# MAHARASHTRA BORDER CHECK POST NETWORK LIMITED

Ind AS financial statement
for the period ended March 31, 2019

S R B C & CO LLP
Chartered Accountants

21st Floor, B Wing, Privilon
Ambli BRT Road, Behind Iskcon Temple
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Tel : +91 79 6608 3900

# INDEPENDENT AUDITOR'S REPORT

To the Members of Maharashtra Border Check Post Network Limited

## Report on the Audit of the Ind AS Financial Statements

### Opinion

We have audited the accompanying Ind AS financial statements of Maharashtra Border Check Post Network Limited ("the Company"), which comprise the Balance sheet as at March 31 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as 'Ind AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") 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, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the 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 financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

### Emphasis of Matter

We draw attention to Note 41 of the Ind AS financial statement in respect of accounting of Intangible Asset / Intangible Assets under Development of INR 2,228.84 million (31 March 2018: 2,212.30 million) under the Service Concession Arrangement of the company, based upon recommendation made by the project lenders' engineer and technical experts appointed by project authorities. Pending final approval by the Government of Maharashtra, no adjustments are considered necessary in these Ind AS financial statement. Our opinion is not modified in respect of this matter.

### Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors 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.

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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 such other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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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 Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors 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 the board of directors 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 Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2019; and

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(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements - Refer Note 35 to the Ind AS financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

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

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101794

Place of Signature: Ahmedabad
Date: May 25, 2019

Annexure 1 referred to in Paragraph 1 of Report on Other Legal and Regulatory Requirements of our report of even date of Maharashtra Border Check Post Network Limited for the year ended March 31, 2019.

(i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of property plant & equipment;

b) The property plant & equipment's have been physically verified by the management during the year which in our opinion is reasonable considering the nature and size of its assets. No material discrepancies were noticed on such verification;

c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the company;

(ii) The Company is in the business of development, construction as well as operation & maintenance of infrastructure projects, which does not require it to hold any inventory. Accordingly, the requirements under clause 3(ii) of the Order are not applicable to the Company and hence not commented upon;

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnership or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

(iv) In our opinion and according to the information and explanations given to us, there are no loans given in respect of which provisions of section 185 of the Act are applicable and hence not commented upon. Further, based on the information and explanations given to us, being an Infrastructure Company, provision of section 186 of the Act is not applicable to the Company and hence not commented upon.

(v) The Company has not accepted any deposits within the meaning of section 73 to 76 of the Act and the Companies (Acceptance of deposits) rules, 2014 (as amended). Accordingly, the provision of clause 3(v) of the order are not applicable and hence not commented upon.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act, related to construction of road and infrastructure projects related services, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) a) According to information and explanations given to us and on the basis of examination of the records of the company provided to us, amounts deducted/accrued in the books of account in respect of Undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, cess and other statutory dues applicable to it are generally regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us there are no dues payable on account of duty of customs during the year.

b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employee's state Insurance, income-tax, goods and services tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

c) According to the information, explanations and records of the Company, the dues outstanding of income tax, goods and services tax, value added tax and other material statutory dues on account of any dispute, are as follows:

| Name of the Statue | Nature of the dues | Amount (INR in Million) | Period to which the amount relates | Forum where the dispute is pending |
|---|---|---|---|---|
| Maharashtra Value Added Tax Act, 2002 | Maharashtra Value Added Tax * | 23.76 | FY 2009-10 to FY 2013-14 | Joint Commissionaire of Sales Tax (Appeal), Mumbai |

* net of INR 1.00 million paid under protest.

(viii) In our opinion and according to information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or borrowings from bank. The Company did not have any dues payable to the financial institution, debenture holders and government during the year.

(ix) In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of term loans for the purpose for which they were raised. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the Company has not paid or provided any remuneration to the manager or directors appointed under the Act and hence the provision of section 197 read with Schedule V to the Act has been complied.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the Ind AS financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence reporting requirement under clause 3(xiv) are not applicable to the company and not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act and hence not commented upon.

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(xvi) According to the information and explanations given to us, the company is not required to be registered under section 45IA of Reserve Bank of India Act, 1934 and hence reporting requirement under clause 3(xvi) are not applicable to the company and not commented upon.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974

Place of Signature: Ahmedabad
Date: May 25, 2019

S R B C & CO LLP
Chartered Accountants

Annexure 2 of the Independent Auditor's Report of even date on the Ind AS Financial Statements of Maharashtra Border Check Post Network Limited

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

We have audited the internal financial controls over financial reporting of Maharashtra Border Check Post Network Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect

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the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements 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, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2019, 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 S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Sukrut Mehta

per Sukrut Mehta
Partner
Membership Number: 101974

S R B C & CO LLP ★ CHARTERED ACCOUNTANTS

Place of Signature: Ahmedabad
Date: May 25, 2019

## Maharashtra Border Check Post Network Limited
## Balance Sheet as at March 31, 2019

| Particulars | Note No. | As at March 31, 2019 INR in Million | As at March 31, 2018 INR in Million |
|---|---|---|---|
| ASSETS | | | |
| 1 Non-Current Assets | | | |
| (a) Property, plant and equipments | 5 | 66.91 | 61.69 |
| (b) Intangible assets | 6 | 14,046.53 | 12,242.42 |
| (c) Intangible assets under development | 6 | 929.57 | 2,889.49 |
| (d) Other assets | 9 | 98.52 | 97.85 |
| Total non-current assets | | 15,141.53 | 15,291.45 |
| 2 Current Assets | | | |
| (a) Financial assets | | | |
| (i) Cash and bank balances | 7 | 87.85 | 70.57 |
| (ii) Other financial assets | 8 | 9.00 | 6.39 |
| (b) Other assets | 9 | 6.04 | 40.17 |
| Total current assets | | 102.89 | 117.13 |
| Total Assets | | 15,244.42 | 15,408.58 |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| Equity share capital | 10 | 0.50 | 0.50 |
| Other equity | 11 | 3,481.54 | 3,062.36 |
| Total equity | | 3,482.04 | 3,062.86 |
| LIABILITIES | | | |
| 1 Non-current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 12 | 11,050.15 | 9,918.74 |
| (b) Provisions | 14 | 11.15 | 7.88 |
| Total non-current liabilities | | 11,061.30 | 9,926.62 |
| 2 Current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 13 | 120.31 | 773.27 |
| (ii) Trade payables | 15 | | |
| - Total outstanding dues of micro and small enterprises | | - | - |
| - Total outstanding dues of creditors other than micro and small enterprises | | 173.20 | 159.36 |
| (iii) Other financial liabilities | 16 | 376.26 | 1,478.56 |
| (b) Other liabilities | 17 | 28.42 | 5.88 |
| (c) Provisions | 14 | 2.89 | 2.03 |
| Total current liabilities | | 701.08 | 2,419.10 |
| Total Equity and Liabilities | | 15,244.42 | 15,408.58 |
| Summary of significant accounting policies | 3 | | |

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

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date : May 25, 2019
Place: Ahmedabad

For and on behalf of the Board of Directors of
Maharashtra Border Check Post Network Limited

Nitin R. Patel
Director
DIN : 00466330

Vasistha Patel
Director
DIN : 00048324

Date : May 25, 2019
Place: Ahmedabad

Maharashtra Border Check Post Network Limited

Statement of Profit and Loss for the year ended March 31, 2019

| Particulars | Note No. | March 31,2019 INR In Million | March 31,2018 INR In Million |
|---|---|---|---|
| INCOME | | | |
| I Revenue from operations | 18 | 2,519.43 | 2,979.37 |
| II Other income | 19 | 6.08 | 0.78 |
| III Total Income (I + II) | | 2,525.51 | 2,980.15 |
| EXPENSES | | | |
| a. Construction expenses | 20 | 34.78 | 866.34 |
| b. Operating expenses | 21 | 384.14 | 306.44 |
| c. Employee benefits expenses | 22 | 164.07 | 135.66 |
| d. Finance cost | 23 | 1,181.60 | 1,346.23 |
| e. Depreciation and amortization | 24 | 371.24 | 265.64 |
| f. Other expenses | 25 | 73.01 | 47.00 |
| IV Total Expenses | | 2,208.85 | 2,967.31 |
| V Profit before tax (III-IV) | | 316.66 | 12.84 |
| VI Tax Expense | 26 | | |
| Current tax | | - | - |
| Deferred tax | | - | - |
| VII Total tax expenses | | - | - |
| VIII Profit for the year (V-VII) | | 316.66 | 12.84 |
| Other Comprehensive Income | | | |
| Other comprehensive income not to be reclassified to profit or loss in subsequent periods : | | | |
| Remeasurements (losses) on defined benefit plans (net of tax) (refer note 31) | | (0.48) | (0.21) |
| Income tax effect | | - | - |
| IX Total other comprehensive income / (loss) for the year (net of tax) | | (0.48) | (0.21) |
| X Total Comprehensive Income for the year, net of tax (VIII+IX) | | 316.18 | 12.63 |
| Earning per share [Face value of share INR 10/-] | | | |
| Basic and Diluted (in INR) | 29 | 6,333.20 | 256.86 |
| Summary of significant accounting policies | 3 | | |

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

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date : May 25, 2019
Place: Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Maharashtra Border Check Post Network Limited

Nitin R. Patel
Director
DIN : 00466330

Vasistha Patel
Director
DIN : 00048324

Date : May 25, 2019
Place: Ahmedabad

Maharashtra Border Check Post Network Ltd.

Maharashtra Border Check Post Network Limited
Statement of Changes in Equity for the year ended March 31, 2019

A Equity Share Capital

| Equity shares of INR 10 each issued, subscribed and fully paid (note 10) | Number of Shares | INR In Million |
|---|---|---|
| As at April 1, 2017 | 50,000 | 0.5( |
| Add/(Less): Changes during the year | - | - |
| As at March 31, 2018 | 50,000 | 0.5( |
| Add/(Less): Changes during the year | - | - |
| As at March 31, 2019 | 50,000 | 0.5( |

B Other Equity

(INR in Millior

| Particulars | Equity Component of Compound Financial Instrument (note 11) | Reserves and Surplus | Total |
|---|---|---|---|
| | | Retained Earning (note 11) | |
| As at April 01, 2017 | 4,165.39 | (1,465.66) | 2,699.7: |
| Profit for the year | - | 12.84 | 12.8‹ |
| Other comprehensive income / (loss) for the year | - | (0.21) | (0.2: |
| Addition during the year | 350.00 | - | 350.0( |
| As at March 31, 2018 | 4,515.39 | (1,453.03) | 3,062.3( |
| As at April 01, 2018 | 4,515.39 | (1,453.03) | 3,062.3( |
| Profit for the year | - | 316.66 | 316.6( |
| Other comprehensive income / (loss) for the year | - | (0.48) | (0.4ε |
| Addition during the year | 103.00 | - | 103.0( |
| As at March 31, 2019 | 4,618.39 | (1,136.85) | 3,481.5‹ |

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

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Place: Ahmedabad
Date : May 25, 2019

For and on behalf of the Board of Directors of
Maharashtra Border Check Post Network Limited

Nitin R. Patel
Director
DIN : 00466330

Vasistha Patel
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Maharashtra Border Check Post Network Ltd. *

Maharashtra Border Check Post Network Limited

Cash Flow Statement for the year ended March 31, 2019

| Particulars | | March 31, 2019 INR In Million | March 31, 2018 INR In Million |
|---|---|---|---|
| **(A) Cash flows from operating activities** | | | |
| **Net Profit / (Loss) before tax** | | 316.66 | 12.84 |
| *Adjustments to reconcile profit before tax to net cash flows:* | | | |
| Depreciation and amortisation | | 371.24 | 265.64 |
| Interest and other borrowing cost | | 1,181.60 | 1,346.23 |
| Interest income on fixed deposits | | (0.30) | - |
| Gain on disposal of property, plant and equipment | | (0.06) | - |
| Gain on sale of units in mutual funds | | (4.37) | (0.78) |
| **Operating profit before working capital changes** | | 1,864.77 | 1,623.93 |
| *Working Capital Changes:* | | | |
| (Increase) in trade receivable and financial assets | | (2.61) | (0.63) |
| Decrease / (increase) in other assets | | 32.55 | (39.35) |
| Increase in trade payables | | 13.84 | 28.21 |
| (Decrease)/ increase in financial liabilities | | (4.35) | 12.35 |
| Increase / (decrease) in other liabilities | | 22.54 | (4.10) |
| Increase in provisions | | 4.14 | 2.97 |
| **Cash generated from operating activities** | | 1,930.89 | 1,623.38 |
| Direct taxes paid (net of refund) | | (0.16) | (0.04) |
| **Net cash flow generated from operating activities** | (A) | 1,930.73 | 1,623.34 |
| **(B) Cash flows from investing activities** | | | |
| Payment for Purchase of property plant and equipment | | (15.00) | (10.36) |
| Proceeds from sale of property, plant and equipment | | 0.12 | - |
| Payment for Purchase of Intangible assets (including intangible assets under development) | | (1,319.54) | (351.98) |
| Purchase of units in mutual funds | | (1,453.60) | (614.40) |
| Proceeds from sale of units in mutual funds | | 1,457.97 | 615.18 |
| Investment in fixed deposits | | (13.08) | - |
| Realisation of fixed deposits | | 13.08 | - |
| Interest received on fixed deposits | | 0.30 | - |
| **Net cash (used) in investing activities** | (B) | (1,329.75) | (361.56) |
| **(C) Cash flows from financing activities** | | | |
| Proceeds from long term borrowings | | 1,478.59 | 10,409.61 |
| Repayment of long term borrowings | | (263.07) | (10,918.36) |
| Proceeds from sponsors contribution (sub-ordinate debt) | | 103.00 | - |
| Proceeds from current borrowings | | 1,160.37 | 1,040.62 |
| Repayment of current borrowings | | (1,813.33) | (531.02) |
| Interest and other borrowing cost paid | | (1,249.30) | (1,215.38) |
| **Net cash (used) in financing activities** | (C) | (583.70) | (1,214.53) |
| **Net increase in cash and cash equivalents** | ( A + B + C) | 17.28 | 47.25 |
| Cash and cash equivalents at beginning of the year | | 70.57 | 23.32 |
| **Cash and cash equivalents at end of the year** | | 87.85 | 70.57 |

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Maharashtra Border Check Post Network Limited
Cash Flow Statement for the year ended March 31, 2019

Notes:

(i) Components of cash and cash equivalents (refer note 7)

| | March 31, 2019 INR in Million | March 31, 2018 INR in Million |
|---|---|---|
| Cash on hand | 19.97 | 11.03 |
| Balances with banks in current accounts | 67.88 | 59.54 |
| Cash and cash equivalents | 87.85 | 70.57 |

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

(iii) During the previous year, the company has converted its short term loan of INR 350.00 Million into sub ordinate debts. Thus the impact of these transaction have not been given in the cash flow statement.

(iv) Changes in liabilities arising from financing activities

(INR in Million)

| Particulars | April 1, 2018 | Net cash flow | Change in fair value | Others* | 31-Mar-19 |
|---|---|---|---|---|---|
| Non-current borrowings (including current maturities) | 10,143.22 | 1,215.52 | 9.34 | (65.80) | 11,302.29 |
| Current borrowings | 773.27 | (652.96) | - | - | 120.31 |
| Interest accrued | 57.09 | (1,249.30) | - | 1,238.60 | 46.39 |
| Total | 10,973.58 | (686.74) | 9.34 | 1,172.80 | 11,468.99 |

(INR in Million)

| Particulars | April 1, 2017 | Net Cash flow | Change in fair value | Others* | March 31, 2018 |
|---|---|---|---|---|---|
| Non-current borrowings (including current maturities) | 10,570.75 | (508.75) | 143.38 | (62.17) | 10,143.21 |
| Current borrowings | 613.67 | 159.60 | - | - | 773.27 |
| Interest accrued | 7.45 | (1,153.21) | - | 1,202.85 | 57.09 |
| Total | 11,191.87 | (1,502.36) | 143.38 | 1,140.68 | 10,973.58 |

* Others represent transaction cost paid to lender on upfront basis as well interest accrued during the year.

(v) Figures in brackets represent outflows.

As per our report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Place: Ahmedabad
Date : May 25, 2019

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For and on behalf of the Board of Directors of
Maharashtra Border Check Post Network Limited

Nitin R. Patel
Director
DIN : 00466330

Vasistha Patel
Director
DIN : 00048324

Place: Ahmedabad
Date : May 25, 2019

Maharashtra Border Check Post Network Ltd. *

Maharashtra Border Check Post Network Limited

Notes to Financial Statement for the year ended March 31, 2019

1. **Company information:**

Maharashtra Border Check Post Network Limited ("the Company") is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. It's a whole owned subsidiary of Sadbhav Infrastructure Project Limited which is listed on two recognized stock exchanges in India. The registered office of the company is located at "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad – 380 006.

The Company was incorporated as a Special Purpose Vehicle (SPV) in March, 2009, to implement a project envisaging construction, operation and maintenance and handing over of Modernization & Computerization of Integrated Border Check post's at 22 locations (hereinafter referred to as "the Project") with private sector participation on Build, Operate and Transfer (BOT) basis and has carried out feasibility study for the Project. As at 31st March, 2019, the company has achieved provisional certificate of completion for 22 check posts out of total 22 check posts as per Concession agreement. The collection of service fees have been started in 18 BCP as per directive of MSRDC. Further, the company has also received general resolution from government of Maharashtra for construction of additional 2 Check post on BOT basis.

The financial statements were authorized for issue in accordance with a resolution of the directors on May 25, 2019.

2. **Basis of preparation:**

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

These financial statements have been prepared on a historical cost convention and on an accrual basis, except for the followings assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),

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

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 realized or intended to be sold or consumed in the normal operating cycle;
- Expected to be realized within twelve months after the reporting period;
- Held primarily for the purpose of trading; 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.

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Maharashtra Border Check Post Network Ltd. *

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;
- Held primarily for the purpose of trading; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

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 Arrangement**

**User Fee 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 recognized 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 recognized and classified as intangible assets. Such an intangible asset is recognized 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 User Fee collection rights**

The intangible assets which are recognized in the form of User Fee 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 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.

**3.3 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

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Maharashtra Border Check Post Network Ltd. *

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.

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 derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition 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 de-recognized.

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 are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

3.4 Intangible assets:

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, Intangible assets are carried at cost less accumulated amortization 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 amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization 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 amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the Statement of Profit and Loss.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is

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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 recognized in the Statement of Profit and Loss when the asset is derecognized.

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

### 3.5 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 fair value less costs to sell and its value in use. The recoverable amount is determined for an individual asset which is based on the discounting of estimated future cash flows 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. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The impairment loss is recognized in the statement of profit and loss.

The Company bases its impairment calculation on detailed budgets and forecasts calculation (DCF method). 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 as and when circumstances indicate that the carrying value may be impaired

### 3.6 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 Company 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) User fee collection revenue

Revenue from check post operation service is recognized over a period as and when the traffic passes through check posts. However, given the short period over which the company provides check post operation services to each vehicle passes through check posts, the company recognize user fees revenue when it collects the user fee as per rates notified by Maharashtra Government. Goods and Service tax collected on behalf of the government is not an economic benefit flowing to the company. Hence, it is excluded from revenue.

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ii) Construction Services

Revenue from construction services is recognized 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 recognized 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.

iii) Contract Balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to customer. If the company performs by transferring goods or services to a customer before the 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 the obligation to transfer goods or services to a customer for which the company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the company performs under the contract.

3.7 Other Income

Profit 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.

Interest Income

Interest income primarily comprise of interest from deposit with bank. Interest Income is recorded using the effective interest rate (EIR). The EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, 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 (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend

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

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. Investment income earned on temporary investment of specific borrowing pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. 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 as defined in Indian Accounting Standard 23 – Borrowing Cost.

### 3.9 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is assessed for whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

**Company as lessee**

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the company is classified as a finance lease. An operating lease is a lease other than a finance lease.

Operating lease payments are recognized 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.

### 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.

**ii. Subsequent measurement of financial assets**

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

- Financial assets at amortized cost
- 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 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 recognized as an impairment gain or loss in profit or loss.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:
- Other receivables

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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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.

All financial liabilities are recognized initially at fair value, in case of loan and borrowings and payable, fair value is reduced by 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 fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss (FVTPL).

  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 on changes in fair value of such liability are recognized in the statement of profit or loss.

- **Loans and Borrowings**

  After initial recognition, interest-bearing borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

  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 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.

iii. **Derecognition of financial liabilities**

A financial liability (or a part of a financial liability) is derecognized from its balance sheet when the obligation specified in the contract is discharged or cancelled or expired.

When an existing financial liability is replaced by another liability 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 de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amount is recognized in the statement of profit or loss.

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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 recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

## 3.11 Fair Value Measurement

The company measures financial instruments such as 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 recognized 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.

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The company's management determines the policies and procedures for both recurring fair value measurement.

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.

### 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 and employee state insurance 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 recognized and charged to statement of profit & loss account during the period in which the employee renders the related service.

(ii) Defined benefit plan

The employee's gratuity scheme is a defined benefit plan. 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.

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 are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (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 recognizes the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

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- 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 month 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 recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current income tax are recognized 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 recognized 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 recognized 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 check posts. The current year is seventh year of company's operation and it propose to start claiming tax holiday in the

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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 recognized in the year in which the timing difference originate. 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 originate 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 utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized 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

Provisions are 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 any.

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

### 3.15 Contingent liabilities

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. Contingent liabilities are reviewed at each balance sheet date.

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**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, which is 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 per share**

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

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

**3.18 Segment reporting**

Based on management approach as defined in Indian Accounting Standard 108 – Operating Segment, Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker for evaluation of Company's performance.

**3.19 Changes accounting policies and disclosure**

**New and amended standards**

The Company applied Ind AS 115 for the first time. The nature and effect of the changes as a result of adoption of these new accounting standards are described below.

**<u>Ind AS 115 Revenue from Contracts with Customer</u>**

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Company adopted Ind AS 115 using the modified retrospective method of adoption. There were no significant adjustments required to the retained earnings as at April 01, 2018. The adoption of the standard did not have any material impact on these financial statements.

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Several other amendments and interpretations apply for the first time in March 2019, but do not have an impact on the financial statements of the Company. The Company has not early adopted any standards or amendments that have been issued but are not yet effective.

4. **Significant accounting judgments, 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.

**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.

Taxes

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

**Intangible Assets**

The intangible assets which are recognized in the form of service fee collection 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.

**Revenue from contract with customer**

The Company use the input method for recognize construction revenue. Use of the input method require the company to estimate the efforts or costs expended to the date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion of performance obligation as there is a direct relationship between input and productivity. Provision for estimated losses, if any, on uncompleted performance obligation are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

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5 Property, Plant and Equipments

(INR In Milli

| Particulars | Building | Machinery & Equipments | Computers | Furniture & Fixtures | Vehicles | Office Equipments | Total |
|---|---|---|---|---|---|---|---|
| Gross block | | | | | | | |
| As at April 01, 2017 | 53.21 | 2.35 | 1.22 | 4.38 | 3.16 | 10.81 | 75. |
| Addition | - | 1.16 | 0.20 | - | 0.10 | 8.90 | 10. |
| Disposal / adjustment | - | - | - | - | - | - | - |
| As at March 31, 2018 | 53.21 | 3.51 | 1.42 | 4.38 | 3.26 | 19.71 | 85. |
| Addition | - | 1.39 | 1.57 | 0.77 | 2.34 | 8.93 | 15. |
| Disposal / adjustment | - | - | - | - | (0.93) | - | (0. |
| As at March 31, 2019 | 53.21 | 4.90 | 2.99 | 5.15 | 4.67 | 28.64 | 99. |
| Accumulated Depreciation | | | | | | | |
| As at April 01, 2017 | 5.05 | 0.73 | 0.65 | 1.96 | 1.11 | 5.23 | 14, |
| Charge for the year | 2.34 | 0.29 | 0.36 | 0.78 | 0.59 | 4.70 | 9, |
| On disposal / adjustment | - | - | - | - | - | - | - |
| As at March 31, 2018 | 7.39 | 1.02 | 1.01 | 2.74 | 1.70 | 9.93 | 23, |
| Charge for the year | 2.23 | 0.55 | 0.37 | 0.61 | 0.48 | 5.49 | 9. |
| On disposal / adjustment | - | - | - | - | (0.87) | - | (0. |
| As at March 31, 2019 | 9.62 | 1.57 | 1.38 | 3.35 | 1.31 | 15.42 | 32, |
| Net Block | | | | | | | |
| As at March 31, 2018 | 45.82 | 2.49 | 0.41 | 1.64 | 1.55 | 9.78 | 61, |
| As at March 31, 2019 | 43.59 | 3.33 | 1.61 | 1.80 | 3.36 | 13.22 | 66. |

Notes:

(i) The Company has elected to continue with the carrying value for all of its property, plant and equipments as recognised in its previous GAAP financial (Indian account principle generally accepted in India as prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014), as deemed cost at the transiti date i.e. April 1, 2015 as per option permitted under Ind AS 101 for the first time adoption.

(ii) Property Plant and Equipments has been pledged against non-current borrowings in order to fulfill the collateral requirement for the Lenders. (refer note 12).

6 Intangible assets and Intangible assets under development

(INR in Million

| Particulars | User Fees Collection Right | Total Intangible Assets | Intangible Assets unde Developmen |
|---|---|---|---|
| Gross block | | | |
| As at April 01, 2017 | 12,918.76 | 12,918.76 | 1,830. |
| Addition | 62.40 | 62.40 | 1,121. |
| Deletion / Adjustment | - | - | (62. |
| As at March 31, 2018 | 12,981.16 | 12,981.16 | 2,889. |
| Addition | 2,165.62 | 2,165.62 | 214. |
| Deletion / Adjustment | - | - | (2,174. |
| As at March 31, 2019 | 15,146.78 | 15,146.78 | 929. |
| Accumulated amortization | | | |
| As at April 01, 2017 | 482.15 | 482.15 | - |
| Charge for the year | 256.59 | 256.59 | - |
| On Disposal / adjustments | - | - | - |
| As at March 31, 2018 | 738.74 | 738.74 | - |
| Charge for the year | 361.51 | 361.51 | - |
| On Disposal / adjustments | - | - | - |
| As at March 31, 2019 | 1,100.25 | 1,100.25 | - |
| Net Block | | | |
| As at March 31, 2018 | 12,242.42 | 12,242.42 | 2,889.4 |
| As at March 31, 2019 | 14,046.53 | 14,046.53 | 929.5 |

Note:

(i) User fees collection rights of Border Check Post is capitalised when the respective Border Check Post is complete in all respects as well as receives the completion certifica from the authority as specified in the Concession Agreement. Refer note 38 for detail additional disclosure pursuant to Appendix-E to Ind AS - 115 "Service Concessi Arrangement" ('SCA').

(ii) User fee collection right has been pledged against non-current borrowings in order to fulfil the collateral requirement of the Lenders. (refer note 12).

iii) The remaining amortisation period for the service fees collection rights at the end of the reporting period is 14.51 years (March 31, 2018: 15.51 years).

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7 Cash and bank balances

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Cash and bank equivalents | | |
| Cash on hand | 19.97 | 11.03 |
| Balance with bank in current accounts # | 67.88 | 59.54 |
| Total | 87.85 | 70.57 |

# Balance with bank includes balance of INR 1.19 million (March 31, 2018: INR 3.71 million) lying in the escrow accounts which is usable as per terms of borrowings with the lenders.

8 Other current financial assets (unsecured, considered good)

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Security deposits | 7.78 | 5.19 |
| Others | 1.22 | 1.20 |
| Total | 9.00 | 6.39 |

9 Other assets

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Non current | | |
| Deferred GST credit (refer note below) | 95.21 | 93.63 |
| Capital advances | 2.05 | 3.12 |
| Tax paid under protest (refer note 35) | 1.00 | 1.00 |
| Advance Income Tax (net of provision) | 0.26 | 0.10 |
| Total (A) | 98.52 | 97.85 |
| Current | | |
| Prepaid expenses | 2.63 | 2.59 |
| Advances to suppliers | 1.59 | 4.18 |
| Tax credit receivable | 0.51 | 32.05 |
| Advances to employees | 1.32 | 1.35 |
| Total (B) | 6.04 | 40.17 |
| Total (A+B) | 104.56 | 138.02 |

Notes :
The Goods and Services tax (GST) credit of INR 95.21 million (March 31, 2018: INR 93.63 million) on works contract for construction of building and civil infrastructure have been accounted as deferred GST credit which is subject to assessment made by the statutory authority.

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10 Equity share capital

| | March 31,2019 No. of shares | March 31,2019 (INR In Million) | March 31,2018 No. of shares | March 31,2018 (INR In Million) |
|---|---|---|---|---|
| Authorized share capital | | | | |
| Equity shares of INR 10 each | 50,000 | 0.50 | 50,000 | 0.50 |
| Total | 50,000 | 0.50 | 50,000 | 0.50 |
| Issued, subscribed and fully paid up | | | | |
| Equity shares of INR 10 each | 50,000 | 0.50 | 50,000 | 0.50 |
| Total | 50,000 | 0.50 | 50,000 | 0.50 |

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

| Particulars | March 31,2019 No. of shares | March 31,2019 (INR In Million) | March 31,2018 No. of shares | March 31,2018 (INR In Million) |
|---|---|---|---|---|
| At the beginning of the year | 50,000 | 0.50 | 50,000 | 0.50 |
| Add: Issue during the year | - | - | - | - |
| Outstanding at the end of the year | 50,000 | 0.50 | 50,000 | 0.50 |

(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 INR 10 each. Each shareholder is entitled to one vote per share held. In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive any of the residual assets of the Company, after distribution of all preferential amounts. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

(c) Share held by holding company:
Out of equity shares issued by the company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Sadbhav Infrastructure Project Limited - Holding Company<br>43,500 (March 31, 2018: 38,768) equity shares | 0.44 | 0.39 |

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

| Particulars | March 31,2019 No. of shares | March 31,2019 % of shareholding | March 31,2018 No. of shares | March 31,2018 % of shareholding |
|---|---|---|---|---|
| Equity Shares of INR 10 each fully paid | | | | |
| Sadbhav Infrastructure Project Limited and its nominees | 43,500 | 87.00% | 38,768 | 77.54% |
| Sadbhav Engineering Limited | 1,315 | 2.63% | 3,047 | 6.09% |
| DTC Toll Project Private Limited | 185 | 0.37% | 3,185 | 6.37% |
| SREI Infrastructure Finance Limited | 2,500 | 5.00% | 2,500 | 5.00% |
| SREI Sahaj E Village Limited | 2,500 | 5.00% | 2,500 | 5.00% |
| | 50,000 | 100.00% | 50,000 | 100.00% |

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.

(e) Pursant to Buyback Guarantee agreement dated January 30, 2017 with SREI Equipments Finance Limited, the group has acquired 6% minority interest of the subsidary company i.e. Maharashtra Board Check Post Network Limited. Consequently, the loss under minority interest of INR 130.51 million as well as INR 227.60 amount paid toward purchase of minority interest has been recorded in the retained earning.

11 Other equity

| | | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|---|
| Equity component of compound financial instrument - perpetual debts (Refer note below & 31) | | | |
| Balance as the beginning of the year | | 4,515.39 | 4,165.39 |
| Add: Addition during the year | | 103.00 | 350.00 |
| Balance at the end of the year | Total (A) | 4,618.39 | 4,515.39 |
| (Deficit) in statement of profit and loss | | | |
| Balance as the beginning of the year | | (1,453.03) | (1,465.66) |
| Add: Profit for the year | | 316.66 | 12.84 |
| (Less): Other comprehensive income / (loss) for the year | | (0.48) | (0.21) |
| Balance at the end of the year | Total (B) | (1,136.85) | (1,453.03) |
| | Total (A)+(B) | 3,481.54 | 3,062.36 |

Note
(i) The Project of the Company has been funded through perpetual debt of INR 4,618.39 million (March 31, 2018: INR 4,515.39 million) from the Sponsors in accordance with Sponsor Support and Equity Contribution Agreement / Sponsor Undertaking. Such perpetual debts is considered as sponsor's contribution to ensure promotors commitment for the project. Perpetual debt is interest free and shall be repayable at the end of the concession period or earlier at the option of the company in accordance with terms of contract.

(ii) Pursuant to assignment of subordinate debt agreement between D Thakkar Construction Private Limited and Sadbhav Engineering Limited, the outstanding balance of subordinate debts infused by D Thakkar Construction Private Limited of INR 199.26 million in Maharashtra Board Check Post Network Limited, a subsidiary company, assigned to Sadbhav Engineering Limited.

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12 Non-current borrowings

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Secured* | | | |
| Term loan from banks | | | |
| Indian Rupee | | 11,302.30 | 10,143.22 |
| | Total (A) | 11,302.30 | 10,143.22 |
| Less: Current maturities of non-current borrowing* (refer note 16) | | | |
| Term loan from banks | | | |
| Indian Rupee | | 252.15 | 224.48 |
| | Total (B) | 252.15 | 224.48 |
| | Total non-current borrowings (C=A-B) | 11,050.15 | 9,918.74 |

* 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:

(i) first charge on all the Company's immovable properties, both present and future, save and except the Project Site;

(ii) 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;

(iii) first charge over all accounts of the Company including the Escrow Accounts and the sub-accounts (or any account in substitution thereof) or any other bank account 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 Debt Service Reserve Sub-Account ('DSRA') and Major Maintenance Reserve Sub-Account ('MMRA') or any other reserve accounts and all funds from time to time deposited therein, the Receivable and all Permitted Investments or other securities.

(iv) first charge on all intangibles assets of the Company including but not limited to goodwill, rights, undertaking and uncalled capital present and future.

(v) security interest on the following, both present and future:

(a) all the right, title, interest, benefits, claims and demands whatsoever of the company in the Project Documents;

(b) the right, title and interest of the Company in, to and under all the clearances;

(c) 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;

(d) all the right, title, interest, benefits, claims and demands whatsoever of the Company under all Insurance Contracts.

(vi) pledge of 30% (thirty percent) of the Equity of the Company by Sponsor in dematerialized form till the final settlement date.

Provided that:

(i) the aforesaid mortgages, charges, assignments and guarantees and the pledge of equity shares as stipulated in paragraph 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) the Security Interest stipulated in para (i) to (vi) above shall exclude all the immovable ssets of the Company below INR 100.00 million shall exclude the Project Site (as defined in and in accordance with the Concession Agreement), unless such security is consented to by Authority pursuant to the Concession Agreement.

(ii) Terms of repayment of Secured loans:

The Principal amounts of the loan to each of the lenders shall be repayable in 49 structured quarterly instalments on the last day of each quarter, commencing from March 31, 2018. Term loans carry interest of 9.50 per cent per annum.

(iii) Loan covenants

Non-current borrowings contain loan covenants relating to Debt service coverage ratio and Equity and subordinate debt requirement. The Company has satisfied all the debt covenants prescribed in the terms of respective loan agreement as at reporting date.

13 Current borrowings

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Loans repayable on demand | | | |
| Related parties (unsecured)* (refer note 31) | | 120.31 | 670.37 |
| Interest free loan from others | | - | 102.90 |
| | Total | 120.31 | 773.27 |

Note :

1. Loan is repayable on demand / call notice from the lender and it carry interest of 8.80% to 9.00% per annum.
2. Interest free loan from others was repayable on demand.

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14 Provisions

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Non- current | | |
| Provision for employee benefits - gratuity (refer note 30) | 11.15 | 7.88 |
| Total (A) | 11.15 | 7.88 |
| Current. | | |
| Provision for employee benefits - gratuity (refer note 30) | 1.01 | 0.45 |
| Provision for employee benefits - leave encashment | 1.88 | 1.58 |
| Total (B) | 2.89 | 2.03 |
| Total (C = A + B) | 14.04 | 9.92 |

15 Trade payables

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Total outstanding dues of micro and small enterprises* | - | - |
| Total outstanding dues of creditors otherthan micro and small enterprises (refer note 31) | 173.20 | 159.36 |
| Total | 173.20 | 159.36 |

*As per information available with the Company, there are no Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprise Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no related additional disclosure have been made in these financial statement. This has been relied upon by the auditors.

16 Other financial liabilities

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Current: | | |
| Current maturities of non-current borrowing (refer note 12) | 252.15 | 224.48 |
| Payable for capital expenditure (refer note 31) | 57.43 | 1,172.35 |
| Interest accrued but not due on borrowings | 11.80 | - |
| Interest accrued and due on borrowings (refer note 31) | 34.59 | 57.09 |
| Employee benefits payable | 15.31 | 8.40 |
| Security deposit | 4.83 | 4.45 |
| Other payables | 0.15 | 11.80 |
| Total | 376.26 | 1,478.56 |

17 Other liabilities

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Statutory dues | 28.42 | 5.88 |
| Total | 28.42 | 5.88 |

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**18 Revenue from operations**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Revenue from contract with customer (refer note 34) | | | |
| Revenue from check post operation services | | 2,304.37 | 1,857.6 |
| Revenue from construction services | | 214.33 | 1,121.0 |
| | | 2,518.70 | 2,978.6 |
| Other operating income | | 0.73 | 0.7 |
| | Total | 2,519.43 | 2,979.3 |

**19 Other income**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Profit on sale of units in mutual funds | | 4.37 | 0.7 |
| Interest on fixed deposit with banks | | 0.30 | - |
| Miscellaneous income | | 1.41 | - |
| | Total | 6.08 | 0.7 |

**20 Construction expenses**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Sub contractors charges (refer note 31) | | 34.78 | 866.3 |
| | Total | 34.78 | 866.3 |

**21 Operating expenses**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Check Post operation and maintenance (including payment to sub-contractors) (refer note 31) | | 38.06 | 40.3 |
| IT and communication charges | | 10.66 | 9.5 |
| Power and fuel | | 85.46 | 72.5 |
| Annual maintenance charges | | 44.48 | 33.7 |
| Security expenses | | 88.81 | 78.9 |
| Others | | 116.67 | 71.2 |
| | Total | 384.14 | 306.4 |

**22 Employee benefits expenses**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Salaries, wages and other allowances (refer note 30) | | 133.36 | 107.6 |
| Contribution to provident fund and other fund (refer note 30) | | 11.25 | 11.0 |
| Gratuity expense (refer note 30) | | 3.35 | 2.8 |
| Staff welfare expenses | | 16.11 | 14.1 |
| | Total | 164.07 | 135.6 |

**23 Finance cost**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Interest expenses on: | | | |
| Rupee term loan | | 1,058.70 | 1,158.5 |
| Short term borrowings (refer note 31) | | 38.45 | 39.0 |
| Others | | - | 0.0 |
| Other borrowing costs | | | |
| Bank and other charges | | 75.11 | 5.1 |
| Amortisation of processing fees | | 9.34 | 143.3 |
| | Total | 1,181.60 | 1,346.2 |

**24 Depreciation and amortization**

| | | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Depreciation on property, plant and equipment (refer note 5) | | 9.73 | 9.0 |
| Amortization on intangible assets (refer note 6) | | 361.51 | 256.5 |
| | Total | 371.24 | 265.6 |

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25 Other expenses

| | March 31,2019 (INR in Million) | March 31,201 (INR in Million |
|---|---|---|
| Rent (refer note 31 and 33) | 0.90 | 0.9 |
| Rates and taxes | 6.22 | 0.5 |
| Insurance | 4.59 | 3.8 |
| Legal and professional fees | 36.24 | 21.0 |
| Travelling and conveyance | 4.19 | 4.7 |
| Auditor's remuneration (Refer note below) | 0.50 | 0.6 |
| Cash collection charges | 7.74 | 7.0 |
| Repairs and maintenance | 2.36 | 3.0 |
| Miscellaneous expenses | 10.27 | 4.4 |
| Total | 73.01 | 47.0 |

Payment to auditors:

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million |
|---|---|---|
| Statutory audit fees | 0.50 | 0.5 |
| Reimbursement of expenses | - | 0.1 |
| Total | 0.50 | 0.6 |

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26 Income tax

The major component of Income tax expense for the year ended March 31, 2019 and March 31, 2018 are as under:

a) Profit and loss section

| | March 31, 2019 (INR In Million) | March 31, 201 (INR In Millio |
|---|---|---|
| Current tax | - | - |
| Deferred tax | - | - |
| Total | - | - |

b) Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate :

| | March 31, 2019 (INR In Million) | March 31, 201 (INR In Millio |
|---|---|---|
| Accounting profit before tax | 316.66 | 12. |
| Statutory Income tax rate | 26.00% | 30. |
| Expected income tax expenses | 82.33 | 3. |
| Tax effect of adjustments to reconcile expected income tax expenses to reported income tax expenses | | |
| Tax impact due change in tax rate | (52.21) | - |
| Tax effect on adjustment of brought forward tax losses (refer note below) | (30.12) | (4. |
| Other non-deductible expenses | - | 0. |
| At the effective income tax rate of Nil (March 31, 2018: Nil) | - | - |

B) Deferred tax

| Particulars | Balance sheet | | Statement of Profit and Loss | |
|---|---|---|---|---|
| | March 31, 2019 | March 31, 2018 | March 31, 2019 | March 31, 201 |
| Expenditure allowed over the period | (589.05) | (597.77) | (8.72) | 48. |
| Expenditure allowable on payment basis | 3.16 | 2.58 | (0.58) | (0. |
| Unused losses available for offsetting against future taxable income | 780.21 | 924.45 | 144.24 | (107. |
| Deferred tax expense | | | 134.94 | (60. |
| Deferred tax expense/(income) recognised in statement of profit & loss (refer note below) | | | - | - |
| Net deferred tax assets/(liabilities) | 194.32 | 329.26 | | |
| Net deferred tax assets/(liabilities) recognised in balance sheet (refer note below) | - | - | | |

Note:

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 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 assets can be utiliz Accordingly, INR 194.32 million (31st March 2018: INR 329.26 million ) has not recognised as deferred tax assets in the books as at reporting date.

27 Disclosure of Financial Instruments by category

(INR In Milli

| | Note no | 31-Mar-19 | | | 31-Mar-18 | | |
|---|---|---|---|---|---|---|---|
| | | FVTPL | FVTOCI | Amortized cost | FVTPL | FVTOCI | Amortized cos |
| **Financial asset** | | | | | | | |
| Cash and cash equivalent | 7 | - | - | 87.85 | - | - | 70. |
| Other financial assets | 8 | - | - | 9.00 | - | - | 7. |
| **Total financial assets** | | - | - | 96.84 | - | - | 77. |
| **Financial liabilities** | | | | | | | |
| Non current borrowings | 12 | - | - | 11,050.15 | - | - | 9,918. |
| Loans repayable on demand | 13 | - | - | 120.31 | - | - | 773. |
| Trade payables | 15 | - | - | 173.20 | - | - | 159. |
| Other financial liabilities | 16 | - | - | 376.26 | - | - | 1,478. |
| **Total financial liabilities** | | - | - | 11,719.92 | - | - | 12,329. |

28 Fair value disclosures for financial assets and financial liabilities

The management assessed that the fair values of cash and cash equivalent, other financial assets, trade payables and other financial liabilities approximate their carrying amounts largely c to the short-term maturities of these instruments.

The carring value of Company's interest-bearing borrowings are reasonable approximations of fair values as the borrowing are carries floating interest rate.

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29 **Earning per share (EPS):**

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

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Net profit attributable to equity shareholders: | 316.66 | 12.84 |
| Number of equity shares at the end of the year | 50,000 | 50,000 |
| Weighted average number of equity shares for basic and diluted EPS | 50,000 | 50,000 |
| Nominal value of equity shares | 10 | 10 |
| **Basic and diluted earning per share** | 6,333.20 | 256.86 |

30 **Employee benefits disclosure:**

A **Defined contribution plans:**

The following amount recognised as expenses in statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Contribution to provident funds | 8.40 | 8.70 |
| Contribution to employee state insurance funds | 2.79 | 2.29 |
| Maharashtra labour welfare funds | 0.06 | 0.06 |
| Total | 11.25 | 11.05 |

B **Defined benefit plans - Gratuity benefit plan:**

The Company has a Gratuity benefit plan. Every employee who has completed five years or more of service gets a gratuity on the termination of his employment at 15 days salary (last draw salary) for each completed year of service. The scheme is unfunded. The present value of obligation in respect of gratuity is determined based on actuarial valuation using the Project Unit Credit Method as prescribed by the Indian Accounting Standard - 19. Gratuity has been recognized in the financial statement as per the details given below:

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Defined benefit obligations as at beginning of the year - A | 8.34 | 5.46 |
| Cost charged to statement of profit and loss | | |
| Current service cost | 2.74 | 2.41 |
| Interest cost | 0.61 | 0.39 |
| Sub-total included in statement of profit and loss - B | 3.35 | 2.80 |
| Remeasurement (gains) / losses in other comprehensive income | | |
| Actuarial loss / (gain) due to change in financial assumptions | 0.17 | (0.24) |
| Actuarial loss / (gain) due to experience | 0.31 | 0.45 |
| Sub-total included in other comprehensive income - C | 0.48 | 0.21 |
| Benefits paid - D | (0.01) | (0.13) |
| Defined benefit obligations as at end of the year (A+B+C+D) | 12.16 | 8.34 |
| Non-current | 11.15 | 7.88 |
| Current | 1.01 | 0.45 |

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

| | March 31,2019 | March 31,2018 |
|---|---|---|
| Discount rate | 7.35% | 7.55% |
| 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 |
| Morality rate | Indian Assured Lives Mortality (2006-08) | Indian Assured Lives Mortality (2006-08) |

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

| Particulars | Sensitivity level | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|---|
| Discount rate | 0.50% increase | (0.41) | (0.30) |
| | 0.50% decrease | 0.44 | 0.30 |
| Salary Growth Rate | 0.50% increase | 0.44 | 0.30 |
| | 0.50% decrease | (0.41) | (0.30) |
| Withdrawal rate | 10% increase | (0.05) | (0.08) |
| | 10% decrease | 0.05 | 0.06 |

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

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

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

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C Maturity Profile of the defined benefit obligation

| | As at March 31, 2019 | |
|---|---|---|
| | INR In Million | % |
| 2020 | 1.01 | 4.70% |
| 2021 | 1.28 | 5.90% |
| 2022 | 1.19 | 5.50% |
| 2023 | 1.20 | 5.50% |
| 2024 | 1.18 | 5.40% |
| 2025 - 2029 | 6.30 | 73.00% |

| | As at March 31, 2018 | |
|---|---|---|
| | INR In Million | % |
| 2019 | 0.45 | 2.90% |
| 2020 | 0.73 | 4.70% |
| 2021 | 0.96 | 6.20% |
| 2022 | 0.90 | 5.80% |
| 2023 | 0.88 | 5.70% |
| 2024 - 2028 | 4.43 | 74.70% |

The average duration of the defined benefit plan obligation at the end of the end of the reporting period is 14.08 years (March 31, 2018: 14.91 years).

D Other employee benefit:

Salaries, Wages and Bonus include INR 12.59 million (March 31, 2018 INR 6.15 million) towards provision made as per actual basis in respect of accumulated leave encashment/compensated absences, bonus and leave travel allowance.

31 Related party disclosures:

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

A Name of related party and nature of relationship :

Related parties where control exists:

| Description of relationship | Name of the related party |
|---|---|
| Ultimate Holding Company | Sadbhav Engineering Limited (SEL) |
| Holding Company | Sadbhav Infrastructure Project Ltd (SIPL) |

B Transactions with related parties during the year:

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Compound financial instrument - sub-ordinate debt received | | |
| SIPL | 103.00 | 350.00 |
| Short term borrowings received | | |
| SIPL | 1,160.37 | 690.62 |
| Short term borrowings repaid (including interest) | | |
| SIPL | 1,737.49 | 545.49 |
| Interest on unsecured loan charged | | |
| SIPL | 38.45 | 39.09 |
| Availment of services (including taxes) | | |
| SIPL | 7.94 | 346.26 |
| SEL | 32.17 | 530.68 |
| Expenses reimbursement (net) | | |
| SIPL | 35.42 | 48.64 |
| SEL | - | 2.46 |
| Rent expense | | |
| SEL | 0.90 | 0.90 |

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C Balances outstanding:

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Compound financial instrument - perpetual debt | | |
| SIPL | 4,419.13 | 4,286.13 |
| SEL | 199.26 | - |
| Interest accrued and due on short term borrowing | | |
| SIPL | 34.59 | 27.06 |
| Payable as creditors | | |
| SEL | 5.80 | 5.80 |
| SIPL | 71.35 | 92.63 |
| Amounts payable as capital expenditure (including retention payable) | | |
| SEL | 30.88 | 593.32 |
| SIPL | 7.53 | 565.08 |
| Short term borrowings outstanding | | |
| SIPL | 120.31 | 670.37 |

D Terms and conditions of the balance outstanding:

1. The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free excepts short term loan and settlement occurs in cash as per the terms of the agreement.

2. Short term loans taken from the related party carries interest rate 8.80% to 9.00% (March 31, 2018 : 8.80% to 10.60%).
3. The Company has not provided any commitment to the related party as at March 31, 2019 (March 31, 2018: INR Nil).

32 Segment Reporting

The operating segment of the company is identified to be "BOT", as the Chief Operating Decision Maker (CODM) reviews business performance at an overall company level as one segment and hence, no additional disclosures are require to be made under Ind AS 108 Operating Segments. Further, the company also primarily operates under one geographical segment namely India. There are no single customer which contribute morethan 10% of total revenue of the company.

33 Operating Lease:

The Company has taken office spaces on operating leases on short term basis i.e. within 1 year. There are no sub-leases and the leases is cancellable at any point of time by either parties. There are no restrictions imposed under the lease arrangements. There is neither any contingent rent nor any escalation clause in the lease agreements. During the year, the Company has incurred INR 0.90 million (March 31, 2018: INR 0.90 million).

34 Revenue from contract with customers

34.1 Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
|---|---|---|
| Type of service rendered | | |
| Revenue from check post operation services | 2,304.37 | 1,857.62 |
| Construction service | 214.33 | 1,121.04 |
| Total revenue from contracts with customers | 2,518.70 | 2,978.66 |
| Place of service rendered | | |
| India | 2,518.70 | 2,978.66 |
| Total revenue from contracts with customers | 2,518.70 | 2,978.66 |
| Timing of revenue recognition | | |
| Services transferred over time | 2,518.70 | 2,978.66 |
| Total revenue from contracts with customers | 2,518.70 | 2,978.66 |

34.2 Contract balances

As the company did not have contract assets and contract liability balances as at reporting date, hence, disclosure in this regards not been given in these financial statements.

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34.3 Performance obligation

Information about the company's performance obligations are summarised below:

**Check Post operation services**

The performance obligation is satisfied point of time as and when the traffic passes through check posts. However, given the short period over which the company provides check post operation services to each vehicle passes through check posts, the company recognize user fees revenue when it collects the user fees.

**Construction services**

The performance obligation is satisfied over time as the assets is under control of authority (Maharashtra State Road Devlopment Corporation Limited) and they simultaneously receives and consumes the benefits provided by the Company.

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

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| Within one year | - | 2,275.63 |
| Morethan one year | - | - |

34.4 Reconcilation of the amount of revenue recorded in statement of profit and loss is not required as there are no adjustments to the contracted price.

35 **Contingent liabilities and commitments:**

**a. Contingent liabilities:**

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| **Claims against the Company not acknowledged as debts** | | |
| Value added tax* | 24.76 | 24.76 |

*Toward demand raised by Deputy Commissioner of Sales tax, Mumbai for the year 2009-10 to 2013-14. In respect of said matter, the Company has preferred appeal with Joint Commissioner of Sales tax (Appeal) and deposited INR 1.00 million under protest. The matter is pending with the said authorities as at the reporting date.

**b. Commitments:**

The followings are the estimated amount of contractual commitments relating to the project expenditure of the company:

| | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|
| (i) Road work | - | 480.03 |
| (ii) Building work | - | 1,315.09 |
| (iii) IT & Allied works | - | 480.51 |
| Total | - | 2,275.63 |

**c. Provident fund liability:**

There are numerous interpretative issues relating to the Supreme Court (SC) judgment on PF dated 28th February, 2019. As a matter of caution, the Group has decided to assess the impact on a prospective basis from the date of the SC order. The impact on account of this is not material. The Group will update its provision, on receiving further clarity on the subject.

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36 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. The Company's principal financial assets include 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 company's focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on its financial performance.

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, trade receivables and trade and other payables.

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

- a parallel shift of 25-basis points of the interest rate yield curves in all currencies

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 as at March 31, 2019 and March 31, 2018.

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 manages its interest rate risk by having a floating interest rate loans and borrowings. The Company measures risk through sensitivity analysis.

The bank finances are at variable rate, which is the inherent business risk.

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:

| | Effect on profit before tax | |
|---|---|---|
| | March 31,2019 (INR in Million) | March 31,2018 (INR in Million) |
| Increase in 25 basis point | (28.55) | (25.36) |
| Decrease in 25 basis point | 28.55 | 25.36 |

The effect of interest rate changes on future cash flows is excluded from this analysis.

(b) 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 user fees in cash and does not have material 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, 2019 is INR 87.85 million and March 31, 2018 is INR 70.57 million.

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(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 company measures risk by forecasting cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking damage to the Company's reputation. The Company ensures that it has sufficient fund to meet expected operational expenses, servicing of financial obligations.

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

(INR In Million)

| Particulars | Total Amount | On Demand | upto 1 year | 1-2 years | 2 - 5 years | > 5 years |
|---|---|---|---|---|---|---|
| As at March 31, 2019 | | | | | | |
| Non current borrowings# | 11,420.92 | - | 262.91 | 350.55 | 2,453.85 | 8,353.61 |
| Current borrowings | 120.31 | 120.31 | - | - | - | - |
| Trade payables | 173.20 | - | 173.20 | - | - | - |
| Other financial liabilities | 124.11 | - | 124.11 | - | - | - |
| **Total** | **11,838.54** | **120.31** | **560.22** | **350.55** | **2,453.85** | **8,353.61** |
| As at March 31, 2018 | | | | | | |
| Non current borrowings# | 10,205.39 | - | 229.64 | 229.64 | 1,633.03 | 8,113.08 |
| Current borrowings | 773.27 | 773.27 | - | - | - | - |
| Trade payables | 159.36 | - | 159.36 | - | - | - |
| Other financial liabilities | 1,254.08 | - | 1,254.08 | - | - | - |
| **Total** | **12,392.10** | **773.27** | **1,643.08** | **229.64** | **1,633.03** | **8,113.08** |

# Current maturity of non-current borrowings is included and unamortised transaction cost paid to lenders on upfront basis is excluded.

37 Capital Management

For the purpose of the Company's capital management, capital consist of share capital, 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 debt equity ratio in order to support its business and maximise shareholder value.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence.
The Company monitors capital using a debt equity ratio, which is total Borrowings divided by total equity excluding balance of negative balance of retain earning.

The key performance ratios as at 31 March are as follows:

| | | March 31,2019 (INR In Million) | March 31,2018 (INR In Million) |
|---|---|---|---|
| Non-current borrowings* (refer note 12) | | 11,302.30 | 10,143.22 |
| Current borrowings (refer note 13) | | 120.31 | 773.27 |
| | Total (A) | **11,422.61** | **10,916.49** |
| Equity share capital (refer note 10) | | 0.50 | 0.50 |
| Other equity (refer note 11) | | 3,481.54 | 3,062.36 |
| Add: Deficit in statement of profit and loss (refer note 11) | | 1,136.85 | 1,453.03 |
| | Total (B) | 4,618.89 | 4,515.89 |
| | Debt equity ratio (A/B) | 2.47 | 2.42 |

* Non-current borrowings includes current maturities of non-current borrowings which has been classified under other current financial liabilities and the effect of transaction cost paid to lenders on upfront basis.

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38 Disclosure pursuant to Appendix - E to Ind AS 115 - " Service Concession Arrangements" ('SCA')

A Description and classification of the arrangement

The Company has entered into Concession Agreement ('CA') with Government of Maharashtra(GOM) dated March 30, 2009 to implement a project envisaging construction, operation and maintenance and handing over of Modernisation & Computerisation of Integrated Border Checkpost's at 22 locations with private sector participation on Build, Operate and Transfer (BOT) basis and has carried out feasibility study for the Project. Further, the company has also received general resolution from government of maharashtra for construction of additional 2 check posts on BOT basis.

B Significant Terms of the arrangements

i Revision of Fees:

In the event of extension in Concession Period in accordance with provisions of this Agreement, the GOM shall issue revised Service fee Notification(s) taking into account increase in Service fee rates (as Specified in Schedule 'F" or as per contract data Volume -II)

ii Modification of concession period:

The Concession period shall be modified:

a any reference to a statutory provision shall include such provision as is from time to time modified or re enacted or consolidated so far as such modification or re enactment or consolidation applies or is capable of applying to any transactions entered into hereunder;

b The GOM shall whenever it desires provision of addition/deletion of works and services referred to in Article 13.1 above, issue to the Concessionaire a notice of Change of Scope (the "Change of Scope Notice") through the Engineer in charge.

c If as a result of Change in Law, the Concessionaire suffers an increase in costs or reduction in net after tax return or other financial burden, the aggregate financial effect of which in any Accounting year, the Concessionaire may notify the same to the Engineer in charge and propose amendments to this Agreement so as to put the Concessionaire in the same financial position as it would have occupied had there been no such Change in Law resulting in such cost increase, reduction in return or other financial burden as aforesaid.

d The Engineer in charge shall upon being notified by the Concessionaire of the Change in Law and the proposed amendments to this Agreement, assess the change in the financial position as a result of such Change of Law and determine the extension to the Concession Period so as to put the Concessionaire in the same financial position as it would have occupied had there been no such Change in Law and recommend the same to the GOM. The GOM shall, within 60 days of receipt of such recommendation, decide the extension to the concession period extend the Concession Period by such period.

e As used in this Agreement, a Force Majeure Event shall mean occurrence in Maharashtra of any or all of Non Political Event, Indirect Political Event and/or Political Event as defined in Article 15.2, 15.3 and 15.4 respectively which prevent the Party claiming Force Majeure (the "Affected Party") from performing its obligations under this Agreement and which act or event (i) is beyond the reasonable control and not arising out of the fault of the Affected Party, (ii) the Affected Party has been unable to overcome such act or event by the exercise of due diligence and reasonable efforts, skill and care, and (iii) has a Material Adverse Effect on the Project.

iii Rights of the Company to use project highway

the Concessionaire shall during Operations Period be entitled to levy, demand and collect Service fee in accordance with the Service fee Notification and to appropriate the same.(as per schedule F).

The Concessionaire shall have exclusive rights to the use of the Project Site in accordance with the provisions of this Agreement and for this purpose it may regulate the entry and use of the same by third parties.

iv Obligation of the company

The Concessionaire shall at its own cost and expense investigate,study,design,construct, operate and maintain the project assets, obtain all applicable permits, provide all assistance to the Engineer in charge and steering group, appoint, supervise, monitor and control the activities of contractor, be responsible for safety, soundness and durability of the Project Facility , ensure that the Project Site remains free from all encroachments and take all steps necessary to remove encroachments, if any, operate and maintain the Project at all times during the Operations Period in conformity with this Agreement including but not limited to the Specifications and Standards, The Concessionaire shall comply with all rules and regulations, bye-laws and directions given from time to time by competent authority in connection with this work and shall pay all fees, which are leviable on him, procure and maintain in full force and effect, as necessary, appropriate, licenses, agreements and permissions, methods, processes and systems used in or incorporated into the Project; from the competent authority.

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

Upon the expiry of the Concession by efflux of time and in the normal course, the Concessionaire shall at the end of the Concession Period, hand over the peaceful possession of the Project Assets including Project Site/Facility at no cost to the GOM.

vi Details of Termination

Without prejudice to any other right or remedy which the GOM may have in respect thereof under this Agreement, upon the occurrence of a Concessionaire Event of Default, the GOM shall, subject to the provisions of the Substitution Agreement, be entitled to terminate this Agreement by issuing a Termination Notice to the Concessionaire, provided that before issuing the Termination Notice, the GOM shall by a notice in writing inform the Concessionaire of its intention to issue the Termination Notice.

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

D Below is details of revenue and profit recognised in the year March 31, 2019 and March 31, 2018 on exchange of construction services for intangible assets.

The Company has recognised revenue of INR 2,519.43 million (March 31, 2018: INR 2,979.37 million) consisting of INR 214.33 million (March 31, 2018: INR 1,121.68 million) on construction and INR 2,305.11 million (March 31, 2018: INR 1,858.34 million) on user fee collection and other ancillary services. The Company has recognised profit before tax of INR 316.66 million (March 31, 2018: profit of INR 12.84 million) on operation of the check posts and INR Nil (March 31, 2018: Nil) on contruction services.

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39 Standards Issued but not yet effective

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

Ind AS 116, Leases:

Ind AS 116 Leases was notified by MCA on 30 March 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Company intends to adopt these standards from 1 April,2019. As the company does not have any material leases, therefore the adoption of this standard is not likely to have a material impact in its Financial Statements.

40 In terms of the Concession Agreement for setting up the project for Modernization and Computerisation of integrated Border Check Post ('Project') in the state of Maharashtra on Build, Operate and Transfer basis, the Company has been regularly representing in the Steering Committee of the project set up by Maharashtra State Road Development Corporation (MSRDC) under Concession agreement, about handover of the additional project BCP sites so as to meet Concessionaire obligations as regards implementation of project as per the Concession agreement. As at 31st March, 2019, the company has achieved provisional certificate of completion for 22 check posts out of total 22 check posts as per Concession agreement. The collection of service fees have been started in 18 BCP as per directive of MSRDC. Further, the company has also received general resolution from government of Maharashtra for construction of additional 2 Check post on BOT basis.

As at 31st March, 2019, the project implementation is in progress and there are costs variance in development of each BCP site. The Company has been accounting cost variations, if any based on the approval of independent engineers appointed by MSRDC read with note 42 below. The company has been regularly representing to MSRDC for the time extension of completion of BCP construction in terms of Concession agreement. The Company is confident that necessary approvals relating to time extension for completion of BCP construction will be received and that no additional financial obligations is envisaged to be levied on the company under the terms of concession agreement.

41 The company has accepted and accounted certain project related costs variation towards increased cost of construction due to delay in execution of the Modernization and Computerisation of 22 Border Check Post Project ('BCP Project'). Such cost variations incurred due to various reasons not attributable to the company, in terms of service concession agreement, up to March 31, 2019 is INR 2,228.84 Million (March 31, 2018 INR 2,212.30 Million). The costs has been accounted as intangible asset / intangible assets under development. Further, such cost variations is required to be approved by Government of Maharashtra (GoM) although the Independent Engineer of the Project, Technical Evaluation Committee duly appointed by Project Steering Committee of Maharashtra State Road Development Corporation Limited ('the Project Authority') which is monitoring the project progress and the lender's independent engineer have in-principle accepted and recommended company's cost variation claim. Based on the recommendations at the project steering committee, GoM (Grantor) will conclude in regard to cost variation claim of the company although the company is confident that the additional costs accounted in the books will be fully accepted by the GoM.

42 Previous year comparatives:

Previous year figures have been regrouped/reclassified wherever necessary, to facilitate comparability with current year's classification.

As per our report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Place: Ahmedabad
Date : May 25, 2019

S R B C & CO LLP CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Maharashtra Border Check Post Network Limited

Nitin R Patel
Director
DIN : 00466330

Vasistha Patel
Director
DIN : 00048324

Place: Ahmedabad
Date : May 25, 2019

Maharashtra Border Check Post Network Ltd.