INDEPENDENT AUDITOR'S REPORT

To the Members of
Rohtak-Hissar Tollway Private Limited

Report on the audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the Standalone Ind AS financial statements of **Rohtak-Hissar Tollway Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information for the year ended on that date.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

As mentioned in note 13, during the year, the Company has accepted loans liability amounting to Rs. 119.00 Mn. which have not been routed through escrow accounts.

Our opinion is not modified in respect of these matter.

Information Other than the Ind AS Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report (but does not include the Ind AS financial statements and our auditor's report thereon).

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the

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Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management and Those Charged with Governance for the Standalone 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 Standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has

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adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in 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 statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone 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 March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

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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 does not have any pending litigations which would impact its financial position except those disclosed in financial statements;

ii. The Company does not envisage any material foreseeable losses in long-term contracts including derivative contract requiring provision;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, remuneration paid by the Company to its directors during are within the limits of section 197 of the Act.

For Gianender & Associates
Chartered Accountants
(Firm's Registration No. 004661N)

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

Shashank Agrawal
(Partner)
(M No. 536670)
UDIN: 20536670AAAAAP9092

Place: New Delhi
Date: 03-07-2020

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Annexure 'A' to the Independent Auditor's Report of Rohtak-Hissar Tollway Private Limited for the Year ended as on 31st March 2020

Annexure referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report on even date:-

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified during the year by the management in accordance with the 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.

ii. As the Company is engaged in the business of infrastructure development, operations and its maintenance and there is no inventory in hand at any point of time, hence paragraph 3(ii) of the Order is not applicable to the Company.

iii. In our opinion and according to the information and explanation given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liabilities partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, reporting under clause (a) to (c) of Para 3(iii) are not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction in respect of loans, investments, guarantee and securities, which attracts compliance to the provisions of the sections 185 and 186 of the Companies Act, 2013. Therefore the paragraph 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the Company.

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vi. In our opinion and according to the information and explanations given to us, the Company is prima-Facie maintaining the cost records as specified by the Central government under sub-section (1) of section 148 of Companies act, 2013.

vii. a. According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has been generally regular in depositing undisputed statutory dues including provident fund, employee state insurance, income tax, service tax, value added tax, cess and other statutory dues during the year with the appropriate authorities. As on 31st March 2020, there are no undisputed statutory dues payables for period exceeding for a period more than six month from the date they become payable .

b. According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues which have not been deposited on account of dispute.

viii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has defaulted in payment of dues to lenders.

Details of Principal Default (in Rs. Mn)

Due on	Bank of India	Canara bank	Corporation Bank	Oriental Bank of Commerce	Syndicate Bank	Union Bank of India	Total
Jan-20	-	2.08	-	-	1.67	0.83	**4.58**
Feb-20	1.67	2.08	0.83	0.83	1.67	0.83	**7.92**
Total	**1.67**	**4.16**	**0.83**	**0.83**	**3.34**	**1.66**	**12.5**

Details of Interest Default (in Rs. Mn)

Due Date	Bank Of India	Canara Bank	Union Bank of India	Oriental Bank of Commerce	Corporation Bank	Syndicate Bank	Total
Dec-19	-	-	-	-	-	6.81	**6.81**
Jan-20	23.83	27.38	9.44	8.95	8.12	20.06	**97.77**

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Feb-20	23.00	25.89	9.45	9.31	9.84	18.75	96.25
Total	**43.83**	**53.27**	**18.89**	**18.26**	**17.96**	**45.62**	**200.83**

ix. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any money by way of initial public offer or further public offer during the year.

x. According to the information and explanation given to us by the management which have been relied by us, there were no frauds on or by the Company noticed or reported during the period under audit.

xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provision of section 197 read with Schedule V to the Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence clause3 (xii) of the Companies (Auditor's Report) Order 2016 is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Standalone Ind AS financial statements as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

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xvi. According to the information provided to us, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Therefore, paragraph 3(xvi) of the Order is not applicable to the Company.

For Gianender & Associates
Chartered Accountants
(Firm's Registration No. 004661N)

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

Shashank Agrawal
(Partner)
(M No. 536670)
UDIN: 20536670AAAAAP9092

Place: New Delhi
Date: 03-07-2020

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ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in our Report of even date)

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, 2020 in conjunction with our audit of the Standalone 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 (the "Guidance Note"). 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 and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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 Standalone 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.

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

For Gianender & Associates
Chartered Accountants
(Firm's Registration No. 004661N)

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

Shashank Agrawal
(Partner)
(M No. 536670)
UDIN: 20536670AAAAAP9092

Place: New Delhi
Date: 03-07-2020

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Rohtak-Hissar Tollway Private Limited
Balance sheet as at March 31, 2020
CIN NO: U45203GJ2013PTC074446

	Particulars	Note No.	As at March 31,2020	As at March 31, 2019
			INR In Million	INR In Million
	ASSETS			
1	**Non-current Assets**			
a	Property, Plant and Equipments	5	1.25	0.95
b	Investment Property	6	1.24	1.24
c	Intangible Assets	7	9,653.29	9,944.15
d	Financial Assets			
	(i) Other Financial Assets	9	0.01	0.01
e	Other Non Current Assets	11	0.14	21.55
	Total Non Current Assets		**9,655.93**	**9,967.90**
2	**Current Assets**			
a	Financial Assets			
	(i) Investments			-
	(ii) Cash and Cash Equivalents	8	12.01	24.90
	(iii) Other Current Financial Assets	9	1.48	48.83
b	Current Tax Assets	10	0.10	
c	Other Current Assets	11	3.73	11.59
	Total Current Assets		**17.32**	**85.32**
	Total Assets		**9673.25**	**10053.22**
	EQUITY AND LIABILITIES			
	EQUITY			
1	Equity Share Capital	12	107.68	107.68
2	Other Equity	13	(863.19)	(1,824.43)
	Total Equity		**(755.51)**	**(1,716.75)**
	LIABILITIES			
1	**Non-current Liabilities**			
a	Financial Liabilities			
	(i) Borrowings	14	9,196.38	9,287.47
b	Provisions	15	526.86	323.36
	Total Non current Liabilities		**9,723.24**	**9,610.83**
2	**Current Liabilities**			
a	Financial Liabilities			
	(i) Borrowings	16	119.00	1,670.60
	(ii) Trade Payables	17		
	-Dues to Micro & Small Enterprises			
	-Dues to Other than Micro & Small Enterprises		131.92	125.84
	(iii) Other Financial Liabilities	18	430.94	339.21
b	Other Current Liabilities	19	3.60	3.44
c	Provisions	15	20.06	20.05
	Total Current Liabilities		**705.52**	**2,159.14**
	Total Equity and Liabilities		**9673.25**	**10053.22**

The accompanying notes are an integral part of these financial statements
As per our report of even date

For Gianender & Associates
Chartered Accountants
ICAI Firm Registration No. 004661N

Shashank Agrawal
Partner
Membership No.536670

Place : New Delhi
Date: July 03,2020

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

(Vikas Birla)
Director
DIN: 08754581

(Niketan Patel)
Director
DIN: 08752536

(Kalpesh Shah)
Chief Finance Officer

(Radhika Raninga)
Company Secretary
M.no. -A43256

Place : Ahmedabad
Date: July 03,2020

Rohtak-Hissar Tollway Private Limited
Statement of Profit and Loss for the year ended March 31, 2020
CIN NO: U45203GJ2013PTC074446

	Particulars	Note No.	March 31,2020 12 Months (INR In Million)	March 31,2019 12 Months (INR In Million)
	INCOME			
I	Revenue From Operations	20	715.07	659.05
II	Other Income	21	232.10	5.91
III	Total Income (I+II)		947.17	664.95
	EXPENSES			
	Construction Expenses	22	-	8.69
	Operating Expenses	23	220.85	183.87
	Employee Benefits Expenses	24	33.24	29.72
	Finance Cost	25	1,271.48	1,321.53
	Depreciation and Amortization Expenses	5 & 8	291.20	263.15
	Other Expenses	26	69.49	24.86
IV	Total Expenses		1,886.26	1,831.81
V	Loss For the year (III-IV)		(939.09)	(1,166.86)
	Other Comprehensive Income			
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
	Remeasurement (losses)/gain on deined benefit plan		0.03	0.10
VI	Other Comprehensive Income for the year		0.03	0.10
VII	Total Comprehensive Income for the year, net of tax (V+VI)		(939.05)	(1,166.76)
	Earning per share [Nominal Value of share Rs. 10/-] (31 March 2019: Rs 10/-)			
	Basic		(87.21)	(108.35)
	Diluted		(87.21)	(108.35)
Significant Accounting Policies		3		

The accompanying notes are an integral part of these financial statements
As per our report of even date

For Gianender & Associates
Chartered Accountants
ICAI Firm Registration No. 004661N

Shashank Agrawal
Partner
Membership No.536670

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

ROHTAK HISSAR TOLLWAY PVT. LTD. AHMEDABAD

Place : New Delhi
Date: July 03,2020

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

(Vikas Birla)
Director
DIN: 08754581

(Niketan Patel)
Director
DIN: 08752536

(Kalpesh Shah)
Chief Finance Officer

(Radhika Raninga)
Company Secretary
M.no. -A43256

Place : Ahmedabad
Date: July 03,2020

Rohtak-Hissar Tollway Private Limited
Cash Flow Statement for the year ended March 31, 2020
CIN NO: U45203GJ2013PTC074446

Particulars		March 31,2020 (INR in Million)	March 31,2019 (INR in Million)
(A) Cash flows from operating activities			
(Loss) Before Tax		(939.09)	(1,166.86)
Adjustments for:			
Depreciation and amortisation		291.20	263.15
Major maintenance expense		165.22	136.96
Unwinding of discount on provision		37.73	19.43
Amortization of processing fees		3.91	3.84
Finance costs		1,229.84	1,298.26
Other comprehensive income		0.03	0.10
Gain on sale of units of mutual fund investments (net)		(0.03)	(0.85)
Sundry Balance write off		46.82	-
Write Back		(229.89)	
Cash generated before effect of working capital		**605.74**	**554.02**
Adjustments for:			
(Increase)/Decrease in non current assets		21.41	26.77
(Increase)/Decrease in current tax asset		(0.10)	
(Increase)/Decrease in other current financial assets		0.81	1.20
(Increase)/Decrease in current assets		7.57	(6.45)
(Decrease)/Increase in trade payables		8.23	(0.56)
(Decrease)/Increase in other financial liabilities		0.60	2.24
(Decrease)/Increase in current liabilities		0.16	1.55
(Decrease)/Increase in long-term provisions		0.55	0.40
(Decrease)/Increase in short-term provisions		0.01	(0.03)
Cash generated from operations		**644.98**	**579.14**
(+)/(-) : Tax Paid(Net of Refund)		-	-
Net cash flow generated from operating activities	(A)	**644.98**	**579.14**
(B) Cash flows from investing activities			
Investment in mutual funds		(39.10)	(417.81)
Redemption of mutual funds		39.13	418.66
Purchase of fixed assets		(0.65)	-
Capital work in progress			0.49
Net cash generated from/(used in) investing activities	(B)	**(0.61)**	**1.34**
(C) Cash flows from financing activities			
Repayment of long term borrowings		(62.71)	(47.50)
Proceeds from short term borrowings from SEL		119.00	
Proceeds from short term borrowings from SIPL		230.70	604.95
Repayment of short term borrowings to SIPL		(1.00)	
Interest and other finance cost paid		(943.25)	(1,121.68)
Net cash used in financing activities	(C)	**(657.25)**	**(564.23)**
Net increase in cash and cash equivalents	(A+B+C)	(12.89)	16.25
Cash and cash equivalents at beginning of the year		24.90	8.65
Cash and cash equivalents at end of the year		**12.01**	**24.90**

NEW DELHI
Chartered Accountants

ROHTAK HISSAR TOLLWAY PVT LTD
AHMEDABAD

Rohtak-Hissar Tollway Private Limited
Cash Flow Statement for the year ended March 31, 2020
CIN NO: U45203GJ2013PTC074446

Notes:

(i) **Cash and Cash Equivalents**

	March 31,2020 (INR in Million)	March 31,2019 (INR in Million)
Cash on hand	0.56	4.10
Balances with banks in current accounts	11.45	20.80
	12.01	24.90

Note: Balance with banks includes balances of Rs. 0.27 million (March 31, 2019: Rs. 0.02 million) lying in the Escrow Accounts, as per terms of borrowings with the lenders.

(INR in Million)

(ii) Reconciliation of financial liabilities	March 31, 2019	Cash flows	Interest Cost	Non-cash adjustment	March 31, 2020
Long Term Borrowings	9,366.68	(62.71)	-	3.91	9,307.89
Short Term Borrowings from SEL	-	119.00	-	-	119.00
Short Term Borrowings from SIPL	1,670.60	229.70		(1,900.30)	-
Interest accrued and due on Borrowings	246.15	(943.25)	1,229.84	(227.75)	304.99

Reconciliation of financial liabilities	March 31, 2018	Cash flows	Interest Cost	Non-cash adjustment Transaction Cost	March 31, 2019
Long Term Borrowings	9410.33	(47.50)	-	3.84	9,366.68
Short Term Borrowings	1065.65	604.95	-	-	1,670.60
Interest accrued and due on Borrowings	69.57	(1,121.68)	1,298.26	-	246.15

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

(iv) Figures in brackets represent outflows.

As per our report of even date

For Gianender & Associates
Chartered Accountants
ICAI Firm Registration No. 004661N

Shashank Agrawal
Partner
Membership No.536670

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

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

(Vikas Birla)
Director
DIN: 08754581

(Niketan Patel)
Director
DIN: 08752536

ROHTAK HISSAR TOLLWAY PVT. LTD. AHMEDABAD

(Kalpesh Shah)
Chief Finance Officer

(Radhika Raninga)
Company Secretary
M.no. -A43256

Place : New Delhi
Date: July 03,2020

Place : Ahmedabad
Date: July 03,2020

Rohtak-Hissar Tollway Private Limited
Statement of Changes in Equity for year ended March 31,2020
CIN NO: U45203GJ2013PTC074446

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 2019	1 07 68 000	107.68
Issue during the year	-	-
At 31 March 2020	1 07 68 000	107.68

B Other Equity

Particulars	Retained Earning	Equity Component of Compound Financial Instrument (Note 14)	Total other equity attributable to equity holders of the Company
	INR In Million	INR In Million	INR In Million
As at April 1, 2018	(1,650.79)	993.12	(657.67)
(Loss) for the year	(1,166.86)		(1,166.86)
Other comprehensive income for the year	0.10	-	0.10
As at March 31,2019	(2,817.55)	993.12	(1,824.43)
As at April 1, 2019	(2,817.55)	993.12	(1,824.43)
(Loss) for the year	(939.09)	-	(939.09)
Addition during the year		1,900.30	1,900.30
Other comprehensive income for the year	0.03	-	0.03
As at March 31,2020	(3,756.60)	2,893.42	(863.19)

The Project of the Company has been funded through sub ordinate debt 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 Promotors 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 and the same is considered as Equity Component of Compound Financial Instruments and classified as Other Equity based on terms of contract.

The accompanying notes are an integral part of these financial statements
As per our report of even date

For Gianender & Associates
Chartered Accountants
ICAI Firm Registration No. 004661N

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

Shashank Agrawal
Partner
Membership No.536670

For & on behalf of the Board of Directors of
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(Kalpesh Shah)
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Company Secretary
M.no. -A43256

Place : New Delhi
Date: July 03,2020

Place : Ahmedabad
Date: July 03,2020

Rohtak Hissar Tollway Private Limited
Notes to Financial statement for the year ended March 31, 2020

1. **Company information:**

   Rohtak-Hissar Tollway Private Limited ("the Company") is a private company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. It is a wholly owned subsidiary of Sadbhav Infrastructure Project Limited which is listed on two recognized stock exchanges in India.

   The Company was incorporated as a Special Purpose Vehicle (SPV) in February, 2010, for the purpose of four laning 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, Build, Finance, Operate and Transfer ("DBFOT") basis. The Company has entered into Concession Agreement with National Highways Authority of India (NHAI) with a Concession Period of 22 years w.e.f 26th December, 2013. The Company had received completion certificate dated 29th July, 2016 from NHAI. The toll collection had commenced from that date.

   The financial statements were authorized for issue in accordance with a resolution of the directors on July 03, 2020

2. **Basis of preparation and presentation of financial statement:**

   (a.) Compliance with IND AS:

   The financial statements have been prepared in accordance 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 and relevant amendment rules issued thereafter.

   The company has applied the applicable standards and/or amendments to existing standards effective from April 1, 2019 in the preparation and presentation of financial statements for the year ending on March 31, 2020.

   Most of the amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

   (b.) Basis of Presentation:

   The Balance Sheet, the Statement of Profit and Loss and Statement of Changes in Equity are prepared and presented in the format prescribed in Schedule III to the Companies Act, 2013 ("the Act"). The Cash Flow Statement has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows".

   The financial statements are presented in INR, which is the functional currency and all values are rounded to the nearest million (INR 000,000), except when otherwise indicated.

   (c.) Basis of Measurement:

   The financial statements have been prepared on historical cost basis, except for certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

   (d.) Use of estimates and judgements:

   The preparation of these financial statements is in conformity with IND AS which requires the management to make estimates and assumptions considered in the reported amounts of assets, liabilities (including contingent liabilities), income and expenses. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Actual results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialize. Estimates include the useful lives of property plant and equipment and intangible fixed assets, allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans, provisions for major maintenance expenses, provision for premium obligations, provision for incomplete work, fair value measurement etc. 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.

2.1 Changes accounting policies and disclosure:

New and amended standards

The Company applied Ind AS 116 Leases for the first time. The nature and effect of the changes as a result of adoption of this new accounting standard is described below.

Several other amendments apply for the first time for the year ending 31 March 2020, but do not have an impact on the financial statements of the Company. The Company has not early adopted any standards, amendments that have been issued but are not yet effective/notified.

Ind AS 116 Leases

Ind AS 116 supersedes Ind AS 17 Leases including its appendices. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognize most leases on the balance sheet.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. The Company adopted Ind AS 116 using the modified retrospective method of adoption. There were no significant adjustments required to the retained earnings as at April 01, 2019. The adoption of the standard did not have any material impact on these financial statements.

Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment

The appendix addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 Income Taxes. It does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Appendix specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately;
- The assumptions an entity makes about the examination of tax treatments by taxation authorities;
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates;
- How an entity considers changes in facts and circumstances.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty. The Appendix did not have an impact on the financial statements of the company.

3. Summary of significant accounting policies

The following are the significant accounting policies applied by the company in preparing its financial statements:

3.1 Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification. An asset is current when it is:

•expected to be realised or intended to be sold or consumed in the normal operating cycle;
•expected to be realised within twelve months after the reporting period; or
•cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

• it is expected to be settled in the normal operating cycle;
•it is due to be settled within twelve months after the reporting period; or
• there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

The Operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its normal operating cycle.

3.2 Service Concession Agreements

Toll collection rights

The Company builds infrastructure assets under public-to-private Concession Arrangements which it operates and maintains for periods specified in the Concession Arrangements.

Under the Concession Agreements, where the Company has received the right to charge users of the public service, such rights are recognised and classified as "Intangible Assets" in accordance with Appendix D to Ind AS 115. Such right is not an unconditional right to receive consideration because the amounts are contingent to the extent that the public uses the service and thus are recognised and classified as intangible assets. Such an intangible asset is recognised by the Company at cost (which is the fair value of the consideration received or receivable for the construction services delivered) and is capitalized when the project is complete in all respects and when the company receives the completion certificate from the authority as specified in the Concession Agreement. The economics of the project is for the entire length of the road / infrastructure as per the bidding submitted.

Amortization of Toll collection rights

The intangible assets which are recognised in the form of Toll right to charge users of the infrastructure asset are amortized by taking proportionate of actual revenue received for the year over Total Projected Revenue from project to Cost of Intangible assets i.e. proportionate of actual revenue earned for the year over Total Projected Revenue from the Intangible assets expected to be earned over the balance concession period as estimated by the management.

As required, total Projected Revenue reviewed by the management at the end of each financial year and accordingly, 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.

3.3 Revenue Recognition

The company primarily derives revenue in terms of the Appendix D to Ind AS 115 which covers specific aspects related to the Service Concession Agreements. The company follows Intangible Asset model prescribed in the Appendix.

Revenue is recognized upon transfer of control of promised service to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those services or goods. Revenue, primarily, is measured based on the transaction price (realization of toll receipts), which is the consideration for usage of the toll roads. Since the company does not provide any other services, the disaggregation of revenues is not disclosed.

(i) Revenue from contract with customers:

Revenue from contract with customer is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The specific recognition criteria described below must also be met before revenue is recognized. The company has concluded that it is principal in its revenue arrangements because its typically controls services before transferring them to the customer.

i. Toll operation services

Revenue from Toll operation services is recognised over a period as each toll road-user simultaneously receives and consumes the benefits provided by the Company. However, given the short time period over which the company provides road operating services to each road user (i.e. the duration of the time it takes the road user to travel the length of the toll road), the Company recognises toll revenue when it collects the tolls as per rates notified by National Highway Authority of India.

ii. Construction services

Revenue from construction services is recognised over a period as the customer simultaneously receives and consumes the benefits provided by the Company and measure revenue based on input method i.e. revenue recognised on the basis of cost incurred to satisfaction of a performance obligation relative to the total expected cost to the satisfaction of that performance obligation. If the outcome of a performance obligation satisfied over time cannot be reasonably measured, revenue is calculated using the zero-profit method in the amount of the contract costs incurred and probably recoverable.

Contract Balances

Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the company performs by transferring goods or services to a customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Contract Liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

(ii) Gain or loss on sale of Mutual Fund

Gain or Loss on sale of mutual fund is recorded on transfer of title from the Company, and is determined as the difference between the sale price and carrying value of mutual fund and other incidental expenses.

(iii) Dividend

Income from dividend on investments is accrued in the year in which it is declared, whereby right to receive is established.

(iv) Interest

Interest income is recognised using effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

(v) Government Grants

Government Grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on systematic basis over the periods that the related cost, for which it is intended to compensate, are expensed.

(vi) Other Income

Other items of income are recognised as and when the right to receive arises.

3.4 Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost comprise the purchase price, borrowing costs if the recognition criteria are met and directly attributable cost of bringing the assets to its working condition for its intended use. When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives.

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All other expenses on existing property plant and equipment, including 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.

Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

Depreciation

Depreciation on Property, Plant and Equipment is provided on the written down value method basis over useful lives of the assets as prescribed under Part C of Schedule II to the Companies Act, 2013. When parts of an item of property, plant and equipment have different useful life, they are accounted for as separate items (Major Components) and are depreciated over their useful life or over the remaining useful life of the principal assets whichever is less.

Depreciation for assets purchased/sold during a period is proportionately charged for the period of use.

The estimated useful lives, residual values and depreciation method of property, plant and equipment are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

3.5 Intangible assets:

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortization

The intangible assets which are recognised in the form of Toll right to charge users of the infrastructure asset are amortized by taking proportionate of actual revenue received for the year over Total Projected Revenue from project to Cost of Intangible assets i.e. proportionate of actual revenue earned for the year over Total Projected Revenue from the Intangible assets expected to be earned over the balance concession period as estimated by the management.

As required, total Projected Revenue is reviewed by the management at the end of the each financial year and accordingly, 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.

3.6 Impairment – Non-financial 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 asset's or cash-generating unit's (CGU) fair value less costs to sell 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. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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.

The Company bases its impairment calculation on detailed budgets and forecasts calculation. These budgets and forecasts calculations generally covering a period of the concession agreements using long terms growth rates applied to future cash flows.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the CGU level, as appropriate and when circumstances indicate that the carrying value may be impaired.

3.7 Investment Property

Investment Property is measured initially at cost including related transaction costs. Such cost comprises the purchase price, borrowing cost if capitalization criteria are met. 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.

An investment property is derecognised on disposal or on permanently withdrawal from use or when no future economic benefits are expected from its disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised. In determining the amount of consideration from the derecognition of investment property the Company considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any). Transfers are made to (or from) investment property only when there is a change in use.

3.8 Borrowing costs

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. Borrowing cost consist of interest and other costs that company incurs in connection with the borrowing of funds. Investment income earned on temporary investment of specific borrowing pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

3.9 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as lessee

An operating lease is a lease other than a finance lease. Operating lease payments are recognised as an operating expense in the Statement of Profit and Loss on a straight-line basis over the lease term except the case where incremental lease reflects inflationary effect and lease expense is accounted in such case by actual rent for the period.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of building (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office building that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

3.10 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

i. Initial recognition and measurement of financial assets

All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition of financial assets that are not at fair value through profit or loss are added to the fair value on initial recognition. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date i.e. the date that the Company commits to purchase or sell the asset.

ii. Subsequent measurement of financial assets

For purposes of subsequent measurement, financial assets are classified in three categories:

- Financial assets at amortized cost
- Financial assets at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL)

- **Financial assets at amortized cost:**

  A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold financial assets 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 (SPPI) on the principal amount outstanding.

- **Debt instruments at amortized cost**

  A 'debt instrument' is measured at the amortized cost if both the above conditions mentioned in "Financial assets at amortized cost" are met. After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss.

- **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 (SPPI) on the principal amount outstanding. Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

- **Financial assets at fair value through profit or loss:**

  FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as at FVTPL.

iii. De-recognition of financial assets

A financial asset is de-recognized when the contractual rights to the cash flows from the financial asset expire or the Company has transferred its contractual rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

iv. Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the 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 amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

b) Financial Liabilities

i. Initial recognition and measurement of financial liabilities

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

All financial liabilities are recognised initially at fair value. All financial liabilities are recognised initially at fair value and, in the case of loan and borrowings and payable, net of directly attributable transaction costs.

ii. Subsequent measurement of financial liabilities

The measurement of financial liabilities depends on their classification, as described below:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortized cost (loans and borrowings)

- **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risks are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss.

- **Financial Liabilities at amortised cost (Loans and Borrowings)**

This is the category most relevant to the Company. After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.This category generally applies to borrowings.

- **Equity component of Compound financial instruments**

The Company has borrowed subordinate debt in nature of Sponsors contribution in the project as per requirement of loan agreement, which the company has classified in the other equity as the same is redeemable at the Company's option and without coupon as per terms of contract.

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iii. Derecognition of financial liabilities

A financial liability (or a part of a financial liability) is derecognised from its balance sheet when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expired.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if the Company currently has enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

3.11 Fair Value Measurement

The company measures financial instruments such as derivatives and Investment in Mutual Fund at fair value at each balance sheet date.

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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – Quoted (unadjusted) market price in active markets for identical assets or liabilities
- Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The company's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable on yearly basis.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Significant accounting judgements, estimates and assumptions
- Quantitative disclosures of fair value measurement hierarchy
- Financial instruments (including those carried at amortized cost)

3.12 Employee Benefits

a) Short Term Employee Benefits

All employee benefits payable are expected to be settled wholly within 12 months after the end of the reporting period are classified as short term benefits. Such benefits include salaries, wages, bonus, short term compensation etc. and the same are recognized as an expense in the statement of profit and loss in the period in which the employee renders the related services.

b) Post-Employment Benefits

(i) Defined contribution plan

The Company's approved provident fund scheme is defined contribution plans. The Company has no obligation, other than the contribution paid/payable under such schemes. The contribution paid/payable under the schemes is recognised during the period in which the employee renders the related service.

(ii) Defined benefit plan

The employee's gratuity fund scheme is Company's defined benefit plans. The present value of the obligation under such defined benefit plans is determined based on the actuarial valuation using the Projected Unit Credit Method as at the date of the Balance sheet. In case of funded plans, the fair value of plan asset is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on the net basis.

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Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to Statement of Profit and Loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

c) Other Employment benefits

The employee's compensated absences, which is expected to be utilized or encashed within the next 12 months, is treated as short-term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as result of the unused entitlement that has accumulated at the reporting date. As per Company's policy, no leave are expected to be carried forward beyond 12 months from the reporting date.

3.13 Income tax

Income tax expense comprises current tax and deferred tax.

Current Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with Income tax 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current income tax are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach. Deferred tax is recognized on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except when the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that affects neither the 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 the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that affects neither the accounting profit nor taxable profit or loss.

As per provision of Income tax Act 1961, the Company is eligible for a tax holiday under section 80IA for a block of 10 consecutive assessment year out of 20 year beginning of toll operation. The current year is fifth year of company's operation and it propose to start claiming tax holiday in the subsequent year only. No deferred tax (assets or liabilities) is recognized in respect of temporary difference which reverse during tax holiday period, to the extent such gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing difference which is reverse after the tax holiday period is recognised in the year in which the timing difference orginate. However, the company restricts recognition of deferred tax assets to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. For recognition of deferred tax, the timing difference which orginate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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 offset, where company has a legally enforceable right to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

3.14 Provisions

General

Provision is recognized when the company has a present obligation (legal or constructive) 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. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

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 recognised as a finance cost.

Contractual obligation to restore the infrastructure to a specified level of serviceability

The Company has contractual obligations to maintain the road to a specified level of serviceability or restore the road to a specified condition before it is handed over to the grantor of the Concession Agreements. Such obligations are measured at the best estimate of the expenditure that would be required to settle the obligation at the balance sheet date. The timing and amount of such cost are estimated and determined by estimated cash flows, expected to be incurred in the year of overlay. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to such obligation. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of such obligation are reviewed annually and adjusted as appropriate.

3.15 Contingent liabilities and assets

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.

Claims against the Company not acknowledged as debts are disclosed under contingent liabilities. Claims made by the company are recognised as and when the same is approved by the respective authorities with whom the claim is lodged.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only be 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

3.16 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with on original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered as integral part of the Company's cash management.

3.17 Earnings/(Loss) per share

Basic EPS is calculated by dividing the profit / (loss) for the year attributable to ordinary equity holders by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by dividing the profit / (loss) attributable to ordinary equity holders by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

3.18 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

3.19 Events after reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

4. **A.) Significant accounting judgements, estimates and assumptions**

The preparation of the Company's financial statements requires management to make estimates, judgments and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the accompanying disclosure, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(i) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(ii) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(iii) Taxes

Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the credits can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

(iv) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget generally covering a period of the concession agreements using long terms growth rates and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

(v) Property, plant and equipment

Refer Note 3.4 for the estimated useful life of Property, plant and equipment. The carrying value of Property, plant and equipment has been disclosed in Note 5.

(vi) Intangible Assets

The intangible assets which are recognized in the form of Toll right to charge users of the infrastructure asset are amortized by taking proportionate of actual revenue received for the year over Total Projected Revenue from project to Cost of Intangible assets. The estimation of total projection revenue requires significant assumption about expected growth rate and traffic projection for future. All assumptions are reviewed at each reporting date.

(vii) Provision for periodical Major Maintenance

Provision for periodical Major Maintenance obligations are measured at the best estimate of the expenditure that would be required to settle the obligation at the balance sheet date. The timing and amount of such cost are estimated and determined by estimated cash flows, expected to be incurred in the year of overlay. All assumptions are reviewed at each reporting date.

(viii) Estimation of uncertainties relating to the global health pandemic from COVID-19:

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of investments, tangible assets, contract assets and contract cost. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information on the expected future performance of the Company.

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Notes to Financial Statements for the year ended March 31, 2020

5 **Property, Plant and Equipment**

(INR in Million)

Particulars	Computers	Computer Software	Office Equipments	Plant & Machinery	Vehicles	Total Tangible Assets
Cost						
As at April 01, 2018	0.16	0.24	0.08	0.76	0.53	1.77
Addition						0.00
As at March 31,2019	0.16	0.24	0.08	0.76	0.53	1.77
As at April 01, 2019	0.16	0.24	0.08	0.76	0.53	1.77
Addition			0.17	0.48		0.65
As at March 31,2020	0.16	0.24	0.25	1.23	0.53	2.41
Accumulated Depreciation						
As at April 01, 2018	0.13	0.17	0.04	0.08	0.05	0.47
Depreciation for the year	0.02	0.04	0.02	0.12	0.15	0.35
As at March 31,2019	0.15	0.22	0.06	0.20	0.20	0.82
As at April 01, 2019	0.15	0.22	0.06	0.20	0.20	0.83
Depreciation for the year	0.00	0.01	0.04	0.18	0.10	0.33
As at March 31,2020	0.15	0.23	0.10	0.38	0.30	1.16
Net Block						
As at March 31,2019	0.01	0.02	0.02	0.55	0.32	0.95
As at March 31,2020	0.01	0.01	0.15	0.85	0.22	1.25

Notes:

1 The total depreciation for the year 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(Refer note)

6 **Investment Property**

(INR in Million)

Particulars	Land	Total
Cost		
As at April 1,2018	1.24	1.24
Addition	-	-
Disposal	-	-
As at March 31, 2019	1.24	1.24
As at April 01, 2019	1.24	1.24
Addition	-	-
Disposal	-	-
As at March 31,2020	1.24	1.24

Note:

1 There is no income from above investment properties. Further, the company has not incurred any expenditure for above properties.

2 The aboveinvestment property consist of certain land purchased which is situated at Mehsana District, Gujarat has been mortgaged against 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 14)

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.

7 Intangible Assets

(INR in Million)

Particulars	Toll Collection Rights	Total Intangible Assets
Cost		
As at April 1,2018	10532.18	10532.18
Addition	-	-
Disposal	-	-
As at March 31,2019	10532.18	10532.18
As at April 01, 2019	10532.18	10532.18
Addition	-	-
Disposal	-	-
As at March 31,2020	10532.18	10532.18
Accumulated Amortisation		
As at April 1,2018	325.23	325.23
Charge for the Year	262.80	262.80
Disposal	-	-
As at March 31,2019	588.03	588.03
As at April 01, 2019	588.03	588.03
Charge for the Year	290.86	290.86
Disposal		
As at March 31,2020	878.89	878.89
Net Book Amount		
As at March 31,2019	9944.15	9944.15
As at March 31,2020	9653.29	9653.29

Note:

1 The Company has received an outright grant of INR 2115.00 Million from NHAI as equity support towards project.As per INDAS grant from NHAI has been considered as consideration towards development cost and 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 was completed in all respects and when the Company received the completion certificate from NHAI as specified in the Concession Agreement . Refer note 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 14)

5 Refer Note 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 15.75 years (P.Y.16.75 years)

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8 Cash and Cash Equivalent

	March 31,2020 (INR In Million)	March 31, 2019 (INR In Million)
Cash On Hand	0.56	4.10
Balance with Banks		
In Current Accounts	11.45	20.80
Total	12.01	24.90

Note: Balance with banks includes balances of Rs. 0.27 million (March 31, 2019: Rs. 0.02 million) lying in the Escrow Accounts, as per terms of borrowings with the lenders.

9 Other Financial Assets

	March 31,2020 (INR In Million)	March 31, 2019 (INR In Million)
Non Current Financial Assets		
Deposits	0.01	0.01
Total	0.01	0.01
Current Financial Assets		
Toll Receivable	0.03	1.27
Receivable from NHAI - Toll suspension	-	46.54
Receivable-Others	1.45	1.02
Total	1.48	48.83

Note:

1 Pursuant to demonetisation, concessioning authorities had announced suspension of toll collection at all roads from November 09, 2016 until March 2, 2016. Based on subsequent notification and provisions of Concession Agreement with the NHAI, the Company has claimed and recognised revenue of Rs. 78.53 Million during the year ended 31st March, 2017. The company has received INR 29.61 millions till 31st March, 2019.The amount of INR 2.39 millions was written off during FY 2018-19 and INR 46.54 million is written off in FY 2019-20

10 Current Tax Assets

	March 31,2020 (INR In Million)	March 31, 2019 (INR In Million)
TDS Receivable	0.10	
Total	0.10	-

11 Other Assets

	March 31,2020 (INR In Million)	March 31, 2019 (INR In Million)
Non Current Assets		
TDS Receivable	0.14	21.55
Total	0.14	21.55
Current Assets		
Unbilled Revenue	0.71	7.54
Prepaid Expenses	2.54	2.29
Balances from Government Authority-GST Receivable	0.34	1.31
Advance to Vendor	0.14	0.45
Total	3.73	11.59

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12 Equity Share Capital

	March 31,2020		March 31, 2019	
	No. of shares	(INR In Million)	No. of shares	(INR In Million)
Authorized Share Capital				
Equity Shares of Rs. 10 each	1,10,00,000	110.00	1,10,00,000	110.00
	1,10,00,000	**110.00**	**1,10,00,000**	**110.00**
Issued, Subscribed and fully paid up				
Equity Shares of Rs 10 each	1,07,68,000	107.68	1,07,68,000	107.68
	1,07,68,000	**107.68**	**1,07,68,000**	**107.68**

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

Particulars	March 31,2020		March 31, 2019	
	No. of shares	(INR In Million)	No. of shares	(INR In Million)
At the beginning of the year	1,07,68,000	107.68	1,07,68,000	107.68
Add: Issue during the year	-	-	-	-
Outstanding at the end of the year	**1,07,68,000**	**107.68**	**1,07,68,000**	**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, 2018: 10,768,000) are held by Sadbhav Infrastructure Project Limited - Holding Compay & its nominees.This includes 100 shares (Previous Year-100 shares) held by Sadbhav Engineering ltd-Ultimate Holding company , on behlaf of Sadbhav Infrastructure Project Ltd which is the benficial owner.

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

Particulars	March 31,2020		March 31, 2019	
	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	1,07,67,900	100%	1,07,67,900	100%
Total	1,07,68,000		1,07,68,000	

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.

13 Other Equity

		March 31,2020 (INR In Million)	March 31, 2019 (INR In Million)
13.1 Equity Component of Compound Financial Instrument - Sub Ordinate debts			
Balance as per last financial statement		993.12	993.12
Add: Addition during the year		1,900.30	-
Add: Adjust during the year		-	-
Balance at the end of the year	Total	2,893.42	993.12
13.2 Reserve and Surplus			
(Deficit) in statement of profit and loss			
Balance as per last financial statement		(2,817.55)	(1,650.79)
Add: loss for the year		(939.09)	(1,166.86)
Add / (Less): OCI for the year		0.03	0.10
Balance at the end of the year	Total	(3,756.61)	(2,817.55)
	Total	(863.19)	(1,824.43)

Note

1 The Project of the Company has been funded through sub ordinate debt 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 Promotors 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 and the same is considered as Equity Component of Compound Financial Instruments and classified as Other Equity based on terms of contract.

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14 Non Current Borrowings		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Secured*			
Rupee Term Loan		9,307.88	9,366.68
	Total	9,307.88	9,366.68
Less: Current maturities of non current borrowings			
Secured			
Rupee Term Loan		111.50	79.21
	Total	111.50	79.21
	Total Non-Current Borrowings	9196.38	9287.47

* Includes the effect of transaction cost paid to Lenders on upfront basis.

(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 i.e. 31st July, 2017

Term loans carry interest rate of 11.60 percent per annum except term loan from Canara Bank which carries interest rate of 12.80 percent per annum and Bank of India which carries interest rate of 14.50 percent per annum.

(iii) Details of Principal & Interest Default

Dute Date of Repyment	Amount
Jan-20	4.58
Feb-20	7.92
Total	12.5

Dute Date of Interest Payment	Amount
Dec-19	6.81
Jan-20	97.77
Feb-20	96.25
Total	200.83

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15 Provisions

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Non-current			
For Periodical Major Maintenance Expense (Refer note 30)		525.40	322.45
For Employees Benefit (Refer note 29)		1.46	0.91
	Total	526.86	323.36
Current			
Provision for Works Pending Completion (Refer Note 30)		19.91	19.91
Leave Salary Payable		0.15	0.14
	Total	20.06	20.05

16 Current Borrowings

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Short Term Loan from SIPL (Refer note 32)		-	1,670.60
Short Term Loan from SEL (Refer note 32)		119.00	
	Total	119.00	1,670.60

*Loan is repayable on demand / call notice from the lender and it carry interest of 11.20% per annum

17 Trade Payables

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Trade Payables (Refer note 32 and 35)			
-Dues to Micro & small enterprises			
-Dues to other		8.15	12.66
-Dues to related parties		123.76	113.17
	Total	131.92	125.84

18 Other Financial Liabilities

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Current			
Security Deposit		12.33	11.61
Current Maturities of Long Term Loan (Refer note 14)		111.50	79.21
Interest Accrued and Due to Banks		200.83	18.39
Interest Accrued but not Due to Banks		101.91	
Interest Accrued and Due on Borrowings to related party		2.25	227.75
Employee Emoluments Payable		2.12	2.25
	Total	430.94	339.21

19 Other Current Liabilities

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Statutory dues		3.60	3.44
	Total	3.60	3.44

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20 Revenue From Operations

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Revenue from Toll Collection (refer note below)	715.07	649.59
Utility Shifting Income	-	-
Change of Scope Income	-	9.46
Total	**715.07**	**659.05**

Pursuant to demonetisation, concessioning authorities had announced suspension of toll collection at all roads from November 09, 2016 until March 2, 2016. Based on subsequent notification and provisions of Concession Agreement with the NHAI, the Company has claimed and recognised revenue of Rs. 78.53 Million during the year ended 31st March, 2017. The company has received INR 29.61 millions till 31st March, 2019.The amount of INR 2.39 millions was written off during FY 2018-19 and INR 46.54 million is written off in FY 2019-20

Disaggregation of Revenue

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Revenue from Operation & Maintenance Services	715.07	649.59
Revenue from Construction Services	-	9.46
	715.07	**659.05**

20.1 Changes in amount of Contract Liabilities are as follows:

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Balance at the Beginning of the Year	-	-
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	-	-
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	-	-
Balance at the End of the Year	-	-

20.2 Changes in amount of Contract Assets are as follows:

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Balance at the Beginning of the Year	7.54	2.26
Amount transferred to trade receivables	(7.06)	-
Contract Assets recognised during the year	0.23	5.28
Balance at the End of the Year	**0.71**	**7.54**

20.3 Performance obligation:

Information about the company's performance obligation is summarised as below:

Operation & Maintenance Services

The performance obligation is satisfied over time as each toll road-user simultaneously receives and consumes the benefits provided by the Company. However, given the short time period over which the company provides road operating services to each road user (i.e. the duration of the time it takes the road user to travel the length of the toll road), the Company recognises toll revenue when it collects the tolls.

Construction Services

The performance obligation is satisfied over time as the assets is under control of concessioner (National Highway Authority of India) and they simultaneously receives and consumes the benefits provided by the Company. The Company received progressive payment toward provision of construction services.

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March 2020 are, as follows:

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Within one year	-	-
More than one year	-	-

20.4 Reconciliation of the amount of revenue recorded in statement of Profit & loss is not required as there are no adjustment to the contracted price.

21 Other Income

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Net Gain or Loss on financial assets measured at FVTPL		
Realized Gain	0.03	0.85
Interest on Income Tax Refund	2.18	4.43
Miscellaneous Income	-	0.63
Liabilities Written Back	229.89	
Total	**232.10**	**5.91**

* During the year,The Company has converted short term borrowing from Sadbhav Infrastructure Project Limited(SIPL) of INR 1900.30 mn into Sub Ordinate Debts and interest payable amounting to INR 227.75 million is written back.

22 Construction Expense

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Construction Expenses		-	8.69
	Total	-	8.69

23 Operating Expenses

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Major Maitenance Expense (Refer note 30)		165.22	136.96
Road and Toll Plaza Operation and Maintenance Expense		26.69	21.66
Power and Fuel		15.01	10.30
Security Expenses		10.77	10.91
Vehicle Expenses		3.16	4.04
	Total	220.85	183.87

24 Employee Benefits Expenses

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Salaries, wages and other allowances		24.63	22.12
Gratuity Expense		0.60	0.49
Contribution to Provident fund and other fund		2.48	1.97
Leave Salary Expenses		0.80	0.68
Staff welfare expenses		4.73	4.46
	Total	33.24	29.72

25 Finance Cost

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Interest Expenses on			
Rupee Term Loans from Banks		1,202.46	1,127.95
Loan from SIPL		23.77	167.95
Loan from SEL		2.50	-
		1,228.73	**1,295.90**
Other Borrowing cost			
Bank Charges		0.99	1.20
Amortisation of Processing Fees		4.03	5.00
		5.02	**6.20**
Unwinding of discount on provision(Refer note 15)		37.73	19.43
	Total	1,271.48	1,321.53

26 Other Expenses

		March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
Rent		1.06	1.07
Rates & Taxes		0.00	0.16
Repairs and Maintenance		5.22	6.58
Insurance		7.02	6.41
Legal and Professional fees		4.57	3.35
Auditors' remuneration (refer note below)		0.11	0.11
Director's Remuneration		3.00	3.00
Miscellaneous Expense		48.51	4.18
	Total	69.49	24.86

26.1 Auditors' remuneration comprises following:

	March 31,2020 (INR In Million)	March 31,2019 (INR In Million)
as Statutory Auditor	0.11	0.11
as Tax Auditor	0.00	0.00
For Certification	0.00	0.00
Total	0.11	0.11

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27 Income tax

A) Due to loss during the year, 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

Particulars	Balance sheet		Statement of Profit and Loss	
	March 31, 2020	March 31, 2019	2019-20	2018-19
Expenditure allowable over the period	11.96	12.97	1.01	0.86
Expenditure allowable on payment basis	(151.81)	(138.95)	12.86	32.95
Unused losses available for offsetting against future taxable income	139.86	125.98	(13.87)	(33.82)
Deferred tax expense/(income)			-	-
Net deferred tax assets/(liabilities)	-	-		
Deferred Tax Asset not recognized (Refer note 2 below)	987.98	744.91		

Note

1 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.

2 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 assest can be utilized.

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28 Earning Per Share (EPS):

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

	March 31, 2020 (INR In Million)	March 31, 2019 (INR In Million)
Net (Loss) attributable to equity holders:	(939.05)	(1,166.76)
Total no. of equity shares at the end of the year	1,07,68,000	1,07,68,000
Weighted average number of equity shares for basic and diluted EPS	1,07,68,000	1,07,68,000
Nominal value of equity shares	10	10
Basic and Diluted earning per share	**(87.21)**	**(108.35)**

29 Employee Benefits Disclosure:

A Defined Contribution Plans:

Amount of Rs 2.48 million (March 31, 2019: Rs 1.97 million) is recognised as expenses and included in Note no. Employee Benefits Expenses

	March 31, 2020 (INR In Million)	March 31, 2019 (INR In Million)
Contribution to Provident Funds	1.75	1.17
Contribution to ESIC	0.70	0.76
Contribution to Benevolent Fund	0.04	0.04
Total	**2.48**	**1.97**

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. 20,00,000 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 31/12/2035 whichever is earlier

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 determind based on actuarial valuation using the Project Unit Credit Method as prescibed by the Indian Accounting Standard - 19. Gratuity has been recognised in the financial statements as per details given below:

	March 31, 2020 (INR In Million)	March 31, 2019 (INR In Million)
Defined benefit obligations as at beginning of the year - A	**0.91**	**0.52**
Cost charged to statement of profit and loss		
Current service cost	0.53	0.44
Past service cost	-	-
Interest cost	0.07	0.04
Sub-total included in statement of profit and loss - B	**0.60**	**0.48**
Remeasurement gains/(losses) in other comprehensive income		
Actuarial Loss/(Gain) due to change in financial assumptions	0.09	0.02
Actuarial Loss/(Gain) due to change in demographic assumptions	(0.00)	-
Actuarial Loss/(Gain) due to experience	(0.12)	(0.11)
Benefits Paid	(0.02)	
Sub-total included in OCI - C	**(0.05)**	**(0.09)**
Defined benefit obligations as at end of the year (A+B+C)	**1.46**	**0.91**

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

	March 31, 2020	March 31, 2019
Discount rate	6.60%	7.35%
Salary Growth Rate	6.00%	6.00%
Withdrawal rate	15% at younger ages reducing to 3% at older ages	15% at younger ages reducing to 3% at older ages
Mortality rate	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

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

Particulars	**Sensitivity level**	**March 31, 2020 (INR In Million)**	**March 31, 2019 (INR In Million)**
Discount rate	0.50% increase	(0.05)	(0.04)
	0.50% decrease	0.07	0.04
Salary Growth Rate	0.50% increase	0.06	0.03
	0.50% decrease	(0.04)	(0.03)
Withdrawal rate	10% increase	(0.02)	(0.02)
	10% decrease	0.03	0.02

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 asssumptions occuring 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, 2020	INR in Million	%
2021	0.00	0.10%
2022	0.10	3.70%
2023	0.15	5.40%
2024	0.15	5.60%
2025	0.16	5.80%
2026 - 2030	0.65	24.00%

As at March 31, 2019	INR in Million	%
2020	0.00	0.10%
2021	0.00	0.10%
2022	0.07	3.90%
2023	0.11	6.00%
2024	0.12	6.20%
2025 - 2029	0.49	25.80%

The average duration of the defined benefit plan obligation at the end of the reporting period is 15.63 years (March 31, 2019: 16.62 years).

D Other employee benefit:

Salaries, Wages and Bonus include INR 0.80 million (Previous Year 0.68 million) towards provision made as per actual basis in respect of accumulated leave encashment/compensated absences.

30 Movement in Provisions:

Major Maintenance Reserve (Refer note)	March 31, 2020 (INR In Million)
Carrying amount as at 01.04.2019	**322.45**
Add: Provision made during the year	165.22
Add: Increase during the year in the discounted amount due to passage of time	37.73
Less: Amounts used during the year	-
Less: Unused amounts reversed during the year	-
Carrying amount as at 31.03.2020	**525.40**
Expected time of outflow	F.Y. 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.

Provision for Incomplete Work (Refer note)	March 31, 2020 (INR In Million)
Carrying amount as at 01.04.2019	**19.91**
Add: Provision made during the year	-
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 31.03.2020	**19.91**
Expected time of outflow	F.Y. 2020-2021

31 Contingent Liabilities / Commitments

(i) There are no contingent liabilities, pending litigations/ claims against the company as on March 31, 2020

(ii) There were no material commitments outstanding as on March 31, 2020

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32 Related Party Disclosures:

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

32.1 Name of the related parties and description of relationship :

Sr. No.	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)

32.2 Transactions with Related Parties during the year:

No.	Particulars	Note No	March 31, 2020 (INR in Million)	March 31, 2019 (INR in Million)
(i)	Interest Expense			
	SIPL	25	23.77	167.95
	SEL		2.50	
(ii)	Rent Expense			
	SEL	26	1.06	1.06
(iii)	Unsecured Loan including interest paid			
	SIPL	16	1.00	-
(iv)	Unsecured Loan Received			
	SIPL	16	230.70	604.95
	SEL		119.00	
(v)	Reimbursement of Expenses			
	SIPL	17	2.26	1.09

32.3 Balance outstanding as at the year end:

	Particulars	Note No	March 31, 2020 (INR in Million)	March 31, 2019 (INR in Million)
(i)	Subordinate Debt			
	SIPL		2,893.42	993.12
(ii)	Payable towards Interest Expenses			
	SIPL	18	-	227.75
	SEL		2.25	
(iii)	Payable towards Rent			
	SEL	17	2.83	1.86
(iv)	Payable towards Reimbursement of Expenses			
	SIPL	17	1.19	1.08
(v)	Payable towards Utility Shifting			
	SEL	17	40.29	40.29
(vi)	Payable towards Unsecured Loan			
	SIPL	16		1,670.60
	SEL		119.00	
(vii)	Payable towards Contract charges & COS			
	SEL	17	69.94	69.94
(viii)	Payable towards Retention Money & other deposits			
	SEL	18	9.50	9.69

* During the year,The Company has converted short term borrowing from Sadbhav Infrastructure Project Limited(SIPL) of INR 1900.30 mn into Sub Ordinate Debts and interest payable amounting to INR 227.75 mn is written back.

32.4 Terms and conditions:

a Outstanding balances towards rent and reimbursement are unsecured and will be settled as per the terms of the agreement. There is no gurantee given or received.

b 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.

c The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

33 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.

34 Disclosure for Ind AS-116 "Leases"

On March 30, 2019, the Ministry of Corporate Affairs (MCA) notified new Ind AS on leases, Indian Accounting Standard (Ind AS) 116 applicable from April 1, 2019. Ind AS 116 has been implemented w.e.f. April 1, 2019 and the associated disclosure requirements are applicable for financial statements for the year ended March 31, 2020. As per the Standard it is optional to apply the standard for short term leases (period of 12 months or less). Since the lease agreements are for a period of 11 months,The Company has availed the exception of short term leases. Apart from this, there are no other assets taken on lease.

Total amount of lease payments towards short term leases is Rs.1.06 Mn and shown as expense in the profit & Loss statement.

35 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.

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36 Disclosure of Financial Instruments by Category

(INR In Million)

Financial instruments by categories	Note no.	March 31, 2020			March 31, 2019		
		FVTPL	FVTOCI	Amortized cost	FVTPL	FVTOCI	Amortized cost
Financial asset							
Non Current Financials Asset	9			0.01			0.01
Cash & Cash Equivalents	8	-	-	12.01	-	-	24.90
Other Financial Assets	9	-	-	1.48	-	-	48.83
Total Financial Assets		-	-	13.50	-	-	73.74
Financial liability							
Long Term Borrowings	14	-	-	9,196.38	-	-	9,287.47
Short Term Borrowings	16	-	-	119.00	-	-	1,670.60
Trade Payables	17	-	-	131.92	-	-	125.84
Other Financial Liabilities	18	-	-	430.94	-	-	339.21
Total Financial Liabilities		-	-	9,878.24	-	-	11,423.12

37 Fair value disclosures for financial assets and financial liabilities and fair value hierarchy

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.

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

e.All resulting fairvalue estimates of above financial assets and liabilities are considered to be Level 3 in the fair value hierarchy due to unobservable inputs used in the valuation.

38 Financial instruments risk management objectives and policies

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.

(a) 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:
- 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, 2020 and March 31, 2019

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(b) 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 inherant business risk.

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

Particulars	31.03.2020	31.03.2019
Variable rate borrowings in INR	9,307.88	9,366.68

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:

Sensitivity analysis

Interest Rate Risk Analysis	Impact on profit/ loss after tax	
	31.03.2020	31.03.2019
Interest rate increase by 25 basis point	(23.27)	(23.27)
Interest rate decrease by 25 basis point	23.27	23.27

(c) 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

(INR in Million)

As at March 31, 2020	Total Amount	On Demand	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Current Borrowings	9,353.87	-	115.41	166.24	1,116.21	7,956.01
Trade Payables	131.92	-	131.92	-	-	-
Current Borrowings	119.00	119.00	-	-	-	-
Other Financial Liabilities	319.44	-	319.44	-	-	-

(INR in Million)

As at March 31, 2019	Total Amount	On Demand	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Current Borrowings	9,416.58	-	83.12	95.00	688.72	8,549.74
Trade Payables	125.84	-	125.84	-	-	-
Current Borrowings	1,670.60	1,670.60	-	-	-	-
Other Financial Liabilities	260.00	-	260.00	-	-	-

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 asets disclosed in the Note no. 37

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(d) 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, 2020 is INR 1.49 million and March 31, 2019 is INR 48.84 million

39 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 debit equity ratio which does not exceed 75:25, 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, 2020 (INR in Million)	March 31, 2019 (INR in Million)
Non Current Borrowings (Refer note 14)		9,353.87	9,416.58
Current Borrowings (Refer note 16)		119.00	1,670.60
	Total Debts - A	**9,472.87**	**11,087.18**
Equity Share Capital (Refer note 12)		107.68	107.68
Equity Component of Compound Financial Instruments (Refer note 13.1)		2893.42	993.12
Grant from NHAI		2115.09	2115.09
	Total Equity - B	**5,116.19**	**3,215.89**
	Debt equity ratio (A/B)	**1.85**	**3.45**

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40 Disclosure pursuant to Appendix - D to Ind AS 115 - " Revenue from Contract with Customers"

40.1 Description and classification of the arrangment

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.

40.2 Significant Terms of the arrangements

40.2.1 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.

40.2.2 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.

40.3 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.

40.4 Obligation of the Company

a The comapny 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 augmetation 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.

40.5 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.

40.6 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.

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

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NEW DELHI
Chartered Accountants

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AHMEDABAD

40.8 As per the Concession Agreement; the Concessionaire, in case any force majeure event occurs after COD, whereupon the Concessionaire is unable to collect fee despite making best efforts or it is directed by authority to suspend the collection thereof during the subsistence of such force majeure event, the Concession periodshall be extended by a period equal in length to the period during which the concessionaire was prevented from collection of fee on account thereof, provided that in the event of partial collection of fee where the daily collection is less than 90% of average daily fee, the authority shall extend the concession period in proportion to loss of fee on daily basis.Refer note 43.

41 **Disclosure pursuant to Ind AS 36 "Impairment of Assets**
Based on a review of the future discounted cash flows of the project facility, the recoverable amount is higher than the carrying amount and hence no provision for impairment is made for the year.

42 The company has accumulated losses of INR 3756.59 million (March 31, 2019: INR 2817.55 million) as at the March 31, 2020, which have resulted in erosion of the company's net worth. The Company has been able to meet its obligations in the ordinary course of the business complimented by the continuing financial support offered from its promoters i.e. SIPL & SEL.inorder to support the company , in the current year SIPL has waived its right to receive the outstanding interest and has converted the loan into interest free subordinate debt. Moreover the promoter has also entered in an arrangement with the lenders of one of the subsidiary wherein they shall allow the funding of equity in RHTPL Accordingly, these financial statements have been prepared assuming that the Company will continue as a going concern.

43 The COVID-19 pandemic is rapidly spreading across the world as well as in India and has caused shutdown accross the country. The Company has resumed operations in a phased manner in line with the directives of the Government of India. The management has made initial assessment of likely adverse impact on business, and believes that the impact may not be significant over the terms of its contracts. The Company is in the process of filing of claims for appropriate relief as per the terms of concession agreement with NHAI and has also availed the relief provided by its lenders by way of moratorium on certain principal / interest payment. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the company, as at date of approval of these financial statements has used corroborative information. As on current date, the company has concluded that the impact of Covid-19 is not material based on the evaluations. Due to the nature of the pandemic, the company will continue to monitor developments to identify significant uncertainties in future periods, if any. The management does not see any long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due.

44 The Company does not have any transaction to which the provision of Ind AS-2 relating to "Valuation of Inventories" applies.

45 In the opinion of the Board, the current assets, loans & advances, have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

46 Previous year figures are regrouped/reclassified wherever required to make them comparable with current year figures.

The accompanying notes are an integral part of these financial statements
As per our report of even date

For Gianender & Associates
Chartered Accountants
ICAI Firm Registration No. 004661N

GIANENDER & ASSOCIATES NEW DELHI Chartered Accountants

Shashank Agrawal
Partner
Membership No.536670

Place : New Delhi
Date: July 03,2020

ROHTAK HISSAR TOLLWAY PVT. LTD. AHMEDABAD

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

(Vikas Birla)	**(Niketan Patel)**
Director	**Director**
DIN: 08754581	**DIN: 08752536**
(Kalpesh Shah)	Radhika **(Radhika Raninga)**
Chief Finance Officer	**Company Secretary**
	M.no. -A43256

Place : New Delhi
Date: July 03,2020