AS, the carrying value of Property Plant and Equipment under previous GAAP as on 01 April 2015 is regarded as its cost. The carrying value was original cost less accumulated depreciation and cumulative impairment.



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset at the time of disposal and are recognized in the statement of profit and loss when the asset is derecognized.

Depreciation on Property, Plant and Equipment is calculated on written down value method basis using the ratio arrived on the basis of the useful life prescribed under Schedule II to the Companies Act, 2013.

In respect of Property, Plant and Equipment purchased during the year, depreciation is provided on a pro-rata basis from the date on which such asset is ready to use.

The residual value, useful live and method of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

1.8 Intangible assets

- a. An intangible asset is recognised, only where it is probable that future economic benefits attributable to the asset will accrue to the enterprise and the cost can be measured reliably.

Intangible assets are stated at cost, less accumulated amortization and impairment losses, if any.

b. **Toll collection right**

Toll collection rights granted by National Highways Authority of India (NHAI) are against construction service rendered by the Company on DBFOT basis.

Toll collection right cost comprises of direct and indirect expenses on construction of roads, bridges, infrastructure at the toll plaza.

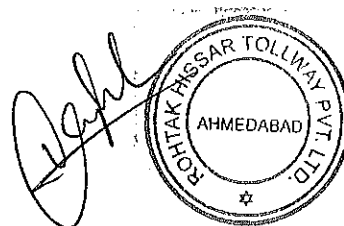
Toll collection right has been recognised as Intangible Assets when the project is completed in all respects and when the Company receives the final / Provisional completion certificate from the NHAI as specified in the Concession Agreement.

Subsequent expenditure related to an item of intangible assets is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

All other expenses on existing intangible assets are charged to the statement of profit and loss for the period during which such expenses are incurred.

Toll collection rights are amortized over the period of concession using the revenue based amortization method prescribed under Schedule II to the Companies Act, 2013. Under the revenue based method, amortization is provided based on proportion of actual revenue earned till the end of the year to the total projected revenue from the intangible asset expected to be earned over the concession period.

Total projected revenue is reviewed at the end of each financial year and the total projected revenue is adjusted to reflect any changes in the estimates which lead to the actual collection at the end of the concession period



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

1.9 Investment Property

Investment Property is measured initially at cost including related transaction costs.

The cost comprises the purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use.

Subsequent expenditures are capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

All day-to-day repair and maintenance expenditure are charged to the statement of profit and loss for the period during which such expenses are incurred.

For transition to Ind AS, the carrying value of Investment Property under previous GAAP as on 01 April 2015 is regarded as its cost. The carrying value was original cost less accumulated depreciation and cumulative impairment, if any.

Gains or losses arising from derecognition of investment property are measured as the difference between the net disposal proceeds and the carrying amount of the asset at the time of disposal and are recognized in the statement of profit and loss when the asset is derecognized.

1.10 Financial Instruments

1.10.1 Initial recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value on initial recognition.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to or deducted from the fair value of financial assets or financial liabilities on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

1.10.2 Subsequent measurement

a. Non-derivative financial instruments

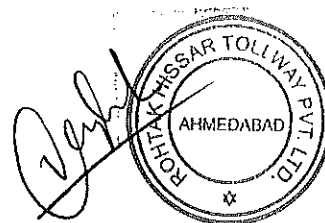
i. Financial assets carried at amortized cost

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii. Financial assets at fair value through other comprehensive income

A financial asset is measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

iii. Financial assets at fair value through profit or loss



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

A financial asset which is not classified in any of the above categories are measured at fair valued through profit or loss.

- iv. **Financial liabilities**
Financial liabilities are carried at amortized cost using the effective interest method.
- b. **Derivative financial instruments**
The company holds certain derivative contracts such as cross currency interest rate swapsto hedge risks. These contracts do not qualify for hedge accounting under Ind AS 109, Financial Instruments. Hence these contracts are not designated as hedges and are accounted for at fair value through profit or loss.
- c. **Equity instruments**
An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of equity instruments are recognised as a deduction from equity instrument net of any tax effects.

1.10.3 De-recognition

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability is derecognized when obligation specified in the contract is discharged or cancelled or expires.

1.10.4 Off-setting

Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the company currently has a legally enforceable right to offset the recognised amount and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

1.11 Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either:

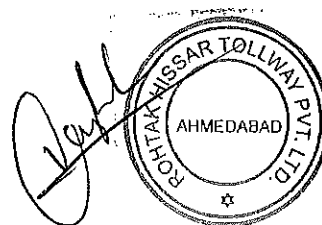
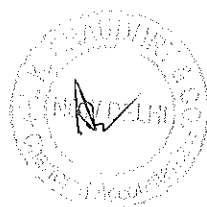
- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefit by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy. The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 – inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

Level 2 – inputs are other than quoted prices included within level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived prices)

Level 3 – inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

1.12 Income tax

Income tax expense comprises current tax and deferred tax.

Current Tax

Current tax is recognised in profit or loss, except when it relates to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity, respectively.

Current 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.

Current tax assets and current tax liabilities are offset, where company has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred Tax

Deferred tax is recognised in profit or loss, except when it relates to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity, respectively.

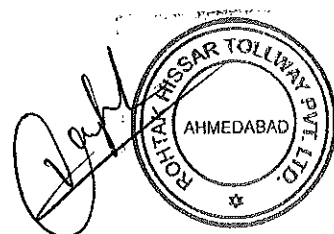
Deferred tax liabilities are recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from initial recognition of goodwill; or initial recognition of an asset or liability in a transaction which is not a business combination and at the time of transaction, affects neither accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax losses and carry forward of unused tax credits to the extent that it is probable that taxable profit will be available against which those temporary differences, losses and tax credit can be utilized, except when deferred tax asset on deductible temporary differences arise from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit or loss.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rules and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are off set ,where company has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

1.13 Impairment

1.13.1 Financial assets other than investments in subsidiaries

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The impairment loss allowance (or reversal) recognised during the period is recognised as income / expense in the statement of profit and loss.

1.13.2 Non-financial assets- Tangible and intangible assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired.

If any indication exists the company estimates the asset's recoverable amount.
An asset's recoverable amount is the higher of an assets net selling price and its value in use.

The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The impairment loss is recognised in the statement of profit and loss.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

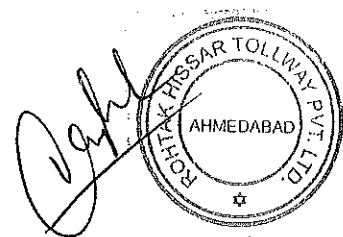
1.14 Borrowing costs

Borrowing cost includes interest and other costs that company has incurred in connection with the borrowing of funds.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset.

All other borrowing costs are expensed in the year they occur.

Investment income earned on temporary investment of specific borrowing pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

1.15 Employee Benefits

Short term employee benefits for salary and wages including accumulated leave that are expected to be settled wholly within 12 months after the end of the reporting period in which employees render the related service are recognized as an expense in the statement of profit and loss.

The company measures the expected cost of absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. As per Company's policy, no leave is expected to be carried forward beyond 12 months from the reporting date.

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service.

The company operates one defined benefit plan for its employees, viz., gratuity plan. The costs of providing benefits under the plan are determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out using the projected unit credit method made at the end of each reporting date. Re-measurement of the net defined benefit liability (asset) comprise of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset) and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability / (asset)). Re-measurement are recognized in other comprehensive income and will not be reclassified to profit or loss in a subsequent period.

1.16 Provisions

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

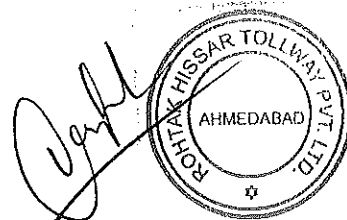
Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

1.17 Contingent Liability

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

1.18 Contingent Asset

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company. The company does not recognize a contingent asset but discloses its existence in the financial statements.



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

1.19 Foreign Currency

a. Initial recognition

Foreign currency transactions are recorded in the functional currency, by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction.

b. Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

c. Exchange difference

The company accounts for exchange differences arising on translation / settlement of foreign currency monetary items as below:

i. Exchange differences arising from translation of long term foreign currency monetary items recognized in the financial statements as on March 31, 2016

- Long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset.
- Other long-term foreign currency monetary items are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" and amortized over the remaining life of the concerned monetary item.

ii. Exchange differences on other monetary items

All other exchange differences are recognized as income or as expenses in the year in which they arise.

1.20 Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank (including demand deposits) and in hand and short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value and bank overdrafts. Bank overdraft is shown within borrowings.

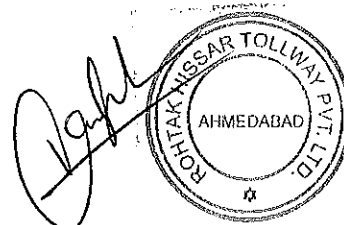
1.21 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

1.22 Lease

Lease agreements where the risks and the rewards incident to ownership of an asset substantially vest with the lessor, are recognized as operating leases.

Company as lessee – Lease rents under operating leases are recognized in the statement of profit and loss on a straight-line basis.



Rohtak –Hissar Tollway Private Ltd
Notes on accounts forming part of Financial Statements

1.23 Segment Reporting

An operating segment is component of the company that engages in the business activity from which the company earns revenues and incurs expenses, for which discrete financial information is available and whose operating results are regularly reviewed by the chief operating decision maker, in deciding about resources to be allocated to the segment and assess its performance. The company's chief operating decision maker is the Chief Finance Officer and Managing Director.

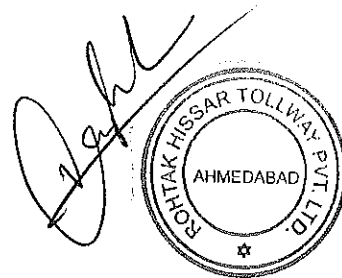
Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as un-allocable.

Revenue and expenses directly attributable to segments are reported under each reportable segment. All other expenses which are not attributable or allocable to segments have been disclosed as un-allocable expenses.

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

1.24 General

Previous year's/previous period figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

2 Property, Plant and Equipment

(INR in Million)				
Particulars	Computers	Computer Software	Office Equipments	Total Tangible Assets
Cost				
As at 01/04/2016				
Addition	0.16	0.24	0.08	0.48
Disposal				
As at 31/03/2017	0.16	0.24	0.08	0.48
Accumulated Depreciation				
As at 01/04/2016				
Depreciation for the year	0.06	0.06	0.01	0.12
Disposal	-	-	-	0.00
As at 31/03/2017	0.06	0.06	0.01	0.12
Net Block				
As at 31/03/2017	0.10	0.18	0.07	0.36

Notes:

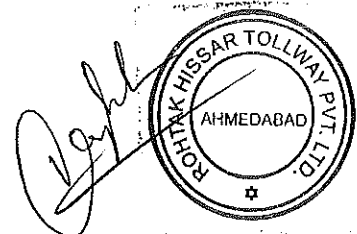
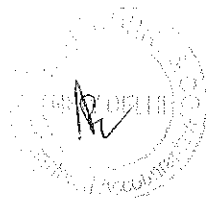
- 1 The aggregate depreciation has been included under depreciation and amortisation expense in the Statement of Profit and Loss.
- 2 Property Plant and Equipments except land has been pledged against Secured borrowings in order to fulfill the collateral requirement for the Lenders.

3 Investment Property

(INR In Million)		
Particulars	Land	Total
Cost		
As at 01/04/2015	1.24	1.24
Addition		
Disposal		
As at 01/04/2016	1.24	1.24
Addition	-	-
Adjustment During the Period		
As at 31/03/2017	1.24	1.24
Net Book Amount		
As at 01/04/2015	1.24	1.24
As at 01/04/2016	1.24	1.24
As at 31/03/2017	1.24	1.24

Note:

- 1 There is no income arise from above investment properties. Further, the company has not incurred any expenditure for above properties.
- 2 The above land consist of 2 land which is situated at Mehsana District, Gujarat has been mortgaged agianst Secured borrowings.
- 3 The Company has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.
- 4 Investment property has been mortgage against Secured borrowings in order to fulfill the collateral requirement of the Lenders. (refer note 11)
- 5 The fair value disclosure for investment property is not presented as the property specifically acquired for offering as security for borrowings and based on the information available with the management that there are no material development in the area where land is situated and accordingly, they believe that there is no material difference in fair value and carrying value of property.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

4 Intangible Assets under Development

(INR in Million)

Particulars	Intangible Assets Under Development	Total Intangible Assets
Cost		
As at 01/04/2015	4426.24	4426.24
Addition	5587.89	5587.89
Disposal		
As at 31/03/2016	10014.14	10014.14
Addition	518.04	518.04
Transfer to Intangible Asset	(10,532.18)	(10,532.18)
As at 31/03/2017	0.00	0.00

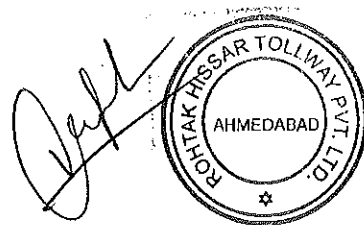
4.1 Intangible Asset

(INR in Million)

Particulars	Toll Collection Rights	Total Intangible Assets
Cost		
As at 01/04/2016		
Addition	10532.18	10532.18
As at 31/03/2017	10532.18	10532.18
As at 01/04/2016	0.00	0.00
Charge for the Year	107.99	107.99
Disposal		0.00
As at 31/03/2017	107.99	107.99
Net Book Amount		
As at 31/03/2017	10424.19	10424.19

Note:

- 1 In accordance with Concession Agreement with National Highways Authority of India (NHA), the Company is eligible for cash support in the form of an outright grant of INR 2,115.00 Million and shall be disbursed by NHA as equity support towards the project. With respect to the treatment specified under Ind AS, the Grant from NHA has been considered as consideration towards the development cost and the same has been reduced from the value of intangible asset.
- 2 Toll collection rights of four laning of Rohtak-Hissar section of NH-10 were capitalised when the project is complete in all respects and when the Company received the completion certificate from the authority as specified in the Concession Agreement and not on completion of component basis as the intended purpose of the project is to have the complete length of the road available for use. Refer note 40 for detail additional disclosure under Service Concession Arrangement.
- 3 The aggregate amortisation has been included under depreciation and amortisation expense in the Statement of Profit and Loss.
- 4 Toll collection right has been pledged against Secured borrowings in order to fulfill the collateral requirement of the Lenders. (refer note 15)
- 5 Refer Note 37 For Disclosure pursuant to Appendix - A to Ind AS 11 - "Service Concession Arrangements" ('SCA')
- 6 The Remaining Amortisation period for the Toll collection rights at the end of the reporting period is 17.74 years



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

5 Investments	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Unquoted Investments in Mutual Funds	-	16.66	-
Total	-	16.66	-

Aggregate amount of Unquoted Investments

- 16.66 -

The balances held in liquid mutual funds as at March 31, 2016 is as follows:

Particulars	Units	Amount
SBI Savings Fund-Regular Plan-Growth	708769	16658260

6 Cash and Cash Equivalent	March 31, 2017 (INR in Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Cash On Hand	1.90	0.01	0.01
Balance with Banks In Current Account	58.77	159.90	558.65
	58.77	159.90	558.65
Total	60.67	159.91	558.66

7 Other Financial Assets	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Non Current			
Deposits	0.01	-	-
Total	0.01	-	-
Current			
Bank Interest Collectible	-	0.83	-
Canara Bank - Salary A/C	0.06	-	-
ETC/ MSwipe Receivable	0.63	-	-
Receivable from NHAI - Toll suspension	48.92	-	-
Grant Receivable from NHAI	0.10	104.99	-
Total	49.71	105.82	-

Note:

- Pursuant to demonetisation, concessioning authorities had announced suspension of toll collection at all roads from November 09, 2016 until December 2, 2016. Based on subsequent notification and provisions of concession agreement with the relevant authorities, the Company has claimed and recognised revenue of Rs. 78.53 Millions during the year. As at March 31, 2017, the company has received Rs. 29.61 million against such claim from NHAI.
- Fair value disclosures for financial assets are given in Note 32

8 Other Assets	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Non Current			
Advance Tax and Tax Credits Receivable	51.67	39.80	12.93
Advances to Contactors	-	-	815.30
Total	51.67	39.80	828.23
Current			
Prepaid Expenses	2.09	-	-
Total	2.09	-	-



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

9 Equity Share Capital	March 31, 2017		March 31, 2016		April 1, 2015	
	No. of shares	INR In Million	No. of shares	(INR In Million)	No. of shares	(INR In Million)
Authorized Share Capital						
Equity Shares of Rs. 10 each	11,000,000	110.00	11,000,000	110.00	11,000,000	110.00
	11,000,000	110.00	11,000,000	110.00	11,000,000	110.00
Issued, Subscribed and fully paid up						
Equity Shares of Rs 10 each	10,768,000	107.68	10,768,000	107.68	10,768,000	107.68
	10,768,000	107.68	10,768,000	107.68	10,768,000	107.68

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

Particulars	March 31, 2017		March 31, 2016		April 1, 2015	
	No. of shares	INR In Million	No. of shares	(INR In Million)	No. of shares	(INR In Million)
At the beginning of the year	10,768,000	107.68	10,768,000	107.68	10,768,000	107.68
Add: Issue during the year	-	-	-	-	-	-
Outstanding at the end of the year	10,768,000	107.68	10,768,000	107.68	10,768,000	107.68

(b) Terms/Rights attached to the equity shares:

The Company has one class of shares referred to as equity shares having a par value of Rs.10 each. Each shareholder is entitled to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Share held by holding Company:

Out of issued, subscribed and paid up equity capital 10,768,000 (March 31, 2016: 10,768,000 and April 1, 2015: 10,768,000) are held by Sadbhav Infrastructure Project Limited - Holding Company & its nominees. This includes 100 shares (Previous Year-100 shares) held by Sadbhav Engineering Ltd-Ultimate Holding company, on behalf of Sadbhav Infrastructure Project Ltd which is the beneficial owner.

(d) Number of Shares held by each shareholder holding more than 5% Shares in the company

Particulars	March 31, 2017		March 31, 2016		April 1, 2015	
	No. of shares	% of shareholding	No. of shares	% of shareholding	No. of shares	% of shareholding
Equity Shares of Rs 10 each fully paid						
Sadbhav Infrastructure Project Limited and its nominees	10,767,900	100%	10,767,900	100%	10,767,900	100%
Sadbhav Engineering Limited	100	0%	100	0%	100	0%
Total	10,768,000		10,768,000		10,768,000	

As per the records of the company, including its registers of shareholders/member and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

10 Other Equity

10.1 Equity Component of Compound Financial Instrument - Sub Ordinate debts

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Balance as per last financial statement	993.12	969.12	969.12
Add: Addition during the year	-	24.00	-
Add: Adjust during the year	-	-	-
Balance at the end of the year	993.12	993.12	969.12

10.2 Reserve and Surplus

(Deficit) in statement of profit and loss

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Balance as per last financial statement	(2.05)	(1.55)	(1.55)
Add: loss for the year	(585.44)	(0.50)	-
Add / (Less): OCI for the year	-	-	-
Balance at the end of the year	(587.50)	(2.05)	(1.55)
Total	405.62	991.07	967.57

Note

- The Project of the Company has been funded through sub ordinate debt of Rs. 993.12 million from the Sponsors in accordance with Sponsor Support and Equity Contribution Agreement / Sponsor Undertaking. Such sub ordinate debts is considered as sponsor's contribution to ensure Promoters commitment for the project. Sub-ordinate debt is interest free and shall be repayable at the end of the concession period or earlier at the option of the company.
- Under previous GAAP, Sub-debts loan received from promoters as promoter's contributions disclosed under long term borrowings. Under Ind AS, the Interest free sub-debts loan as promoter's contributions considered as equity component of compound financial instrument and classified as other equity based on terms of contract.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

11 Non Current Borrowings

	March 31, 2017 (INR in Million)	March 31, 2016 (INR in Million)	April 1, 2015 (INR in Million)
Secured			
Rupee Term Loan (refer note 32 & 35)	9,442.34	8,588.72	4,374.51
Total	9,442.34	8,588.72	4,374.51
Less: Current maturities of non current borrowings			
Secured			
Rupee Term Loan	32.00	-	-
Total	32.00	0.00	0.00
Total Non-Current Borrowings	9410.33	8588.72	4374.51

(i) Nature of security:

The details of Security in respect of long term borrowings are as under:

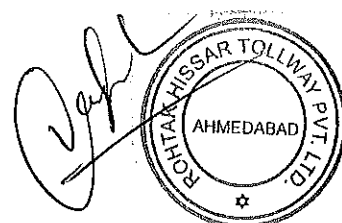
- (a) first mortgage and charge on all the Company's immovable (investment) properties, both present and future, save and except the Project Assets;
- (b) first charge on all the Company's tangible moveable assets, including moveable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, save and except the Project Assets;
- (c) first charge over all accounts of the Company including the Escrow Account and the Sub-Accounts (or any account in substitution thereof) that may be opened in accordance with Common Rupee Loan Agreement and the Supplementary Escrow Agreement, or any other Project Documents including but not limited to DSR and MMR and all funds from time to time deposited therein, including those arising out of realisation of Receivable and all Permitted Investments or other securities representing all amounts credited thereto.
- (d) first charge on all intangibles assets of the Company including but not limited to goodwill, rights, undertakings and uncalled capital present and future excluding the Project Assets .
- (e) first charge on assignment by way of security in:
 - all the right, title, interest, benefits, claims and demands whatsoever of the Company in the Project Documents;
 - the right, title and interest of the Company in, to and under all the Clearances;
 - all the right, title, interest, benefits, claims and demands whatsoever of the Company in any letter of credit, guarantee including contractor guarantees and liquidated damages and performance bond provided by any party to the Project Documents;
 - all the right, title, interest, benefits, claims and demands whatsoever of the Company under all Insurance Contracts.
- (f) pledge of 51% (fifty one percent) of the paid up and voting equity share capital of the Company as held by Sadbhav Infrastructure Project Limited, for a year up to repayment of entire borrowings.
- (g) the aforesaid mortgages, charges, assignments and guarantees and the pledge of equity shares as stipulated in paragraph 6 above shall in all respects rank pari-passu inter-se amongst the lenders. In accordance with the concession agreement, without any preference or priority to one over the other or others.

(ii) Terms of Repayment :

- (a) Indian Rupee Term Loan from Banks
 The Principal amounts of the Loan is repayable to the Lenders in 174 structured monthly installments , commencing from the expiry of thirteenth (13th) calendar month starting from the calendar month in which the Scheduled Commercial Operations Date (SCOD) occurs.
- (b) The company has generally been regular in payment of interest of above borrowings.

12 Provisions

	March 31, 2017 (INR in Million)	March 31, 2016 (INR in Million)	April 1, 2015 (INR in Million)
Non-current			
For Periodical Major Maintenance Expense (Refer note 27)	46.83	-	-
For Employees Benefit (Refer note 26)	0.22	-	-
Total	47.05	-	-
Current			
Provision for Works Pending Completion	19.91	-	-
Leave Salary Payable	0.09	-	-
Total	20.00	-	-



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

13 Current Borrowings

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
SIPL (Promoter) contribution in lieu of NHAI Grant	-	287.92	-
Short Term Loan from SIPL	328.35	-	-
Total	328.35	287.92	-

14 Trade Payables

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Trade Payables(refer note 32 & 35)	47.34	2.16	2.56
Total	47.34	2.16	2.56

15 Other Financial Liabilities

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Current			
Payable towards Capital Expenditures	9.09	286.47	301.30
Current Maturities of Long Term Loan	32.00	-	-
Interest Accrued and Due to Banks	171.36	0.57	-
Interest Accrued and Due on Borrowings from SIPL	8.35	-	-
Employee Emoluments Payable	1.56	-	-
Total	222.36	287.04	301.30

16 Other Current Liabilities

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Statutory dues	1.21	73.00	60.76
Total	1.21	73.00	60.76



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

17 Revenue From Operations

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Revenue from Toll Collection	389.68	-
Notional Construction Contract Revenue	518.03	4,491.09
Grant from NHA	374.48	1,096.92
Total	1,282.19	5,588.01

Pursuant to denomonetization of specified currency notes(SCN), concessionaire authority announced stoppage of toll collection at all toll roads in India from November' 09, 2016 to December' 02, 2016 as per the order of Central Government. The company has claimed compensation for the expenditure incurred towards operation and maintenance and interest on debt during the said period. The authority appointed by NHA has recommended compensation of Rs. 78.53 million in respect of above. The same has been accounted for in these financial statements. Out of above Rs. 29.61 Million has been received upto 31st March, 2017

18 Other Income

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Gain on Sale of Mutual Funds (Net)		
Realized Gain	1.04	3.42
Unrealised Gain	-	0.07
Interest on Fixed Deposit	-	1.13
Miscellaneous Income	0.03	0.00
Total	1.07	4.62

19 Operating Expenses

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Construction Expenses	527.67	4,815.05
Major Maitenance Expense	46.83	-
Road and Toll Plaza Operation and Maintenance Expense	9.95	-
Power and Fuel	6.59	-
Security Expenses	8.51	-
Vehicle Expenses	1.46	-
Total	601.01	4,816.05

20 Employee Benefits Expenses

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Salaries, wages and other allowances	13.74	-
Gratuity Expense (Refer note 26)	0.22	-
Contribution to Provident fund and other fund(Refer note 26)	1.05	-
Leave Salary Expenses	0.35	-
Staff welfare expenses	3.31	-
Total	18.68	-

21 Finance Cost

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Interest Expenses on		
Rupee Term Loans from Banks	1,104.44	755.64
Loan from SIPL	9.28	0.11
	1,113.72	755.75
Other Borrowing cost		
Bank Charges	5.16	1.21
Amortisation of Processing Fees	3.72	3.81
	8.88	5.02
Interest on Statutory Liabilities	-	0.48
Total	1,122.60	761.25



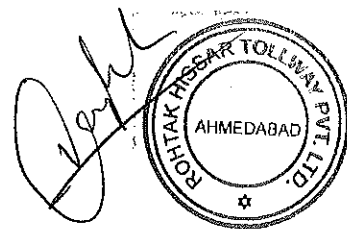
Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

22 Other Expenses

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
Rent (Refer note 28)	1.05	1.03
Rates & Taxes	0.78	0.00
Repairs and Maintenance	0.11	-
Insurance	4.07	-
Legal and Professional fees	8.62	14.35
Auditors' remuneration	0.15	0.29
Director's Remuneration	1.75	-
Miscellaneous Expense	1.77	0.16
Total	18.30	15.83

22.1 Auditors' remuneration comprises following:

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)
as Statutory Auditor	0.08	0.10
as Tax Auditor	0.00	0.04
For Certification	0.07	0.15
Total	0.15	0.29



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

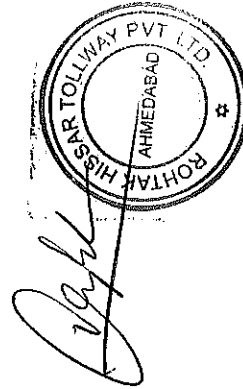
23 Income tax

The company has not recognised any tax expense in statement of profit and loss account. So reconciliation between tax expense and accounting profit is not required

B) Deferred tax	(INR in Million)			
	Balance sheet		Statement of Profit and Loss (refer note 2 below)	
	March 31,2017	March 31,2016	April 1,2015	15-16
Particulars				
Expenditure allowable over the period	17.73	18.84	19.93	1.12
Expenditure allowable on payment basis	63.69	18.84	19.93	44.85
Unused losses available for offsetting against future taxable income	45.97	-	-	(45.97)
Deferred tax expense/(income)				-
Net deferred tax assets/(liabilities)	-	-	-	-
Deferred Tax Asset not recognized (refer note no. 2 below)	198.52	-	-	-

Note

- The Company offsets deferred tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.
- As a matter of prudence, the company has recognised deferred tax assets on deductible temporary differences and carry forward of unused tax losses in the books to the extent of deferred tax liability balance as it is not probable that future taxable profit will be available against which those temporary differences, losses and tax credit against which deferred tax asset can be utilized.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

24 Earning Per Share (EPS):

The following reflects the income and share data used in the basic and diluted EPS computations:

	March 31, 2017	March 31, 2016
	(INR In Million)	(INR In Million)
Net (Loss) attributable to equity holders:	(585.43)	(0.50)
Total no. of equity shares at the end of the year	10,768,000	10,768,000
Weighted average number of equity shares for basic and diluted EPS	10,768,000	10,768,000
Nominal value of equity shares	10	10
Basic and Diluted earning per share	(54.37)	(0.05)

25 Disclosure in respect of Construction Contracts

Revenue from fixed price construction contracts are recognized on the percentage of completion method, measured by reference to the percentage of cost incurred up to the year end to estimated total cost for each contract.

	2016-17	2015-16
I Contract revenue recognized as revenue in the year (including Government Grant)	892.51	5,588.01
II For Contracts that are in progress:-		
a. Contract costs incurred and recognized upto reporting date	(892.51)	(5,588.01)
b. Profits (less recognized losses) upto reporting	-	-
c. Advances received	-	-
d. Retention Money	-	-
III Unbilled Revenue	-	-
IV Unearned Revenue	-	-

Percentage completion method for income recognition on long term contracts involves technical estimates by engineers/technical officials, of percentage of completion and costs to completion of each project/contract on the basis of which profit/loss is allocated.

26 Employee Benefits Disclosure:

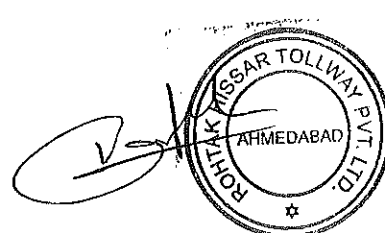
A Defined Contribution Plans:

Amount of Rs. 1.05 million (March 31, 2016: NIL) is recognised as expenses and included in Note No. 24 "Employee Benefits Expenses"

	March 31, 2017	March 31, 2016
	(INR in Million)	(INR in Million)
Contribution to Provident Funds	0.95	-
Contribution to ESIC	0.07	-
Contribution to Benevolent Fund	0.03	-
Total	1.05	-

B Defined benefit plans - Gratuity benefit plan:

Features of the defined benefit plan	Remarks
Benefit offered	15 / 26 × Salary × Duration of Service
Salary definition	Basic Salary including Dearness Allowance (if any)
Benefit ceiling	Benefit ceiling of Rs. 10,00,000 was applied
Vesting conditions	5 years of continuous service (Not applicable in case of death / disability)
Benefit eligibility	Upon Death or Resignation / Withdrawal or Retirement
Retirement age	58 years or 29/07/2035 whichever is earlier



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

The company is responsible for the governance of the plan

Risk to the Plan

Following are the risk to which the plan exposes the entity :

Actuarial Risk:

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.

Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

Liquidity Risk:

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign / retire from the company there can be strain on the cashflows.

Market Risk:

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Legislative Risk:

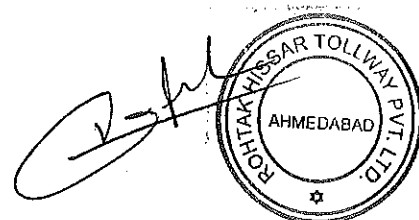
Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

- C The present value of obligation in respect of gratuity is determined based on actuarial valuation using the Project Unit Credit Method as prescribed by the Indian Accounting Standard - 19. Gratuity has been recognised in the financial statements as per details given below:

	March 31, 2017	March 31, 2016
	(INR In Million)	(INR In Million)
Defined benefit obligations as at beginning of the year - A	-	-
<u>Cost charged to statement of profit and loss</u>		
Current service cost	0.22	-
Interest cost	-	-
Sub-total included in statement of profit and loss - B	0.22	-
<u>Remeasurement gains/(losses) in other comprehensive income</u>		
Actuarial Loss/(Gain) due to change in financial assumptions	-	-
Actuarial Loss/(Gain) due to change in demographic assumptions	-	-
Actuarial Loss/(Gain) due to experience	-	-
Sub-total included in OCI - C	-	-
Defined benefit obligations as at end of the year (A+B+C)	0.22	-

The principal assumptions used in determining above defined benefit obligations for the Company's plans are shown below

	March 31, 2017	March 31, 2016	April 1, 2015
Discount rate	7.15%	-	-
Salary Growth Rate	6.00%	-	-
Withdrawal rate		-	-
		15% at younger ages reducing to 3% at older ages	
Mortality rate		Indian Assured Lives Mortality (2006-08)	



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

A quantitative sensitivity analysis for significant assumption is as shown below:

Particulars	Sensitivity level	March 31, 2017	March 31, 2016
		(INR In Million)	(INR In Million)
Discount rate	0.50% increase	0.21	-
	0.50% decrease	0.24	-
Salary Growth Rate	0.50% increase	0.23	-
	0.50% decrease	0.21	-
Withdrawal rate	10% increase	0.21	-
	10% decrease	0.24	-

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of reporting period.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Since the obligation is unfunded, there is no Asset-Liability Matching strategy device for the plan. Accordingly, there is no expected contribution in the next annual reporting period.

D Maturity Profile of the Defined Benefit Obligation

As at March 31, 2017	INR in Million	%
2018	0.00	0.10%
2019	0.00	0.10%
2020	0.00	0.10%
2021	0.00	0.10%
2022	0.03	6.90%
2023 - 2027	0.15	30.90%

The average duration of the defined benefit plan obligation at the end of the end of the reporting period is 18.42 years (March 31, 2016: N.A).

D Other employee benefit:

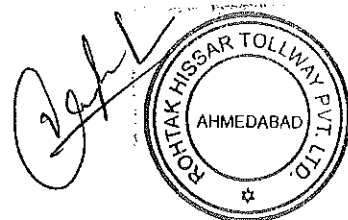
Salaries, Wages and Bonus include INR 0.34 million (Previous Year NIL) towards provision made as per actual basis in respect of accumulated leave encashment/compensated absences.

27 Movement in Provisions:

Major Maintenance Reserve (Refer note 12)	March 31, 2017 (INR In Million)
Carrying amount as at 01.04.2016	-
Add: Provision made during the year	46.83
Add: increase during the Year in the discounted amount due to passage of time	-
Less: Amounts used during the year	-
Less: Unused amounts reversed during the year	-
Carrying amount as at 31.03.2017	46.83
Expected time of outflow	2021-2022

Periodical Major Maintenance

Provision for major maintenance in respect of toll roads maintained by the Company under service concession arrangements and classified as intangible assets represents contractual obligations to restore an infrastructure facility to a specified level of serviceability in respect of such asset. Estimate of the provision is measured using a number of factors, such as contractual requirements, road usage, expert opinions and expected price levels.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

28 Related Party Disclosures:

Related party disclosures as required under the Indian Accounting Standard (AS) – 24 on "Related Party Disclosures" are

28.1 Name of the related parties and description of relationship :

Sr.	Description of Relationship	Name of the Related Party
(A)	Enterprises having control:	
	Ultimate Holding Company	Sadbhav Engineering Limited (SEL)
	Holding Company	Sadbhav Infrastructure Project Ltd(SIPL)

28.2 Transactions with Related Parties during the Year:

No.	Particulars	March 31, 2017	March 31, 2016
(i)	Interest Expense		
	SIPL	9.28	0.11
(ii)	Rent Expense		
	SEL	1.03	1.03
(iii)	Construction Contract Charges		
	SEL	527.67	4,816.05
(iv)	Loan Received		
	SIPL	334.55	1,031.20
(v)	Loan Repaid		
	SIPL	6.20	743.34
(v)	Reimbursement of Expense		
	SIPL	1.55	9.52

28.3 Balance outstanding as at the Year end:

Particulars	March 31, 2017	March 31, 2016	April 01,2015
(i) Payable towards Interest Expenses			
SIPL	8.35	-	-
(ii) Payable towards Rent			
SEL	0.32	0.16	-
(iii) Payable towards Reimbursements			
SIPL	0.85	-	0.07
(iv) Payable towards Utility Shifting			
SEL	36.95	-	-
(v) Payable towards Loan			
SIPL	328.35	1281.036	969.12
(vi) Payable towards Contract charges			
SEL	-	251.26	281.70
(vii) Payable towards Retention Money			
SEL	9.00	35.21	19.57

28.4 Terms and conditions:

- Outstanding balances towards rent and reimbursement are unsecured and will be settled as per the terms of the agreement. There is no guarantee given or received.
- Since there are no receivables due from related parties, no provision for doubtful debts has been made and no expense has been recognised in relation to the said doubtful debts.
- The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

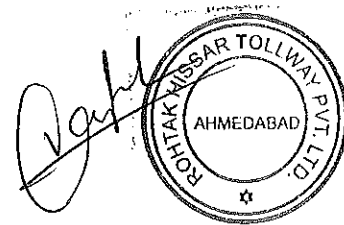
29 Segment Reporting

The operating segment of the company is identified to be "DBFOT (Toll Basis)", as the Chief Operating Decision Maker (CODM) reviews business performance at an overall company level as one segment and hence, does not have any additional disclosures to be made under Ind AS 108 Operating Segments. Further, the Company also primarily operates under one geographical segment namely India.

30 Operating Lease:

Office premise of the Company have been taken on operating lease basis. The lease rent paid during the year Rs. 1.03 million (March 31, 2016: Rs. 1.03 million). These operating lease agreement are cancellable by giving short period notice by either of the parties to the agreement.

- There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days at the balance sheet date. This is based on the information available with the Company.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

32 Financial Instruments

Disclosure of Financial Instruments by Category

Financial instruments by categories	Note no.	March 31, 2017			March 31, 2016			April 01, 2015		
		FVTPL	FVTOCI	Amortized cost	FVTPL	FVTOCI	Amortized cost	FVTPL	FVTOCI	Amortized cost
Financial asset										
Investments in Mutual	5	-	-	-	16.66	-	-	-	-	-
Cash & Cash Equivalent	6	-	-	60.67	-	-	159.91	-	-	558.66
Other financial asset	7	-	-	49.73	-	-	105.82	-	-	-
Total		-	-	110.40	16.66	-	265.73	-	-	558.66
Financial liability										
Non Current Borrowings	11	-	-	9,410.33	-	-	8,588.72	-	-	4,374.51
Current Borrowings	13	-	-	328.35	-	-	287.92	-	-	-
Trade Payables	14	-	-	47.34	-	-	2.16	-	-	2.56
Other Financial Liabilities	15	-	-	222.36	-	-	287.04	-	-	301.30
Total Financial Liabilities		-	-	10,008.37	-	-	9,165.84	-	-	4,678.37

33 Fair value disclosures for financial assets and financial liabilities

Set out below is a comparison, by class, of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particular	Note no.	March 31, 2017		March 31, 2016		April 01, 2015	
		Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets							
Investments in Mutual Funds	5	16.66	16.66	-	-	-	-
Total		16.66	16.66	-	-	-	-

Notes:

a. The management assessed that the fair values of Investment in mutual fund, cash and cash equivalents, other financial assets, trade payables and other financial liabilities are approximately their carrying amounts largely due to the short-term maturities of these instruments.

b. The carrying value of Company's interest-bearing borrowings are reasonable approximations of fair values as the borrowings carry floating interest rate.

c. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following method and assumption were used to estimate the fair values:

a) Investments in units of Mutual Funds which are not traded in active market is determined using closing NAV

34 Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

Quantitative disclosures fair value measurement hierarchy for financial assets as at March 31, 2017, March 31, 2016 and April 1, 2015

Note no.	(INR in Million)		
	Fair value measurement using Significant observable inputs (Level 2)		
	March 31, 2017	March 31, 2016	April 01, 2015

Assets measured at fair value

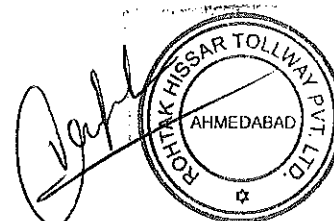
Fair value through profit & loss

Investment in Mutual Fund

5

16.66

There have been no transfer between level 1 & level 2 during the year



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

35 Financial Risk Management

The Company's principal financial liabilities comprise borrowings and trade & other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's principal financial assets include Investments, other receivables and cash and bank balance that derive directly from its operations.

The Company's activities expose it to market risk, credit risk and liquidity risk. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. Risk management systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Board of Directors oversee compliance with the Company's risk management policies and procedures, and reviews the risk management framework.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, Investments, other receivables, trade and other payables and derivative financial instruments.

Within the various methodologies to analyse and manage risk, Company has implemented a system based on "sensitivity analysis" on symmetric basis. This tool enables the risk managers to identify the risk position of the entities. Sensitivity analysis provides an approximate quantification of the exposure in the event that certain specified parameters were to be met under a specific set of assumptions. The risk estimates provided here assume:

- a parallel shift of 25-basis points of the interest rate yield curves in all currencies
- a simultaneous, parallel foreign exchange rates shift in which the INR appreciates / depreciates against all currencies by 2%

The potential economic impact, due to these assumptions, is based on the occurrence of adverse / inverse market conditions and reflects estimated changes resulting from the sensitivity analysis. Actual results that are included in the Statement of profit & loss may differ materially from these estimates due to actual developments in the global financial markets.

The analyses exclude the impact of movements in market variables on: the carrying values of gratuity and provisions.

The following assumption has been made in calculating the sensitivity analyses:

- The sensitivity of the relevant statement of profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2017, March 31, 2016 and April 1, 2015.

i Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Interest risk arises to the company mainly from Long term borrowings with variable rates. The Company maintains its borrowings at fixed rate using interest rate swaps to achieve this when necessary. The company manage its cash flow interest rate risk by using floating-to-fixed interest rate swaps. The company measures risk through sensitivity analysis.

The banks are now finance at variable rate only, which is the inherent business risk.

The company's exposure to interest rate risk due to variable interest rate borrowings is as follows:

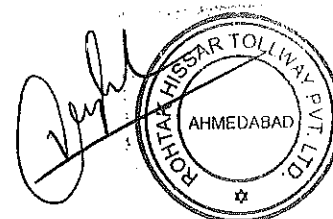
Particulars	31.03.2017	31.03.2016	01.04.2015
Variable rate borrowings in INR	9442.34	8588.72	4374.51

Interest Rate Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected.

With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Interest Rate Risk Analysis	Impact on profit/ loss after tax	
	31.03.2017	31.03.2016
Interest rate increase by 25 basis point	23.61	21.47
Interest rate decrease by 25 basis point	23.61	21.47



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

ii Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys cash management system. It maintains adequate sources of financing including debt at an optimised cost.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

The following are the contractual maturities of financial liabilities

As at March 31, 2017	Carrying Amount	On Demand	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Rupee Term Loan	9,499.70	-	35.62	47.50	344.36	9,072.21
Trade Payables	47.34	-	47.34	-	-	-
Loan from Related Party	328.35	328.35	-	-	-	-
Other Financial Liabilities	190.36	-	190.36	-	-	-

(INR in Million)

As at March 31, 2016	Carrying Amount	On Demand	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Rupee Term Loan	8,649.70	-	-	35.62	225.62	8,388.46
Trade Payables	2.16	-	2.16	-	-	-
Loan from Related Party	287.92	287.92	-	-	-	-
Other Financial Liabilities	287.04	-	287.04	-	-	-

(INR in Million)

As at April 01, 2015	Carrying Amount	On Demand	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Rupee Term Loan	4,374.51	-	-	-	166.24	4,208.27
Trade Payables	2.56	-	2.56	-	-	-
Other Financial Liabilities	301.30	-	301.30	-	-	-

(INR in Million)

Collateral

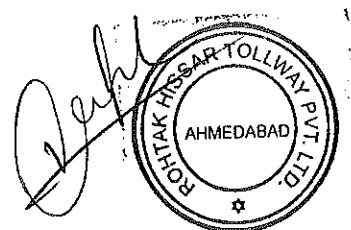
The Company's all financial and other assets have been pledged against Non-current borrowings in order to fulfill the collateral requirement of the Lenders. The fair value of such financial assets disclosed in the note 34.

iii Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is not exposed to credit risk from its operating activities as the company is collecting toll in cash and does not have outstanding any receivables. However, The Company is exposed to credit risk related to financing activities, including temporary Investment in mutual fund and other financial instruments.

Financial Instruments and Temporary Investment in Mutual Fund

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only in accordance with company policy. The Company monitors the ratings, credit spreads and financial strength of its counterparties. Based on its on-going assessment of counterparty risk, the Company adjusts its exposure to various counterparties. The Company's maximum exposure to credit risk for the components of the Balance sheet as of March 31, 2017 is Rs.110.38 million, March 31, 2016 is Rs. 282.39 million and April 1, 2015 is Rs. 558.66 million.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

36 Capital Management

For the purpose of the Company's capital management, Capital consist of share capital, Securities Premium, Other equity in form of Subordinate Debt and all other reserves attributable to the equity holders of the Company.

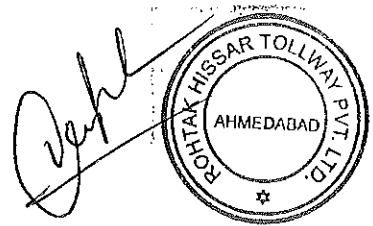
The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders, issue new shares or obtained additional sub-ordinate debts. The Company monitors capital using debt equity ratio which does not exceed 3.802:1, which is total Borrowings divided by total equity excluding balance of deficit in statement of profit & loss.

The key performance ratios as at 31 March are as follows

	March 31, 2017 (INR In Million)	March 31, 2016 (INR In Million)	April 1, 2015 (INR In Million)
Non Current Borrowings (refer note 11)	9,442.34	8,588.72	4,374.51
Current Borrowings (refer note 13)	328.35	-	-
Total Debts - A	9,770.68	8,588.72	4,374.51
Equity Share Capital (refer note 9)	107.68	107.68	107.68
Other Equity (refer note 10)	993.12	993.12	969.12
Grant from NHAI	2115.09	1740.62	643.70
Total Equity - B	3,215.89	2,841.42	1,720.50
Debt equity ratio (A/B)	3.04	3.02	2.54

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Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31,2017

37 Disclosure pursuant to Appendix - A to Ind AS 11 - " Service Concession Arrangements"

37.1 Description and classification of the arrangement

The Company has entered into Service Concession Agreement ('SCA') with National Highway Authority of India (NHAI) dated December 26,2013, for the purpose of four laning of Rohtak-Hissar section of NH-10 from KM 87 to KM 170 including connecting link from KM 87 to KM 348(NH-71) in the state of Haryana on Design, Built, Finance, Operate and Transfer (DBFOT) Toll basis under NHDP Phase-III. The Concession Period is of 22 years including construction period of 910 days. The Company obtained completion certificate on 29th July, 2016 from the NHAI. As per the SCA, the company is entitled to charge users of the public service, hence the service arrangement has been classified as Intangible Asset.

37.2 Significant Terms of the arrangements

37.2.1 Revision of Fees:

Fees shall be revised annually on April 01 subject to the provisions of the National Highways Fee (Determination of Rates and Collection) Rules, 2008.

37.2.2 Modification of Concession Period:

The Concession period shall be modified:

- a If Actual Average Traffic falls short of Target Traffic by more than 2.5%, the concession period shall be increased by 1.5% thereof for every 1% shortfall, but not more than 20% of the concession period.
- b If Actual Average Traffic exceeds Target Traffic by more than 2.5%, the concession period shall be reduced by 0.75% thereof for every 1% increase, but not more than 10% of the concession period.
- c If the average daily traffic exceeds the designed capacity of the project highway, the concession period shall be extended (not more than 5 years) in such a way so as to enable the concessionaire to yield Equity IRR of 16% p.a with an assumption of debt equity ratio of 70:30
- d If the additional tollway has been constructed, either the concession period shall be extended or compensation has been granted.
- e In case of material default or breach of agreement by NHAI which causes suspension of or reduction in collection of Fees where daily collection is less than 90% of Average Daily Fee, it shall pay to the Concessionaire, the compensation for consequence of such material default or extend the concession period.
- f If, due to change in the law, company suffers an increase in cost or reduction in net after-tax return or the other financial burden subject to the limits specified in the SCA, the SCA shall be modified in such a way that it nullifies such impact of cost increase, reduction in return or other financial burden. However if no such modification is done, Company may require by notice to the authority to pay an amount that would place the company in the same financial position that it would have enjoyed, had there been no such change in the law. Any dispute in the said procedure shall be settled in accordance with the Dispute Resolution Procedure. Opposite will be the case, in case of reduction in cost.

37.3 Rights of the Company to use Project Highway

- a To demand, collect and appropriate, Fee from vehicles and Users liable for payment of Fee for using the Project Highway or any part thereof and refuse entry of any vehicle if the Fee due is not paid.
- b Right of Way, access and licence to the Site.

37.4 Obligation of the Company

- a The company shall not assign, transfer or sublet or create any lien or Encumbrance on the SCA, or the Concession granted or on the whole or any part of the Project Highway nor transfer, lease or part possession thereof, save and except as expressly permitted by SCA or the Substitution Agreement. The project highway means site comprising the existing road comprising NH-10 from KM 87 to KM 170 including connecting link from KM 87 to KM 348(NH-71) and all Project asset, and its subsequent development and augmentation in accordance with the SCA.
- b The company is under obligation to carry out the routine and periodic maintenance of Project Highway as per Schedule K of the SCA.

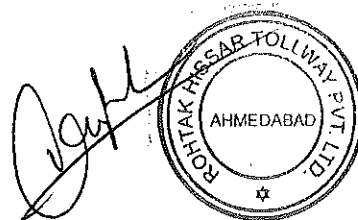
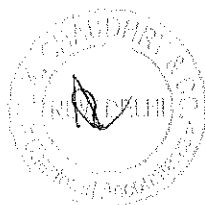
37.5 Details of any assets to be given or taken at the end of concession period

At the end of the Concession period the company shall deliver the actual or constructive possession of the Project Highway, free and clear of all encumbrances.

37.6 Details of Termination

SCA can be terminated on account of default of the company or NHAI in the circumstances as specified under article 37 of the SCA.

37.7 There has been no change in the concession arrangement during the year.



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

38 Recent accounting pronouncements

38.1 First time adoption of Ind AS

These financial statements, for the year ended 31 March, 2017 are the first Ind AS financial statements, the company has prepared in accordance with Ind AS. For periods upto and including the year ended 31 March 2016, the company prepared its financial statements in accordance with accounting standards notified under section 133 of the companies Act, 2013 read with paragraph 7 of the companies (Account) Rules, 2014 (Previous GAAP).

Accordingly, The company has prepared financial statements which comply with Ind AS applicable for periods ending on 31 March, 2017 together with the comparative period data as at and for the year ended 31 March 2016, as described in the summary of significant accounting policies. In preparing these financial statements, the Company 's opening balance sheet as prepared as at 1st April, 2015, the company's date of transition to Ind AS. this note explains the principle adjustments made by the company in restating its Previous GAAP financial statements including the balance sheet as at 1st April 2015 , and the previously published Previous GAAP financial statements as at and for the year ended March 31, 2016.

Ind AS mandatory exceptions

a. Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP, unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 1, 2015 are consistent with the estimates as at the same date made in the conformity with previous GAAP . The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at April 1, 2015, the date of transition to Ind AS and as of March 31, 2016.

b. Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

38.2 Reconciliation between Previous GAAP and IND AS

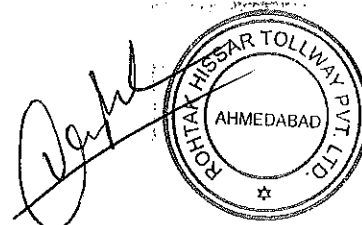
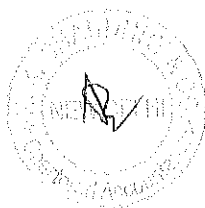
Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS:

38.2.1 Reconciliation of Total Equity (Refer Para 40.4)

Particulars	March 31, 2016	April 01, 2015
Total Equity as per Previous GAAP	1,846.24	749.83
Adjustments as per Ind AS		
Equity Component of Financial Instrument	993.12	969.12
Recognition of Finance cost on account of amortised cost of financial liability		
Capital Reserve	(1,740.62)	(643.70)
Total Ind AS Adjustments	(747.50)	325.42
Total Equity as per Ind AS	1,098.74	1,075.25

38.2.2 Reconciliation of Total Comprehensive Income for the year ended March 31, 2016 (Refer Para 40.4)

Particulars	2015 - 2016
Profit after tax as per Previous GAAP	(0.50)
Adjustments as per Ind AS	
Recognition of Construction Revenue	5,588.01
Recognition of Construction related Expense	(5,588.01)
Profit after tax as per Ind AS	(0.50)
Total Comprehensive Income as per Ind AS	(0.50)



Rohtak-Hissar Tollway Private Limited
Notes to Financial Statements for the year ended March 31, 2017

38.2.3 Impact of Ind AS adoption on statement of cash flows for the year ended March 31, 2016 (Refer Para 40.4)

Particulars	Previous GAAP	Adjustments	Ind AS
Net Cash Flows from Operating Activities	(0.51)	1437.96	1437.45
Net Cash Flows from Investing Activities	(5,155.62)	-445.44	-5601.06
Net Cash Flows from Financing Activities	4,757.38	-992.52	3764.86
Net Increase / (Decrease) in cash and cash equivalents	(398.75)	0.00	(398.75)
Cash and cash equivalents as at April 01, 2015	558.66		558.66
Cash and cash equivalents as at March 31, 2016	159.91		159.91

38.3 Notes to First time adoption of Ind AS

Remeasurement of Intangible Asset under Service Concession Arrangement :

The construction revenue and related construction cost of assets developed under concession arrangements with government are recognised as income and expenditure and concession rights capitalised as intangible assets as per the Appendix A of Ind AS 11 'Service Concession Arrangement' on specific conditions being met in terms of accounting standard. Under Indian GAAP, construction costs are recognised as intangible rights under concession arrangement.

Finance cost recognition on account of amortised cost of financial liability:

The financial liability has been recognised at effective interest rate method under Ind AS. Under previous GAAP, the same is disclosed at transaction value.

Discounting / unwinding of Liability / Provision:

Under the previous GAAP, the provision of Major Maintenance expenses and the premium obligation payable to government authorities were recognised on undiscounted basis. As required under Ind AS, the same have been recognised on discounted basis.

SubDebt

As per the loan agreement project equity capital includes equity share capital and promoter's contributions in form of sub-ordinate debt. The Company received interest free sub-ordinate debt from promoters as project equity capital. The Sub-ordinate debt will not be repaid before the discharge of the borrowings of the company. Hence for transition to Ind AS, the said interest free loan is considered as "Equity Component of Compound Financial Instruments" as part of "Other equity."

39 Standards issued but not yet effective

The standard issued, but not yet effective up to the date of issuance of the Company's financial statements is disclosed below. The Company intends to adopt this standard when it becomes effective.

Amendment to Ind AS 7 'Statement of cash flows':

The Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017 in March 2017, notifying amendments to Ind AS 7, 'Statement of cash flows'. The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

This standard will come into force from accounting period commencing on or after 1 April 2017. The Company will adopt the new standard on the required effective date. The company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

