BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting their report and Audited Accounts for the year ended March 31, 2019.

1. **FINANCIAL RESULTS / FINANCIAL HIGHLIGHTS:**

(₹ in crore)

Particulars	**2018-19**	*2017-18*
Profit / (Loss) Before Depreciation, exceptional items & Tax	**(119.76)**	*(61.90)*
Less: Depreciation, amortization, impairment and obsolescence	**(107.64)**	*(51.60)*
Profit / (Loss) before exceptional items and tax	**(227.40)**	*(113.50)*
Profit / (Loss) before tax	**(227.40)**	*(113.50)*
Less: Provision for tax	**-**	-
Profit/(Loss) for the year carried to the Balance Sheet	**(227.40)**	*(113.50)*
Add: Balance brought forward from previous year	**(115.93)**	*(2.51)*
Balance to be carried forward	**(343.32)**	*(115.93)*

2. **CAPITAL & FINANCE:**

   During the year the Company has not issued and allotted any securities.

3. C**APITAL EXPENDITURE:**

   As at March 31, 2019 the gross fixed and intangible assets including leased assets, stood at ₹ 2266.49 crore and the net fixed and intangible assets, including leased assets, at ₹ 2106.96 crore. Capital Expenditure during the year amounted to ₹ 62.66 crore.

4. **DEPOSITS:**

   The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 (the "Act") and the Rules framed thereunder.

5. **DEPOSITORY SYSTEM:**

   As on March 31, 2019, the shares of the Company are held in the following manner:

   Equity shares:

   The entire holding of the Company's equity paid up capital representing 28,53,40,000 equity shares @ ₹10/- each are held in dematerialized form

6. **SUBSIDIARY COMPANIES:**

   Your company does not have any Subsidiary / Associate / Joint Venture Company under its purview.

7. **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:**

   Since the Company is engaged in the business of developing infrastructure facilities the provisions of Section 186 except sub-section (1) of the Act are not applicable to the Company.

8. **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

   All related party transactions (RPTs) during the year have been approved in terms of the Act. Details of Related Party Transactions are provided in Annexure 1(AOC-2).

   All RPTs are at arm's length basis and are in the ordinary course of business.

9. **STATE OF COMPANY AFFAIRS:**

   The gross revenue and other income for the financial year under review were ₹ 141.95 crore as against ₹ 293.03 crore for the previous financial year including construction contract revenue of ₹ 234.43 crore. The loss before tax from continuing operations including extraordinary and exceptional items was ₹ 227.39 crore and the loss after tax from continuing operations including extraordinary and exceptional items of ₹ 227.39 crore for the financial year under review as against a loss of ₹ 113.42 crore and ₹ 113.42 crore respectively for the previous financial year. The previous figures are not comparable as the commercial operation started on October 14, 2017.

10. AMOUNT TO BE CARRIED TO RESERVE:

Since the Company has incurred loss before tax for the year ended March 31, 2019 no amount is required to be transferred to the statutory reserve as required.

11. DIVIDEND:

As the Company has no distributable profits, no dividend is recommended for the year.

12. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

No material changes and commitments have occurred affecting the financial position of the Company between the end of the financial year and the date of this report.

13. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:

No significant or material orders have been passed by the regulators or courts or tribunals impacting the going concern status of the Company and the Company's operations in future.

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

In view of the nature of activities which are being carried on by the Company Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, conservation of energy and technology absorption does not apply to the Company.

The Company had incurred Foreign exchange expenditure of ₹ 3,08,830/- for Toll equipments AMC.

15. RISK MANAGEMENT POLICY:

The Company follows the risk management policy of its Holding Company and has in place a mechanism to inform the Board Members about risk assessment and minimization procedures and periodical review to ensure that executive management controls risk by means of a properly designed framework.

16. CORPORATE SOCIAL RESPONSIBILITY:

Since your Company does not exceed any of the threshold limits specified under section 135 of the Act, the provisions of Corporate Social Responsibility are not applicable.

Details of Directors and Key Managerial Personnel appointed/resigned during the year:

Mr. R. G. Ramachandran, Director retired by rotation at the Annual General Meeting held on September 27, 2018 and was reappointed as Director.

Mr. T. S. Venkatesan resigned as director of the Company with effect from March 27, 2019

Composition of Board of Directors of the Company as on March 31, 2019 stood as below:

Name	**Designation**
Mr. R. G. Ramachandran	Director
Dr. Esther Malini	Director
Dr. Koshy Varghese	Independent Director
Dr. A. Veeraragavan	Independent Director

Ms.Dhanya.T resigned as Chief Financial Officer (CFO) with effect from January 24, 2019 and Ms. Sindhu K was appointed as Chief Financial Officer of the Company with effect from March 15, 2019.

The Key Managerial Personnel (KMP) of the Company as on March 31, 2019 are:

Name	**Designation**
Mr. Rajesh Prabhakar Vichare	Manager
Ms. Sindhu K	Chief Financial Officer
Mr. Karthikeyan TV	Company Secretary

Number of Meetings of the Board of Directors:

The Meetings of the Board are held at regular intervals with a time gap of not more than 120 days between two consecutive Meetings.

During the year five Board Meetings were held. The details of the Board meetings conducted during the year are given below:

Date	Board Strength	No. of Directors Present
April 21, 2018	5	4
July 14, 2018	5	3
October 15, 2018	5	4
January 12, 2019	5	3
March 15, 2019	5	5

Information to the Board:

The Board of Directors has complete access to the information within the Company which interalia includes:

- Annual revenue budgets and capital expenditure plans
- Quarterly financials and results of operations
- Financing plans of the Company
- Minutes of the meeting of the Board of Directors, Audit Committee (AC), Nomination and Remuneration Committee (NRC)
- Report on fatal or serious accidents
- Any materially relevant default, if any, in financial obligations to and by the Company
- Any issue which involves possible public or product liability claims of substantial nature, including any Judgement or Order, if any, which may have strictures on the conduct of the Company
- Development in respect of human resources
- Compliance or non-compliance of any regulatory, statutory nature or listing requirements and investor service

Presentations are made regularly to the Board/NRC/AC (minutes of Board, AC and NRC are circulated to the Board) where Directors get an opportunity to interact with senior managers. Presentations, interalia cover business strategies, management structure, HR policy, management development and planning, half-yearly and annual results, budgets, treasury, review of Internal Audit, risk management, operations of subsidiaries and associates, etc.

Independent Directors have the freedom to interact with the Company's management. Interactions happen during the Board / Committee Meetings, when senior company personnel make presentations about performance of the Company.

Audit Committee

Consequent upon resignation of Mr. T. S. Venkatesan, the Company had re-constituted the Audit Committee in terms of the requirements of the Act comprising of Mr. R. G. Ramachandran, Dr. A. Veeraragavan and Dr. Koshy Varghese on March 29, 2019.

During the year four audit committee meetings were held. The details of the meetings conducted during the year under review are given below:

Date	Strength of the Committee	No. of members present
April 21, 2018	3	3
July 14, 2018	3	2
October 15, 2018	3	2
January 12, 2019	3	2

As per the provisions of Section 177(9) of the Act, the Company is required to establish an effective Vigil Mechanism for directors and employees to report genuine concerns.

The Company has a whistle blower policy in place to report concerns about unethical activities, actual/suspected frauds and violation of Company's Code of Conduct. The policy provides for adequate safeguards against victimisation of persons who avail the same and provides for direct access to the Chairman of the Audit Committee. The Head Internal Auditor of the Holding Company was the co-ordinator for the Vigil Mechanism and responsible for receiving, validating, investigating and reporting to the Audit Committee during the year.

Members can view the details of the whistle blower policy under the said framework of the Company on its website of Holding Company (L&T Infrastructure Development Projects Limited) www.LntidpL.com.

Company Policy on Director Appointment and Remuneration:

Consequent upon resignation of Mr. T. S.Venkatesan, the Company had re-constituted the Nomination and Remuneration Committee in terms of the requirements of the Act comprising of Mr. R. G. Ramachandran, Dr. A. Veeraragavan and Dr. Koshy Varghese on March 29, 2019.

During the year, one Meeting of the Nomination and Remuneration Committee was held. The details of the meeting conducted during the year under review are given below:

Date	Strength of the Committee	No. of members present
March 15, 2019	3	3

The Committee had formulated a policy on Director's appointment and remuneration including recommendation of remuneration of the KMP and the criteria for determining qualifications, positive attributes and independence of a Director and also for KMP.

Declaration of independence:

The Company has received declaration of independence as stipulated under Section 149(7) of the Act from the Independent Directors confirming that he/she is not disqualified from continuing as an Independent Director.

Adequacy of Internal Financial Controls:

The Company has designed and implemented a process driven framework for Internal Financial Controls ('IFC') within the meaning of the explanation to Section 134(5)(e) of the Companies Act, 2013. For the year ended March 31, 2019, the Audit Committee and Board is of the opinion that the Company has sound IFC commensurate with the nature and size of its business operations and operating effectively and no material weaknesses exist. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and / or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

17. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms that:

a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.

b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.

c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) The Directors have prepared the Annual Accounts on a going concern basis.

e) The Directors have laid down an adequate system of internal financial control with respect to reporting on financial statements and the said system is operating effectively.

f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

18. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND DIRECTORS:

The Nomination and Remuneration Committee and the Board have laid down the manner in which formal annual evaluation of the performance of the Board, committees and individual directors has to be made.

It includes circulation of questionnaires to all Directors for evaluation of the Board and its Committees, Board composition and its structure, its culture, Board effectiveness, Board functioning, information availability, etc. These questionnaires also cover specific criteria and the grounds on which all directors in their individual capacity will be evaluated.

Further, the Independent Directors at the meeting held on November 28, 2018, reviewed the performance of Board, Committees, and Non-Executive Directors. The performance evaluation of the Board, Committees and Directors was also reviewed by the Nomination and Remuneration Committee and the Board of Directors.

19. DISCLOSURE OF REMUNERATION:

As the shares of the Company are not listed with any stock exchange, no information is being provided under Section 197 of the Act read with sub rule 2 of rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

20. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

21. PROTECTION OF WOMEN AT WORKPLACE:

The Company has adopted a policy on Protection of Women's Rights at workplace in line with the policy formulated by the Holding company. This has been widely disseminated. The Company has an internal compliance committee under the Sexual Harrassment of Women at Workplace (Prevention, Prohibtion and Redressal) Act, 2013. There were no complaints of sexual harassment received by the Company during the year.

22. AUDITORS REPORT:

The Auditors' Reports on the standalone financial statements for the financial year 2018-19 are unqualified.The Notes to the accounts referred to in the Auditors' Reports are self-explanatory and do not call for any further clarifications under section 134(3)(f) of the Act.

23. AUDITOR:

The Company at the Fourth Annual General Meeting (AGM) held on September 24, 2015 for the Financial Year 2014-15 had appointed M/s. M. K. Dandeker & Co, Chartered Accountants, (ICAI Registration no: 000679S), Chennai as Statutory Auditors of the Company to hold office from the conclusion of that Annual General Meeting (AGM) until the conclusion of the sixth consecutive AGM of the Company.

24. SECRETARIAL AUDITOR:

M/s. B. Chitra & Co, Company Secretary in practice (C.O.P.No.2928) was appointed to conduct the secretarial audit of the Company for the financial year 2018-19, as required under Section 204 of the Act and Rules thereunder. The secretarial audit report dated April 18, 2019 to the Shareholders for the financial year 2018-19 is attached as '***Annexure 2***' to this Report and is unqualified and has no adverse remark.

25. COST AUDITOR:

M/s. Srinivasan Damodaram & Associates, Cost Accountant (Membership No.000825), was appointed as Cost Auditor of the Company for audit of cost accounting records for the financial year 2018-19, pursuant to the provisions of Section 148 of the Act and Rule 3 and 4 of the Companies (Cost Records and Audit) Amendment Rules, 2014. The Report of the Cost Auditors for the financial year 2017-2018 was filed with Ministry of Corporate Affairs.

26. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

During the year under review, there were no material and significant orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

27. EXTRACT OF ANNUAL RETURN:

The extract of the annual return in Form No. MGT – 9 is enclosed to this Report as '***Annexure 3***'.

ACKNOWLEDGEMENT:

The Board of Directors wish to express their appreciation to all the employees for their outstanding contribution to the operations of the Company during the year. Your Directors take this opportunity to thank financial institutions, banks, Central and State Government authorities, regulatory authorities, stock exchanges and all the stakeholders for their continued co-operation and support to the Company.

For and on behalf of the Board

R. G. Ramachandran	**P. S. Kapoor**
Director	*Director*
DIN : 02671982	*DIN : 02914307*

Place: Chennai
Date: April 22, 2019

ANNEXURE 1

FORM NO. AOC.2

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

1. **Details of contracts or arrangements or transactions not at arm's length basis**

   The Company has not entered into such transactions during the year.

2. **Details of material contracts or arrangement or transactions at arm's length basis:**

a. There were no contracts or arrangements entered into by the Company with related party(s) during the FY 2018 – 19 which required shareholders' approval as per Sec. 188(1) of the Companies Act, 2013

b. The details of related party transactions during the FY 2018 – 19 form part of the financial statements as per Ind AS 24 and the same is given in Note C(6)

For and on behalf of the Board

R. G. Ramachandran	**P. S. Kapoor**
Director	*Director*
DIN : 02671982	*DIN : 02914307*

Place: Chennai
Date: April 22, 2019

ANNEXURE 2

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,
L&T Deccan Tollways (Limited)
Mount Poonamalle Road, Manapakkam,
Chennai - 600089

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by L&T DECCAN TOLLWAYS LIMITED (hereinafter called the “Company”).

The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit, We hereby report that, in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2019, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2019 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) The other laws applicable specifically to the company: Nil

We have also examined whether adequate systems and processes are in place to monitor and ensure compliance with general laws like labour laws, competition laws, environment laws etc

In respect of financial laws like Tax laws, etc we have relied on the audit reports made available during our audit for us to have the satisfaction that the Company has generally complied with the provisions of such laws

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) Listing Obligations and Disclosure Regulations of Securities Exchange Board of India.

Note:

Denotes "NOT APPLICABLE".

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Directors, Women Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period no major transactions/ events took place.

This report has to be read along with our statement furnished in Annexure A

For B. CHITRA & CO.

Place : Chennai
Date : 18/04/2019

B. CHITRA
FCS No.: 4509
C P No.: 2928

ANNEXURE 'A'

To,

The Members,

L&T Deccan Tollways Limited

Mount Poonamalle Road, Manapakkam,

Chennai - 600089

Dear Sir(s),

Sub.: Secretarial Audit Report for the Financial Year ended 31.03.2019

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management of the Company. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For B. CHITRA & CO

Place : Chennai
Date : 18/04/2019

B. CHITRA
FCS No.: 4509
C. P. No.: 2928

ANNEXURE 3

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31.03.2019

[Pursuant to section 92(3) *of the Companies Act, 2013* and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	U45203TN2011PLC083661
Registration Date	20/12/2011
Name of the Company	L&T Deccan Tollways Limited
Category / Sub-Category of the Company	Company Limited by shares/Indian Non-government Company
Address of the Registered office and contact details	P.O.Box.979, Mount Poonamallee Road, Manapakkam, Chennai- 600089 Contact no: 044 22528728
Whether listed company Yes / No	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	NSDL Database Management Limited 4th Floor, Trade World A Wing, Kamala Mills Compound Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 Ph: 022 4914 2591

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Construction and maintenance of motor ways, streets, roads, other vehicular and pedestrian ways, highways, bridges, tunnels and subways	42101	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name and Address of The Company CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	L&T Infrastructure Development Projects Limited U65993TN2001PLC046691	Holding	99.99%	2(46)

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) *Category-wise Share Holding*

Category of Shareholders	No. of Shares held as on April 01, 2018				No. of Shares held as on March 31, 2019				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	285339992	-	285339992	99.99	285339992	-	285339992	99.99	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other….	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	**285339992**	**-**	**285339992**	**99.99**	**285339992**	**-**	**285339992**	**99.99**	**-**

Category of Shareholders	No. of Shares held as on April 01, 2018				No. of Shares held as on March 31, 2019				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other….	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A) (1)+(A)(2)	**285339992***	**-**	**285339992***	**99.99**	**285339992***	**-**	**285339992***	**99.99**	**-**
B. Public Shareholding									-
1. Institutions									-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									-
a) Bodies Corp	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	8*	8*	0.01	8*	-	8*	0.01	-
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**-**	**8***	**8**	**0.01**	**8**	**-**	**8**	**0.01**	**-**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**28533992**	**8***	**285340000**	**100**	**285340000**	**-**	**285340000**	**100**	**-**

**including Shares held by individuals jointly with L&T Infrastructure Development Projects Limited*

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding as on April 01, 2018			Shareholding as on March 31, 2019			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	L&T Infrastructure Development Projects Limited	285339992	99.99%	Nil	285339992	99.99%	Nil	Nil
	Total	**285339992**	**99.99%**	**Nil**	**285339992**	**99.99%**	**Nil**	**-**

(iii) Change in Promoters' Shareholding: NIL

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	For each of the Promoters	No. of shares	% of total Shares	Cumulative Shareholding during the year	
				No. of shares	% of total shares
1.	Mr. K. Vekatesh jointly with L&T IDPL				
	As on April 1, 2018	1	0	1	0
	Share transferred to Mr. Shailesh K. Pathak jointly with L & T IDPL on May 05, 2018	–	–	–	–
	As on March 31, 2019	–	–	–	–
2.	Mr. Shailesh K. Pathak jointly with L&T IDPL				
	As on April 1, 2018	–	–	–	–
	Share transferred from Mr. K. Venkatesh jointly with L&T IDPL on May 05, 2018	1	0	1	0
	As on March 31, 2019	1	0	1	0
3.	Mr. Karthikeyan T.V jointly with L&T IDPL				
	As on April 1, 2018	1	0	1	1
	Change during the year	-	-	-	-
	As on March 31, 2019	1	0	1	1

S. No.	For Each of the Top 10 Shareholders	No. of shares	% of total Shares	Cumulative Shareholding during the year	
				No. of shares	% of total shares
4.	Mr. J. Subramanian				
	As on April 1, 2018	2	0	2	0
	No change in Shareholding during the year	–	–	–	–
	As on March 31, 2019	2	0	2	0
5.	Mr. P. G. Suresh Kumar jointly with L&T Infrastructure Development Projects Limited				
	As on April 1, 2018	1	0	1	1
	Change during the year	-	-	-	-
	As on March 31, 2019	1	0	1	1
6.	Mr.T.S.Venkatesan jointly with L&T Infrastructure Development Projects Limited				
	As on April 1, 2018	1	0	1	1
	Change during the year	-	-	-	-
	As on March 31, 2019	1	0	1	1

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each of the Directors and Key Managerial Personnel	No. of shares	% of total shares of the company	Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company
1.	Mr. T.S.Venkatesan jointly with L&T IDPL				
	As on April 1, 2018	1	0	1	0
	change in shareholding during the year- resigned with effect from March 27, 2019	1	0	1	0
	As on March 31, 2019	0	0	0	0
2.	Mr. R.G.Ramachandran jointly with L&T IDPL				
	As on April 1, 2018	1	0	1	0
	No change in shareholding during the year	0	0	0	0
	As on March 31, 2019	1	0	1	0
3.	Dr. Esther Malini jointly with L&T IDPL				
	As on April 1, 2018	1	0	1	0
	No change in shareholding during the year	0	0	0	0
	As on March 31, 2019	1	0	1	0

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(Amount in ₹)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Total Indebtedness
Particulars of indebtedness as on April 01, 2018			
i) Principal Amount	1016.90	58.00	1074.90
ii) Interest due but not paid	-	-	-
iii) Interest accrued but not due	-	-	-
Total (i+ii+iii)	**1016.90**	**58.00**	**1074.90**
Change in Indebtedness during the financial year			
• Addition	8.08	-	8.08
• Reduction	(2.78)	-	(2.78)
Net Change	**5.30**	**-**	**5.30**
Particulars of indebtedness as on March 31, 2019			
i) Principal Amount	1022.20	58.00	1080.20
ii) Interest due but not paid	-	-	-
iii) Interest accrued but not due	-	-	-
Total (i+ii+iii)	**1022.20**	**58.00**	**1080.20**

Note: the above represented amount comprises of loan balance of Rs.1026.24 crore against previous year amounting to ₹ 1021.23 crore and fair valuation of loan to amortised cost amounting to ₹ (4.04) crore as against previous year amounting to ₹ (4.33) crore.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. *Remuneration to Managing Director, Whole-time Directors and/or Manager:*

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Manager: Mr.Rajesh Prabhakar Vichare	
1.	Gross salary	19,80,897	19,80,897
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit		
	- others, specify…		
5.	Others, please specify	-	-
	Total (A)	**19,80,897**	**19,80,897**
	Ceiling as per the Act		**126,34,902**

B. *Remuneration to other directors:*

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Dr. A. Veeraragavan	Dr. Koshy Varghese	
	Fee for attending Board Meeting	1,25,000	1,25,000	2,50,000
	Fee for attending committee meetings	50,000	50,000	1,00,000
	Commission	-	-	-
	Others, please specify			
	Total (1)	**1,75,000**	**1,75,000**	**3,50,000**
2	Other Non-Executive Directors Mr. R. G. Ramachandran Dr. Esther Malini No Fee for attending board / committee Meetings and no Commission	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	**1,75,000**	**1,75,000**	**3,50,000**
	Overall Ceiling as per the Act(sitting fees)	Not more than ₹ 1,00,000/- per meeting of Board or Committee		

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

No remuneration was paid to KMP other than Manager of the Company.

Ms. Sindhu K, CFO and Mr. Karthikeyan TV, Company Secretary of the Company is employed by the Holding Company.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board

R. G. RAMACHANDRAN
Director
DIN : 02671982

P. S. Kapoor
Director
DIN : 02914307

Place: Chennai
Date: April 22, 2019

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF M/S. L&TDECCAN TOLLWAYS LIMITED

REPORT ON THE IND AS FINANCIAL STATEMENTS

OPINION

We have audited the Ind AS financial statements of L&T Deccan Tollways Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information for the year ended on that date.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and loss, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

MATERIAL UNCERTAINTY RELATING TO GOING CONCERN:

We draw attention to the following matters in the Notes to the financial statements:

Note C - 12 in the financial statements which indicates that the Company has accumulated losses and its net worth has been fully eroded, the Company has incurred a net cash loss during the current and previous year and, the Company's current liabilities exceeded its current assets as at the balance sheet date. These conditions, along with other matters set forth in Note 12, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in thes aid Note.

Our opinion is not modified in respect of these matters.

INFORMATION OTHER THAN THE IND AS FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Ind AS financial statements and our auditor's report thereon.

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

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

MANAGEMENT'S RESPONSIBILITY FOR THE IND AS FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 financial controls 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 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 Ind AS 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.

Materiality is the magnitude of misstatements in the Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Ind AS financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 Other Comprehensive Income, the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 4 of the Companies (Indian Accounting Standards) Rules, 2015.

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 and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.

g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of

Our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

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

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

For M. K. DANDEKER & CO.,
(ICAI Regn. No.000679S)

S. POOSAIDURAI
Partner
Chartered Accountants
Membership No.223754

Date: April 22, 2019
Place: Chennai

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in our Report of even date)

1. a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;

   b. The Fixed Assets have been physically verified by the Management at regular Intervals and no material discrepancies were noticed on such verification.

   c. The Company does not have any immovable properties and hence clause 3 (i) (c) of the Companies (Auditor's Report) Order 2016 is not applicable.

2. The Company is engaged in the business of infrastructure development and maintenance and hence clause 3 (ii) of Companies (Auditor's Report) order 2016 relating to inventory is not applicable.

3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

4. According to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act, 2013 are complied with in respect of loans, investments, guarantees and securities given by the Company, if any.

5. The Company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the Company.

6. The Company is maintaining the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act in respect of services carried out by the Company.

7. a. According to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, cess and any other statutory dues with the appropriate authorities.

   b. According to the information and explanation given to us, the details of statutory dues which have not been deposited as on March 31, 2019 on account of disputes are given below:

Particulars	**Period to which the amount relates**	**Forum where the dispute is pending**	**Amount (In ₹)**
Income Tax	A.Y. 2016-17	CIT (Appeals)	19,09,546

8. The Company has not defaulted in repayment of loans or borrowings to a financial institution, bank, Government or dues to debenture holders.

9. According to the information and explanation given to us, the Company has not raised moneys by way of initial public offer or further public offer (including Debt instruments) or term loans during the year and hence clause 3 (ix) of the Companies (Auditor's Report) Order 2016 is not applicable.

10. Based on the information and explanation given to us, no material fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

11. According to the information and explanations given to us and based on our examination of the records of the Company, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act 2013.

12. The Company is not a Nidhi Company and hence clause 3 (xii) of the Companies (Auditor's Report) Order 2016 is not applicable.

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

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

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

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For M. K. DANDEKER & CO.,
ICAI Regn. No.000679S

S. POOSAIDURAI
Partner
Chartered Accountants
Membership No.223754

Date: April 22, 2019
Place: Chennai

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in our Report of even date)

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

We have audited the internal financial controls over financial reporting of L&T Deccan Tollways 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 (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 M. K. DANDEKER & CO.,
ICAI Regn. No.000679S

S. POOSAIDURAI
Partner
Chartered Accountants
Membership No.223754

Date: April 22, 2019
Place: Chennai

BALANCE SHEET AS AT MARCH 31, 2019

Particulars	Note	31.3. 2019 ₹	31.3.2018 ₹
ASSETS			
(1) Non-current assets			
a) Property, plant and equipment	1	21,604,482	25,576,950
b) Intangible assets	2	20,899,585,754	21,351,880,386
c) Intangible assets under development	2(a)	148,391,326	142,275,001
d) Financial assets			
i) Loans	3	5,949,951	3,272,080
e) Other non-current assets	4	571,517	-
		21,076,103,030	21,523,004,417
(2) Current assets			
a) Financial assets			
i) Investments	5	463,190,529	421,029,570
ii) Cash and cash equivalents	6	25,540,883	24,210,865
iii) Other bank balances	6	306,502,852	288,147,351
b) Current tax assets (net)	4	3,596,726	7,583,843
c) Other current assets	4	29,050,185	20,683,255
		827,881,175	761,654,884
TOTAL ASSETS		21,903,984,205	22,284,659,301
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share capital	7	2,853,400,000	2,853,400,000
b) Other equity	8	(3,433,268,806)	(1,159,339,179)
		(579,868,806)	1,694,060,821
LIABILITIES			
(1) Non-current liabilities			
a) Financial liabilities			
i) Borrowings	9	20,162,078,987	19,020,974,709
ii) Other financial liabilities	11	78,619,941	16,502,063
b) Provisions	12	212,011,657	64,982,724
		20,452,710,585	19,102,459,496
(2) Current liabilities			
a) Financial liabilities			
i) Borrowings	9	580,000,000	580,000,000
ii) Trade payable	10	39,219,202	21,155,123
iii) Other financial liabilities	11	1,297,733,509	763,664,701
b) Other current liabilities	13	113,223,043	121,749,445
c) Provisions	12	966,672	1,569,715
		2,031,142,426	1,488,138,984
TOTAL EQUITY & LIABILITIES		21,903,984,205	22,284,659,301
CONTINGENT LIABILITIES	A		
COMMITMENTS	B		
OTHER NOTES FORMING PART OF ACCOUNTS	C		
SIGNIFICANT ACCOUNTING POLICIES			

As per our report attached
For **M. K. DANDEKER & CO.**
Chartered Accountants
(Firm registration no. 000679S)
by the hand of

For and on behalf of the Board

S. POOSAIDURAI	K. SINDHU	KARTHIKEYAN T. V.	R. G. RAMACHANDRAN	P. S. KAPOOR
Partner	*Chief Financial Officer*	*Company Secretary*	*Director*	*Director*
Membership No. 223754		*M. No. 9743*	*DIN : 02671982*	*DIN : 02914307*

Place: Chennai
Date: 22/04/2019

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

Particulars	Note	31.3. 2019 ₹	*31.3.2018 ₹*
REVENUE			
Revenue from Operations	**14**	**1,348,308,665**	*560,761,642*
Construction contract revenue		**-**	*2,344,254,690*
Other income	**15**	**71,189,932**	*25,269,031*
Total income		**1,419,498,597**	*2,930,285,363*
EXPENSES			
Construction contract expenses		-	*2,344,254,690*
Operating expenses	**16**	**323,834,310**	*142,385,419*
Employee benefit expense	**17**	**23,338,403**	*15,455,962*
Finance costs	**18**	**2,248,587,884**	*1,017,434,092*
Depreciation, amortisation and obsolescence		**1,076,423,445**	*516,015,789*
Administration and other expenses	**19**	**21,289,422**	*29,758,699*
Total expenses		**3,693,473,464**	*4,065,304,651*
Profit/(loss) before exceptional items and tax		**(2,273,974,867)**	*(1,135,019,288)*
Exceptional items		-	-
Profit/(loss) before tax		**(2,273,974,867)**	*(1,135,019,288)*
Tax Expenses			
Current tax		-	-
Profit/(loss) for the year		**(2,273,974,867)**	*(1,135,019,288)*
Other comprehensive income			
i) Items that will not be reclassified to profit or loss (net of tax)			
- Remeasurements of the defined benefit plans		**45,240**	*843,479*
ii) Items that will be reclassified to profit or loss (net of tax)		**-**	-
Remeasurements of the defined benefit plans			
Total comprehensive income for the year		**(2,273,929,627)**	*(1,134,175,809)*
Earnings per equity share (Basic and Diluted)	**C (8)**	**(7.97)**	*(4.31)*
Face value per equity share		**10.00**	*10.00*
CONTINGENT LIABILITIES	**A**		
COMMITMENTS	**B**		
OTHER NOTES FORMING PART OF ACCOUNTS	**C**		
SIGNIFICANT ACCOUNTING POLICIES	**D**		

As per our report attached
For **M. K. DANDEKER & CO.**
Chartered Accountants
(Firm registration no. 000679S)
by the hand of

For and on behalf of the Board

S. POOSAIDURAI	**K. SINDHU**	**KARTHIKEYAN T. V.**	**R. G. RAMACHANDRAN**	**P. S. KAPOOR**
Partner	*Chief Financial Officer*	*Company Secretary*	*Director*	*Director*
Membership No. 223754		*M. No. 9743*	*DIN : 02671982*	*DIN : 02914307*

Place: Chennai
Date: 22/04/2019

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	Particulars	31.3. 2019	31.3.2018
		₹	₹
A	**NET PROFIT / (LOSS) BEFORE TAX AND EXTRAORDINARY ITEMS**	**(2,273,974,867)**	*(1,135,019,288)*
	Adjustments for		
	Depreciation and amortisation expense	**1,076,423,445**	*516,015,789*
	Interest expense	**2,248,587,884**	*1,017,434,092*
	Other comprehensive income	**45,240**	*843,479*
	Interest income	**(21,410,750)**	*(8,857,049)*
	(Profit)/loss on sale of current investments (net)	**(40,722,881)**	*(17,357,169)*
	(Profit)/loss on sale of Property, plant & equipment	**10,085**	*945,187*
	Operating profit before working capital changes	**988,958,156**	*374,005,041*
	Adjustments for:		
	Increase / (Decrease) in long term provisions	**139,455,879**	*57,896,603*
	Increase / (Decrease) in trade payables	**18,064,079**	*19,390,851*
	Increase / (Decrease) in other current liabilities	**(21,617,487)**	*(194,735,489)*
	Increase / (Decrease) in other current financial liabilities	**-**	*183,523,299*
	Increase / (Decrease) in short term provisions	**(603,043)**	*1,078,949*
	(Increase) / Decrease in long term loans and advances	**(2,677,871)**	*8,112,118*
	(Increase) / Decrease in other non-current assets	**(571,517)**	-
	(Increase) / Decrease in other current assets	**(8,366,930)**	*2,146,025*
	Net cash generated from/(used in) operating activities	**1,112,641,266**	*451,417,397*
	Net income tax (paid)/refunds	**3,987,117**	*(840,183)*
	Net Cash(used in)/generated from Operating Activities	**1,116,628,383**	*450,577,214*
B	**Cash flow from investing activities**		
	Purchase of Property, plant & equipment	**(76,761,377)**	*(1,786,923,285)*
	Sale of Property, plant & equipment	**278,951**	*1,116,985*
	(Purchase)/Sale of current investments (net)	**(1,438,078)**	*(381,172,239)*
	Changes in other bank balances	**(18,355,501)**	*(286,387,285)*
	Interest received	**21,410,750**	*7,096,983*
	Net cash (used in)/generated from investing activities	**(74,865,255)**	*(2,446,268,841)*
C	**Cash flow from financing activities**		
	Proceeds from issue of equity shares	**-**	*665,000,000*
	Proceeds from long term borrowings	**80,789,636**	*1,680,846,751*
	Repayment of long term borrowings	**(30,671,466)**	*(27,614,451)*
	Proceeds from short term borrowings from related parties	**-**	*580,000,000*
	Interest paid	**(1,090,551,280)**	*(1,004,201,298)*
	Net cash (used in)/generated from financing activities	**(1,040,433,110)**	*1,894,031,002*
	Net increase / (decrease) in cash and cash equivalents (A+B+C)	**1,330,018**	*(101,660,625)*
	Cash and cash equivalents as at the beginning of the year	**24,210,865**	*125,871,490*
	Cash and cash equivalents as at the end of the year	**25,540,883**	*24,210,865*
	CONTINGENT LIABILITIES	**A**	
	COMMITMENTS	**B**	
	OTHER NOTES FORMING PART OF ACCOUNTS	**C**	
	SIGNIFICANT ACCOUNTING POLICIES	**D**	

Notes:

1. Cash flow statement has been prepared under the 'Indirect Method' as set out in the Ind AS 7 - Cash Flow statements
2. Cash and cash equivalents represent cash and bank balances.
3. Previous year's figures have been regrouped/reclassified wherever applicable.

As per our report attached
For **M. K. DANDEKER & CO.**
Chartered Accountants
(Firm registration no. 000679S)
by the hand of

For and on behalf of the Board

S. POOSAIDURAI
Partner
Membership No. 223754
Place: Chennai
Date: 22/04/2019

K. SINDHU
Chief Financial Officer

KARTHIKEYAN T. V.
Company Secretary
M. No. 9743

R. G. RAMACHANDRAN
Director
DIN : 02671982

P. S. KAPOOR
Director
DIN : 02914307

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

A) EQUITY SHARE CAPITAL

Particulars	No. of shares	₹
Balance at the beginning of the year	285,340,000	2,853,400,000
Changes in equity share capital	-	-
Balance at the end of the year	**285,340,000**	2,853,400,000

B) OTHER EQUITY

	Share application money pending allotment	Retained earnings	Total
Balance at the beginning of the year	-	(1,159,339,181)	(1,159,339,181)
Profit/(loss) for the year	-	(2,273,974,867)	(2,273,974,867)
Other comprehensive income	-	45,240	45,240
Balance at the end of the year	**-**	**(3,433,268,808)**	**(3,433,268,808)**

CONTINGENT LIABILITIES	**A**
COMMITMENTS	**B**
OTHER NOTES FORMING PART OF ACCOUNTS	**C**
SIGNIFICANT ACCOUNTING POLICIES	**D**

As per our report attached
For **M. K. DANDEKER & CO.**
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S. POOSAIDURAI
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Membership No. 223754
Place: Chennai

K. SINDHU
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M. No. 9743

R. G. RAMACHANDRAN
Director
DIN : 02671982

P. S. KAPOOR
Director
DIN : 02914307

NOTES FORMING PART OF ACCOUNTS

1) PROPERTY, PLANT AND EQUIPMENT

₹

Particulars	Cost				Depreciation				Book Value	
	As at April 01, 2018	Additions	Disposals	As at March 31, 2019	As at April 01, 2018	For the year	On disposals	As at March 31, 2019	As at March 31, 2019	As as March 31, 2018
Owned										
Plant and equipment	5,664,867	-	-	**5,664,867**	*593,750*	482,772	-	**1,076,522**	**4,588,345**	*5,071,117*
Furniture and fixtures	4,425,047	-	-	**4,425,047**	*888,735*	662,217	-	**1,550,952**	**2,874,095**	*3,536,312*
Vehicles	4,661,205	602,397	-	**5,263,602**	*659,567*	800,536	-	**1,460,103**	**3,803,499**	*4,001,638*
Office equipment	2,359,982	468,372	-	**2,828,354**	*726,288*	451,204	-	**1,177,492**	**1,650,862**	*1,633,694*
Electrical installations	6,875,585	-	-	**6,875,585**	*678,205*	825,008	-	**1,503,213**	**5,372,372**	*6,197,380*
Air conditioning and refrigeration	4,236,416	-	-	**4,236,416**	*821,450*	975,806	-	**1,797,256**	**2,439,160**	*3,414,966*
Computers, laptops and printers	3,037,375	215,944	809,867	**2,443,452**	*1,315,532*	772,602	520,831	**1,567,303**	**876,149**	*1,721,843*
Total	**31,260,477**	**1,286,713**	**809,867**	**31,737,323**	*5,683,527*	**4,970,145**	**520,831**	**10,132,841**	**21,604,482**	*25,576,950*
Previous year	*18,463,062*	*16,061,635*	*3,264,220*	***31,260,477***	*3,456,031*	*3,429,544*	*1,202,048*	**5,683,527**	**25,576,950**	-

2) INTANGIBLE ASSETS

₹

Particulars	Cost				Amortisation				Book Value	
	As at April 01, 2018	Additions	Disposals	As at March 31, 2019	As at April 01, 2018	For the year	On disposals	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018
Specialised software	3,534,292	195,585	-	**3,729,877**	*589,049*	1,228,743	-	**1,817,792**	**1,912,085**	*2,945,243*
Toll collection rights*	21,862,110,395	618,963,083	-	**22,481,073,478**	*513,175,252*	1,070,224,557	-	**1,583,399,809**	**20,897,673,669**	*21,348,935,143*
Total	**21,865,644,687**	**619,158,668**	**-**	**22,484,803,355**	*513,764,301*	**1,071,453,300**	**-**	**1,585,217,601**	**20,899,585,754**	*21,351,880,386*
Previous year	-	*21,865,644,687*	-	***21,865,644,687***	-	*513,764,301*	-	513,764,301	21,351,880,386	-

2(a) Intangible assets under development ₹

Particulars	Cost			
	As at April 01, 2018	Additions	Capitalised during the year	As at March 31, 2019
Construction cost	142,275,001	625,079,408	618,963,083	148,391,326
Total	**142,275,001**	**625,079,408**	**618,963,083**	**148,391,326**
Previous year	*10,825,681,197*	*2,852,525,665*	*13,535,931,861*	*142,275,001*

* Toll collection rights includes discounted value of premium payable to NHAI over a concession period from the month of provisional commercial operation date achieved.

NOTES FORMING PART OF ACCOUNTS (Contd.)

3 Loans

Particulars	**As at March 31, 2019**			*As at March 31, 2018*		
	Current	**Non-current**	**Total**	*Current*	*Non-current*	*Total*
	₹	₹	₹	₹	₹	₹
a) Security deposits						
Unsecured, considered good	**-**	**5,949,951**	**5,949,951**	-	*3,247,980*	*3,247,980*
b) Capital advances	**-**	**-**	**-**	-	*24,100*	*24,100*
	-	**5,949,951**	**5,949,951**	-	*3,272,080*	*3,272,080*

4 OTHER NON-CURRENT AND CURRENT ASSETS

Particulars	**As at March 31, 2019**			*As at March 31, 2018*		
	Current	**Non-current**	**Total**	*Current*	*Non-current*	*Total*
	₹	₹	₹	₹	₹	₹
Advances other than capital advances						
Advances to employees	**29,480**	**-**	**29,480**	*41,662*	-	*41,662*
Other advances	**-**	**-**	**-**	*14,000*	-	*14,000*
Others						
Prepaid Insurance	**2,862,500**	**-**	**2,862,500**	*2,139,681*	-	*2,139,681*
Prepaid expenses	**330,747**	**-**	**330,747**	*374,477*	-	*374,477*
VAT recoverable	**15,885,607**	**-**	**15,885,607**	*15,885,607*	-	*15,885,607*
GST Input Credit	**7,543,386**					
Gratuity plan asset(Net of provisions)	**126,303**	**571,517**	**697,820**	*1,369,186*	-	*1,369,186*
Other receivables	**2,272,162**	**-**	**2,272,162**	*858,642*	-	*858,642*
	29,050,185	**571,517**	**22,078,316**	*20,683,255*	-	*20,683,255*
Current tax assets (Net)						
Income tax net of provisions	**3,596,726**	**-**	**3,596,726**	*7,583,843*	-	*7,583,843*
	3,596,726	**-**	**3,596,726**	*7,583,843*	-	*7,583,843*

NOTES FORMING PART OF ACCOUNTS (Contd.)

5. INVESTMENTS (CURRENT)

Particulars	As at March 31, 2019 Current ₹	*As at March 31, 2018 Current ₹*
Investments carried at fair value through Profit and loss		
Liquid Mutual fund units	**463,190,529**	*421,029,570*
	463,190,529	*421,029,570*
Aggregate book value of quoted investments	**452,767,524**	*415,129,436*
Aggregate market value of quoted investments	**463,190,529**	*421,029,570*

Details of Mutual Funds Holdings as on March 31, 2019& March 31, 2018 as below

Particulars	No. of Units	31-03-2019		31-03-2018
		Cost	Market Value	Market Value
IDFC Cash Fund -Growth-(Regular Plan)	8,182	18,450,000	18,470,163	89,082,662
INVESCO INDIA Liquid Fund - Growth Plan (LF-SG)	43,411	107,745,422	111,202,446	63,544,883
TATA Money Market Fund Regular Plan-Growth	7,366	21,100,000	21,586,273	33,995,691
TATA Liquid Fund Regular Plan-Growth	-	-	-	45,584,257
UTI-Liquid cash plan-Institutional - Growth	6,567	20,000,000	20,028,967	53,870,498
Reliance Liquidity Fund-Growth Plan Growth Option	9,151	41,140,000	41,538,645	68,268,862
L&T Liquid Fund - Regular Growth	34,801	86,351,136	88,869,705	14,333,302
LIC MF Liquid Fund - Regular Plan Growth	-	-	-	52,349,417
ICICI MF Liquid Fund - Regular Plan Growth	118,684	31,927,810	32,687,741	-
SBI MF Liquid Fund - Regular Plan Growth	44,168	126,053,156	128,806,589	-
Total	**272,330**	**452,767,524**	**463,190,529**	**421,029,570**

6 CASH AND BANK BALANCES

Particulars	As at March 31, 2019 ₹	*As at March 31, 2018 ₹*
(i) Cash and Cash equivalents		
a) Balances with banks		
- Trust retention and escrow accounts	**14,627,812**	*15,662,910*
- Other Current accounts	**7,335**	*252,676*
b) Cash on hand	**10,905,736**	*8,295,279*
	25,540,883	*24,210,865*
(ii) Other bank balances		
a) Fixed deposits with original maturity of less than 3 months (Refer note below)	**306,502,852**	*288,147,351*
	306,502,852	*288,147,351*

The trust retention and escrow accounts carry a First charge to the extent of amount payable as per the waterfall mechanism as defined in the Concession agreement / Common loan agreement. As at March 31, 2019, there were no amounts included in this which are restricted/earmarked for any specific purposes by virtue of the said waterfall mechanism except the fixed deposit with the lead bank for the purpose of debt service reserve account as required in the loan agreement.

7 SHARE CAPITAL

(i) Authorised, issued, subscribed and paid up

Particulars	As at March 31, 2019 No. of shares	₹	*As at March 31, 2018 No. of shares*	*₹*
Authorised:				
Equity shares of ₹ 10 each	**310,000,000**	**3,100,000,000**	*310,000,000*	*3,100,000,000*
Issued, subscribed and fully paid up				
Equity shares of ₹ 10 each	**285,340,000**	**2,853,400,000**	*285,340,000*	*2,853,400,000*
	285,340,000	**2,853,400,000**	*285,340,000*	*2,853,400,000*

NOTES FORMING PART OF ACCOUNTS (Contd.)

(ii) Reconciliation of the number of equity shares and share capital issued, subscribed and paid-up:

Particulars	As at March 31, 2019		*As at March 31, 2018*	
	No. of shares	₹	*No. of shares*	*₹*
At the beginning of the year	**285,340,000**	**2,853,400,000**	*206,000,000*	*2,060,000,000*
Issued during the year as fully paid		**-**	*79,340,000*	*793,400,000*
At the end of the year	**285,340,000**	**2,853,400,000**	*285,340,000*	*2,853,400,000*

(iii) Terms / rights attached to Equity shares

The Company has only one class of equity share having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

The Company has not issued any securities during the year with the right/option to convert the same into equity shares at a later date.

The Company has not reserved any shares for issue under options and contracts/commitments for the sale of shares/disinvestment.

The shares issued carry equal rights to dividend declared by the company and no restrictions are attached to any specific shareholder.

(iv) Details of Shares held by Holding Company/Ultimate Holding Company/its subsidiaries or associates:

Particulars	As at March 31, 2019		*As at March 31, 2018*	
	No. of shares	₹	*No. of shares*	*₹*
L & T Infrastructure Development Projects Limited (including nominee holding)	**285,339,998**	**2,853,399,980**	*285,339,998*	*2,853,399,980*
	285,339,998	**2,853,399,980**	*285,339,998*	*2,853,399,980*

(v) Details of Shareholders holding more than 5% shares in the company:

Particulars	As at March 31, 2019		*As at March 31, 2018*	
	No. of shares	%	*No. of shares*	*%*
L&T Infrastructure Development Projects Limited (including nominee holding)	**285,339,998**	**99.99%**	*285,339,998*	*99.99%*

(vi) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

(vii) Calls unpaid : Nil; Forfeited Shares : Nil

8 OTHER EQUITY

	Share application money pending allotment	Retained earnings	Total
Balance at the beginning of the year	-	(1,159,339,179)	(1,159,339,179)
Profit/(loss) for the year	-	(2,273,974,867)	(2,273,974,867)
Issue of share capital		-	-
Other comprehensive income	-	45,240	45,240
Balance at the end of the year	-	(3,433,268,806)	(3,433,268,806)

9 BORROWINGS

Particulars	As at March 31, 2019			*As at March 31, 2018*		
	Current	Non-current	Total	*Current*	*Non-current*	*Total*
	₹	₹	₹	*₹*	*₹*	*₹*
Secured borrowings						
a) Term loans						
i) From banks	**-**	**8,125,425,732**	**8,125,425,732**	*-*	*8,066,872,689*	*8,066,872,689*
ii) From Financial Institution	**-**	**2,073,157,661**	**2,073,157,661**	*-*	*2,078,652,445*	*2,078,652,445*
Unsecured borrowings						
a) Loan from related party	**580,000,000**	**-**	**580,000,000**	*580,000,000*	*-*	*580,000,000*
b) Deferred payment liabilities	**-**	**9,963,495,594**	**9,963,495,594**	*-*	*8,875,449,575*	*8,875,449,575*
	580,000,000	**20,162,078,987**	**20,742,078,987**	*580,000,000*	*19,020,974,709*	*19,600,974,709*

NOTES FORMING PART OF ACCOUNTS (Contd.)

a) Details of long term borrowings

Particulars	Effective interest rate	Terms of repayment
Term loans from banks and financial Institution	Base rate + applicable spread	Repayable in 162 unequal monthly instalments commencing from Sep, 2017.

b) Nature of security for long term borrowings

(i) Secured by first charge by way of hypothecation on all movable/immovable assets of the Company, both present and future, excluding Project assets as defined in the Concession Agreement.

(ii) First charge on Project book debts, operating cash flows, receivables, commissions, insurance proceeds, revenues of whatsoever nature and wherever arising, present and future.

(iii) Assignment of all the rights, title, interest, benefits, claims and demands, whatsoever of the company.

(iv) Escrow account to the extent of waterfall of priorities of payment as permitted to the lenders under Escrow Agreement.

(v) Debt Service Coverage Ratio support amount.

(vi) First charge of all the Company's rights, interests related to the proposed project under the letter of credit (if any), guarantee or performance bond provided by any party.

c) Presentation of Long term borrowings in the Balance Sheet is as follows:

Particulars	As at March 31, 2019	As at March 31, 2018
Long term borrowings	**10,198,583,393**	*10,145,525,134*
Current maturities of long term borrowings	**23,453,004**	*23,453,004*

d) Details of unsecured loans

The unsecured loan from a related party is repayable on demand and carries no interest.

e) There has been no default in the repayment of borrowings and interest obligations during the year.

f) As at 31 March 2019, the Company has ₹ 40,68,86,091 (Previous year end 31 March 2018 ₹ 2,11,36,86,091) of undrawn committed borrowing facilities.

10 TRADE PAYABLES

Particulars	As at March 31, 2019 Current	As at March 31, 2019 Non Current	*As at March 31, 2018 Current*	*As at March 31, 2018 Non Current*
	₹	₹	₹	₹
Due to related parties	**10,078,872**	-	*20,442,859*	-
Due to others	**29,140,330**	-	*712,264*	-
	39,219,202	-	*21,155,123*	-

11 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2019 Current	As at March 31, 2019 Non-current	As at March 31, 2019 Total	*As at March 31, 2018 Current*	*As at March 31, 2018 Non-current*	*As at March 31, 2018 Total*
	₹	₹	₹	₹	₹	₹
a) Current maturities of long term borrowings	**23,453,004**	**-**	**23,453,004**	*23,453,004*	-	*23,453,004*
b) Interest accrued:						
- on Negative grant deferrment	**-**	**78,619,941**	**78,619,941**	-	*16,502,063*	*16,502,063*
- on Term Loans	**-**	**-**	**-**	*2,640,436*	-	*2,640,436*
c) Other liabilities						
- Creditors for capital supplies	**1,274,280,505**	**-**	**1,274,280,505**	*737,571,261*	-	*737,571,261*
	1,297,733,509	78,619,941	1,376,353,450	*763,664,701*	*16,502,063*	*780,166,764*

NOTES FORMING PART OF ACCOUNTS (Contd.)

12 PROVISIONS

Particulars	As at March 31, 2019 Current	Non-current	Total	*As at March 31, 2018 Current*	*Non-current*	*Total*
	₹	₹	₹	₹	₹	₹
Provision for employee benefits	**966,672**	**770,816**	**1,737,488**	*1,569,715*	*2,142,164*	*3,711,879*
Provisions for major maintenance reserve	**-**	**211,240,841**	**211,240,841**	*-*	*62,840,560*	*62,840,560*
	966,672	**212,011,657**	**212,978,329**	*1,569,715*	*64,982,724*	*66,552,439*

13 OTHER NON-CURRENT AND CURRENT LIABILITIES

Particulars	As at March 31, 2019 Current	Non-current	Total	*As at March 31, 2018 Current*	*Non-current*	*Total*
	₹	₹	₹	₹	₹	₹
i) Liability for expenses	**23,651,070**	**-**	**23,651,070**	*22,680,418*	*-*	*22,680,418*
ii) Statutory Liabilities	**6,033,233**	**-**	**6,033,233**	*3,649,491*	*-*	*3,649,491*
iii) Other Liabilities	**3,710,959**	**-**	**3,710,959**	*9,137,832*	*-*	*9,137,832*
iv) Dues to related parties:						
- for capital goods	**78,340,885**	**-**	**78,340,885**	*65,249,800*	*-*	*65,249,800*
- others	**1,486,896**	**-**	**1,486,896**	*21,031,904*	*-*	*21,031,904*
	113,223,043	**-**	**113,223,043**	*121,749,445*	*-*	*121,749,445*

A Contingent Liabilities

Contingent liabilities as at March 31, 2019 is as below (previous year: Nil)

Particulars	**A.Y.**	**Amount (In ₹)**
Income tax demand	2016-17	1,909,546

B Commitments

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for as at March 31, 2019 is ₹ Nil (previous year: ₹ 39,15,55,647/-)

14 REVENUE FROM OPERATIONS

Particulars		2018-19		*2017-18*
	₹	₹	₹	₹
Operating revenue:				
Toll Collections	**1,348,308,665**		*560,761,642*	
		1,348,308,665		*560,761,642*
		1,348,308,665		*560,761,642*

15 OTHER INCOME

Particulars		2018-19		*2017-18*
	₹	₹	₹	₹
Interest income from:				
Bank deposits	**20,396,587**		*8,857,049*	
Others	**1,014,163**		*-*	
		21,410,750		*8,857,049*
Utility Shifting income (net)		**129,983**		*-*
Profit on sale of current investments		**40,722,881**		*17,357,169*
Profit/(loss) on disposal of property, plant & equipment		**(10,085)**		*(945,187)*
Other income		8,936,403		*-*
		71,189,932		*25,269,031*

NOTES FORMING PART OF ACCOUNTS (Contd.)

16 OPERATING EXPENSES

Particulars	2018-19 ₹	₹	*2017-18* ₹	₹
Toll management fees		**55,816,693**		*26,806,744*
COS expenses (net)		**1,738,098**		
Security services		**13,922,159**		*8,399,301*
Insurance		**4,483,583**		*1,408,323*
Repairs and maintenance:				
Toll road & bridge	**52,374,038**		*12,423,808*	
Plant and machinery	**2,524,268**		*3,057,587*	
Periodic major maintenance	**140,827,227**		*62,840,560*	
Others	**9,973,121**		*7,981,368*	
		205,698,654		*86,303,323*
Professional fees		**16,597,705**		*8,141,813*
Power and fuel		**25,577,417**		*11,325,915*
		323,834,310		*142,385,419*

17 EMPLOYEE BENEFIT EXPENSES

Particulars	2018-19 ₹	₹	*2017-18* ₹	₹
Salaries, wages and bonus		**19,200,685**		*12,900,934*
Contributions to and provisions for:				
Provident fund	**1,044,442**		*649,946*	
Gratuity	**377,256**		*138,854*	
Compensated absences	**334,303**		*(76,551)*	
		1,756,001		*712,249*
Staff welfare expenses		**2,381,717**		*1,842,779*
		23,338,403		*15,455,962*

18 FINANCE COSTS

Particulars	2018-19 ₹	*2017-18* ₹
Interest on borrowings	**1,087,875,855**	*494,979,114*
Interest on negative Grant	**62,152,867**	*16,516,661*
Unwinding of discount and implicit interest expense on fair value	**1,098,559,162**	*505,938,317*
	2,248,587,884	*1,017,434,092*

NOTES FORMING PART OF ACCOUNTS (Contd.)

19 ADMINISTRATION AND OTHER EXPENSES

Particulars	2018-19 ₹	2017-18 ₹
Rent, rates and taxes	**337,825**	*220,285*
Payments to Auditor - refer note below	**724,520**	*710,726*
Professional fees	**5,165,636**	*16,728,080*
Director's sitting Fees	**413,000**	*455,200*
Postage and communication	**1,104,042**	*906,766*
Printing and stationery	**585,207**	*694,584*
Travelling and conveyance	**6,296,407**	*5,082,873*
Insurance Expenses	**623,883**	-
Repairs and Maintenance - Others	**2,304,553**	*1,691,022*
Bank Charges	**2,400,620**	*1,182,788*
Miscellaneous expenses	**1,333,729**	*2,086,375*
	21,289,422	*29,758,699*

(a) Payments to auditor (including GST) as follows:

Particulars	2018-19 ₹	2017-18 ₹
a) As auditor	**236,000**	*236,000*
b) For taxation matters	**59,000**	*59,000*
c) For other services	**429,520**	*415,726*
Total	**724,520**	*710,726*

C NOTES FORMING PART FINANCIAL STATEMENTS

1 Corporate Information

L&T Deccan Tollways Limited is a Special Purpose Vehicle (SPV) incorporated for the purpose of the four-laning of Maharashtra/Karnataka Border-Sangareddy section of NH-9 (from KM 348.800 to KM 493.000 of NH-9) in the states of Karnataka and Andhra Pradesh to be executed as Build Operate Transfer (Toll) project on Design Build Finance Operate and Transfer pattern under NHDP Phase IV B vide Concession Agreement dated February 2, 2012. Concession period is for twenty five years commencing from April 1, 2014 being the Appointed Date in terms of clause 3.1 of the the agreement. The Concession is for a period of 25 years including the construction period. At the end of the 25 years the entire facility will be transferred to National Highways Authority of India. The Company has commenced commercial operations during the previous year from 14th october 2017.

2 The CIF value of import made during the year in foreign currency is ₹ 3,08,830 (previous year: ₹ 1,04,46,751).There are no expenditure incurred nor income earned in foreign currency during the year (previous year : ₹ NIL)

3 Disclosure pursuant to Ind AS 19 "Employee benefits":

(i) Defined contribution plan:

An amount of ₹NIL (Previous year. ₹ 7,16,109) being contribution made to recognised provident fund taken as pre-operative expenses under Intangibles under development (Note 2a) and ₹ 10,44,442 taken as expense and included under Employee benefit expense (Note 17) in the Statement of Profit and loss (previous year : ₹ 6,49,946)

(ii) Defined benefit plans: - Gratuity Plan

a) Characteristics of its defined benefit plans and risks associated with them

i	Benefits offered	15/ 26 × Salary × Duration of Service
ii	Salary definition	Basic Salary including Dearness Allowance (if any)
iii	Benefit ceiling	Benefit ceiling of ₹ 20,00,000 was not applied
iv	Vesting conditions	5 years of continuous service (Not applicable in case of death/disability)
v	Benefit eligibility	Upon Death or Resignation or Retirement
vi	Retirement age	58 Years

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

b) The amounts recognised in Balance Sheet are as follows:

Particulars		**As at March 31, 2019**	*As at March 31, 2018*
		₹	₹
A)	Present value of defined benefit obligation		
	- Wholly funded	**1,602,001**	*1,366,023*
	Less : Fair value of plan assets	**2,299,821**	*1,979,960*
B)	Amount to be recognised as liability or (asset)	**(697,820)**	*(613,937)*
	Amounts reflected in the Balance Sheet		
	Liabilities	**(697,820)**	*(613,937)*
	Assets	**-**	*-*
	Net Liability / (asset)	**(697,820)**	*(613,937)*

c) The amounts recognised in the Statement of Profit and loss and amount capitalized during the year are as follows:

Particulars		**As at March 31, 2019**	*As at March 31, 2018*
		₹	₹
1	Current service cost	**344,155**	*442,306*
2	Interest on Defined benefit obligation	**(57,379)**	*1,346*
		286,776	*443,652*

d) Remeasurement recognized in other comprehensive income

Particulars	**Gratuity plan**	
Components of actuarial gain/losses on obligations	**As at March 31, 2019**	*As at March 31, 2018*
Due to change in financial assumptions	₹	₹
Due to change in demographic assumption	**19,941**	*(39,853)*
Due to experience adjustments	**-**	*-*
Return on plan assets excluding amounts included in interest income	**4,976**	*(819,341)*
	20,323	*15,715*
	45,240	*(843,479)*

e) The changes in the present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows:

Particulars	**As at March 31, 2019**	*As at March 31, 2018*
	₹	₹
Opening defined benefit obligation	**1,366,023**	*2,122,482*
Current service cost	**344,155**	*442,306*
Interest cost	**95,033**	*141,846*
Actuarial losses/(gains)		
Due to change in financial assumptions	**19,941**	*(39,853)*
Due to change in demographic assumption	**-**	*-*
Due to experience adjustments	**4,976**	*(819,341)*
Benefits paid	**(228,127)**	*(481,417)*
Closing balance of the present value of defined benefit obligation	**1,602,001**	*1,366,023*

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

f) The changes in the fair value of plan assets representing reconciliation of opening and closing balances thereof are as follows:

Particulars	**As at March 31, 2019**	*As at March 31, 2018*
	₹	₹
Opening balance of fair value of plan assets	**1,979,960**	*1,881,959*
Interest Income	**152,412**	*140,500*
Return on plan assets excluding amounts included interest income	**(20,323)**	*(15,715)*
Contribution by employer	**415,899**	*454,633*
Benefits paid	**(228,127)**	*(481,417)*
Closing balance of fair value of plan assets	**2,299,821**	*1,979,960*

The actual return on the assets is Rs. 1,32,089

g) The major components of plan assets as a percentage of total plan assets are as follows:

Particulars	**As at March 31, 2019**	*As at March 31, 2018*
Insurer managed funds	**100%**	*100%*
	100%	*100%*

h) Principal actuarial assumptions at the Balance Sheet date:

Particulars		**As at March 31, 2019**	*As at March 31, 2018*
1)	Discount rate	**7.15%**	*7.30%*
2)	Expected return on plan asset	**7.15%**	*7.30%*
3)	Salary growth rate	**6.00%**	*6.00%*
4)	Attrition rate	**"3% to 15% based on the age band**	*"3% to 15% based on the age band"*

i) A quantitative sensitivity analysis for significant assumption as at March 31, 2019

Particulars		**As at March 31, 2019**		*As at March 31, 2018*	
		Change	**Obligation**	*Change*	*Obligation*
i)	Discount rate	**+0.5%**	**1,537,069**	*+0.5%*	*1,312,144*
		-0.5%	**1,671,475**	*-0.5%*	*1,423,532*
ii)	Salary growth rate	**+0.5%**	**1,671,914**	*+0.5%*	*1,423,980*
		-0.5%	**1,536,090**	*-0.5%*	*1,311,252*

4 Disclosure pursuant to Ind AS 23 "Borrowing Costs"

Borrowing cost capitalised during the year ₹ NIL (previous year : ₹ 51,18,05,267) and amount charged to Statement of Profit and Loss is ₹ 1,08,70,86,219 (previous year ₹ 49,49,79,114).

5 Disclosure of segment information pursuant to Ind AS 108 "Operating Segments"

The Company is engaged in the business of construction, operation and maintenance of Toll road projects on a Build Operate Transfer basis in a single business segment. Hence reporting of operating segments does not arise. The Company does not have operations outside India. Hence, disclosure of geographical segment information does not arise.

6 Disclosure of related parties / related party transactions pursuant to Ind AS 24 "Related Party Disclosures"

a) List of related parties

Ultimate Holding Company : Larsen & Toubro Limited

Holding Company : L&T Infrastructure Development Projects Limited

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

Fellow Subsidiaries :

L&T Samakhiali Gandhidam Tollway Ltd.

L&T Sambalpur Rourkela Tollways Ltd.

Western Andhra Tollways Limited (Upto 04/05/2018)

Vadodara Bharuch Tollway Ltd.

L&T Halol Shamlaji Tollways Limited

Beawar Pali Pindwara Tollway Limited (Upto 04/05/2018)

L&T Transportation Infrastructure Limited

Key Managerial Personnel

Rajesh Vichare - Manager

Sindhu Kizhuveettil - Chief Financial Officer

b) Disclosure of related party transactions:

Particulars		**2018-19**	**2017-18**
		₹	₹
1.	**Purchase of goods and services incl. taxes**		
	Ultimate Holding Company		
	Larsen & Toubro Limited	**283,340,318**	*1,481,040,681*
	Holding company		
	L&T Infrastructure Development Projects Limited	**31,656,660**	*26,623,216*
2.	**Purchase of Property, plant & equipments**		
	Subsidiaries & fellow subsidiaries		
	Beawar Pali Pindwara Tollway Limited	**-**	*45,464*
	Western Andhra Tollways Limited	**-**	*1*
	L&T Halol Shamilaji Tollways Limited	**-**	*57,600*
3.	**Sale of Property, plant & equipments**		
	Subsidiaries & fellow subsidiaries		
	L&T Samakhiali Gandhidam Tollway Ltd.	**8,741**	*-*
	L&T Samalpur Rourkela Tollways Ltd.	**49,012**	
	Vadodara Bharuch Tollway Ltd.	**51,108**	
	L&T Infrastructure Development Projects Limited	**56,626**	*-*
4.	**Reimbursement of expenses charged from**		
	Ultimate Holding Company		
	Larsen & Toubro Limited	**4,486,508**	*31,443,308*
5.	**Share Capital (including advance against Share capital)**		
	Holding company		
	L&T Infrastructure Development Projects Limited	**-**	*665,000,000*
6.	**Unsecured loan received**		
	Subsidiaries & fellow subsidiaries		
	L&T Transporation Infrastructure Limited	**-**	*1,235,000,000*
Particulars		**2018-19**	**2017-18**
		₹	₹
7.	**Unsecured loan repaid**		
	Subsidiaries & fellow subsidiaries		
	L&T Transporation Infrastructure Limited	**-**	*(655,000,000)*
8.	**Key Managerial Personnel**		
	Payment of Salary / Perquisites		
	Manager - Indranil Dev Roy (upto 19 June 2017)	**-**	*1,282,260*
	Manager - Rajesh Vichare	**1,700,015**	*1,164,052*

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

c) Amount due to and due from related parties(net):

Particulars	Amounts due (to)/from	
	As at March 31, 2019	*As at March 31, 2018*
Ultimate Holding Company		
Larsen & Toubro Limited	**(82,962,041)**	*(85,157,257)*
Holding Company		
L&T Infrastructure Development Projects Limited	**(5,457,716)**	*(19,626,904)*
Fellow Subsidiaries		
Beawar Pali Pindwara Tollway Limited	**-**	*(45,464)*
L&T Transportation infrastructure Limited	**(580,000,000)**	*(580,000,000)*
L&T Samakhiali Gandhidam Tollway Ltd.	**8,741**	-
L&T Chennai-Tada Tollway Limited	**(1,365,708)**	*(1,365,708)*

d) Terms and conditions of transactions with related parties

The sales to and purchases from 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 and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2019, the company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2018 INR Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

e) There is no provision for bad and doubtful debts to related parties with regard to outstanding expenses and there is no expense recognized in respect of bad and doubtful debts due from related parties.

7 Disclosure pursuant to Ind AS 17 "Leases"

The Company has not acquired any assets either under Finance lease or under Operating lease. Hence disclosures pertaining to Ind AS 17 - "Leases" are not applicable. The Company has taken office premises and residential premises under cancellable operating lease. These agreements are normally renewed on expiry. Lease rental expenses in respect of operating leases for the year amounting to ₹ NIL (previous year ₹ 4,44,376) has been included in Pre-operative expenses pending allocation and an amount of ₹ 2,85,567 (previous year ₹ 1,62,905) is charged to statement of Profit & loss.

On March 30, 2019, the Ministry of Corporate Affairs (MCA) has notified new Ind AS on leases, Indian Accounting Standard (Ind AS) 116 which is applicable from April 1, 2019. However, there is no impact because of this change in the standard

8 Disclosure pursuant to Ind AS 33 "Earnings per share"

Basic and Diluted Earnings per share (EPS) computed in accordance with Ind AS 33 "Earnings per share".

Particulars		**As at March 31, 2019 Amount (₹)**	*As at March 31, 2018 Amount (₹)*
Basic and Diluted			
Profit after tax as per accounts (₹)	A	**(2,273,974,867)**	*(1,135,019,288)*
Weighted average number of shares outstanding	B	**285,340,000**	*263,263,497*
Basic and Diluted EPS (₹)	A / B	**(7.97)**	*(4.31)*
Face value per equity share (₹)		**10.00**	*10.00*

9 Disclosure pursuant to Ind AS 36 "Impairment of Assets"

Based on a review of the future discounted cash flows of the project facility, the recoverable amount is higher than the carrying amount and hence no provision for impairment is made for the year.

10 Disclosures as per Ind AS 37 - "Provisions, Contingent Liabilities and Contingent assets"

Contingent Liabilities :

Disclosure in respect of contingent liabilities is given as part of Note A to the Balance Sheet.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

"The company is required to operate and maintain the project highway during the entire concession period and hand over the project back to the Authority (NHAI) as per the maintenance standards prescribed in Concession agreement.

For this purpose, a regular maintenance along with periodic maintenances is required to be performed. Normally periodic maintenance includes resurface of pavements, repairs of structures and other equipments and maintenance of service roads.

As per industry practice, the periodic maintenance is expected to occur after 5-7 years. The maintenance cost / bituminous overlay may vary based on the actual usage during maintenance period. Accordingly on the grounds of matching cost concept and based on technical estimates, a provision for major maintenance expenses is reviewed and is provided for in the accounts annually.

The company expects to incur the expenditure during the year 2018-19"

Particulars	**As at March 31, 2019 Amount (₹)**	*As at March 31, 2018 Amount (₹)*
Provision for Periodic Major Maintenance:		
Balance at the beginning of the year	**62,840,560**	-
Additional provision during the year	**140,827,227**	*62,840,560*
Unwinding of discount and changes in discount	**7,573,054**	-
Provision used/reversed during the year	**-**	-
Balance at the closing of the year	**211,240,841**	*62,840,560*

11 Disclosure as per Ind AS 1 - "Presentation of Financial Statements"

For the purpose of the company's capital management, capital includes issued equity capital all other equity reserves attributable to the equity holders of the parent. The primary objective of the company's capital management is to maximise the shareholder value.
(Ind AS 1 requires the company to make quantitative and qualitative disclosures regarding objectives policies and processes for managing capital. Also, if comparative amounts are reclassified, nature amount and reason to be disclosed and not just the fact of reclassification.)

12 The Company operates in the infrastructure business sector which involves huge capital investments. The company's net worth has been eroded. However, we expects that the Company's revenue for the subsequent financial years will be sufficient to meet the expenditure and recoup the losses incurred thereby strengthening the financial position of the Company. Further, there is a continuing support from the holding company and company will be able to discharge all its obligations in foreseeable future. Accordingly, the financial statements have been prepared on going concern basis.

13 Previous year figures are regrouped/reclassified wherever necessary.

14 Financial Instruments

Disclosure of Financial Instruments by Category

Financial instruments by categories	**Note no.**	**As at March 31, 2019**			*As at March 31, 2018*		
		FVTPL	**FVTOCI**	**Amortized cost**	*FVTPL*	*FVTOCI*	*Amortized cost*
Financial assets							
Security Deposits	3	**-**	**-**	**5,949,951**	-	-	*3,272,080*
Investments	5	**463,190,529**	**-**	**-**	*421,029,570*	-	-
Cash and cash equivalents	6	**-**	**-**	**25,540,883**	-	-	*24,210,865*
Other Bank Balances	6	**-**	**-**	**306,502,852**	-	-	*288,147,351*
Total Financial Assets		**463,190,529**	**-**	**337,993,686**	*421,029,570*	-	*315,630,296*
Financial liabilities							
Term Loan from Banks	9	**-**	**-**	**8,148,878,736**	-	-	*8,090,325,693*
Term Loan from Others	9	**-**	**-**	**2,073,157,661**	-	-	*2,078,652,445*
Deferred payment liabilities (including Interest accrued)	9 & 11	**10,042,115,535**	**-**		*8,891,951,638*	-	
Loan from related party	9	**-**	**-**	**580,000,000**	-	-	*580,000,000*
Other Current Financial Liabilities	11	**-**	**-**	**1,274,280,505**	-	-	*740,211,697*
Trade Payables	10	**-**	**-**	**39,219,202**	-	-	*21,155,123*
Total Financial Liabilities		**10,042,115,535**	**-**	**12,115,536,104**	*8,891,951,638*	-	*11,510,344,958*

Default and breaches

There are no defaults with respect to payment of principal interest, sinking fund or redemption terms and no breaches of the terms and conditions of the loan.

There are no breaches during the year which permitted lender to demand accelerated payment.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

15 Fair value of Financial assets and liabilities at amortized cost

Particular	Note no.	As at March 31, 2019		*As at March 31, 2018*	
		Carrying amount	Fair value	*Carrying amount*	*Fair value*
Financial Assets					
Security Deposits	3	**5,949,951**	**5,949,951**	*3,272,080*	*3,272,080*
Cash and cash equivalents	6	**25,540,883**	**25,540,883**	*24,210,865*	*24,210,865*
Other Bank Balances	6	**306,502,852**	**306,502,852**	*288,147,351*	*288,147,351*
Total Financial Assets		**337,993,686**	**337,993,686**	*315,630,296*	*315,630,296*
Financial liabilities					
Term Loan from Banks	9	**8,148,878,736**	**8,148,878,736**	*8,090,325,693*	*8,090,325,693*
Term Loan from Others	9	**2,073,157,661**	**2,073,157,661**	*2,078,652,445*	*2,078,652,445*
Loan from related party	9	**580,000,000**	**580,000,000**	*580,000,000*	*580,000,000*
Other Current Financial Liabilities	11	**1,274,280,505**	**1,274,280,505**	*740,211,697*	*740,211,697*
Trade Payables	10	**39,219,202**	**39,219,202**	*21,155,123*	*21,155,123*
Total Financial Liabilities		**12,115,536,104**	**12,115,536,104**	*11,510,344,958*	*11,510,344,958*

The carrying amount of current financial assets and current trade and other payables measured at amortised cost are considered to be the same as their fair values, due to their short term nature.

The carrying amount of Security Deposit measured at amortized cost is considered to be the same as its fair value due to its insignificant value.

The carrying value of Rupee Term Loan and Loan from Related Party approximate fair value as the instruments are at prevailing market rate.

16 Fair Value Measurement

Fair Value Measurement of Financial asset and Financial liabilities

Fair value hierarchy

As at March 31, 2019

Financial Assets & Liabilities Measured at FV - Recurring FVM	Note no.	Level 1	Level 2	Level 3	Total
Financial assets measured at FVTPL					
Investments in Liquid Mutual Funds units	**5**	**463,190,529**	**-**	**-**	**463,190,529**
Total of Financial Assets		**463,190,529**	**-**	**-**	**463,190,529**
Financial Liabilities measured at FVTPL			**-**		**-**
Deferred payment liabilities (including Interest accrued)	**9 & 11**	**-**	**10,042,115,535**	**-**	**10,042,115,535**
Total of Financial Liabilities		**-**	**-**	**-**	**-**

Financial Assets & Liabilities Measured at Amortized cost for which fair values are to be disclosed	Note no.	Level 1	Level 2	Level 3	Total
Financial Assets					
Security Deposits	3	-	5,949,951	-	5,949,951
Cash and cash equivalents	6	-	25,540,883	-	25,540,883
Other Bank Balances	6	-	306,502,852	-	306,502,852
Total of Financial Assets		**-**	**337,993,686**	**-**	**337,993,686**
Financial Liabilities					
Term Loan from Banks	9	-	8,148,878,736	-	8,148,878,736
Term Loan from Others	9	-	2,073,157,661	-	2,073,157,661
Loan from related party	9	-	580,000,000	-	580,000,000
Other Current Financial Liabilities	11	-	1,274,280,505	-	1,274,280,505
Trade Payables	10	-	39,219,202	-	39,219,202
Total Financial liabilities		**-**	**12,115,536,104**	**-**	**12,115,536,104**

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

As at March 31, 2018

Financial Asset & Liabilities Measured at FV - Recurring FVM	**Note no.**	*Level 1*	*Level 2*	*Level 3*	*Total*
Financial assets measured at FVTPL					
Investments in Mutual Funds	5	*421,029,570*	-	-	*421,029,570*
Total of Financial Assets		*421,029,570*	-	-	*421,029,570*
Financial Liabilities measured at FVTPL					
Deferred payment liabilities (including Interest accrued)	9 & 11	-	*8,891,951,638*	-	*8,891,951,638*
Total of Financial Liabilities		-	*8,891,951,638*	-	*8,891,951,638*

Financial Assets & Liabilities Measured at Amortized cost for which fair values are to be disclosed	**Note no.**	*Level 1*	*Level 2*	*Level 3*	*Total*
Financial Assets					
Security Deposits	3	-	*3,272,080*	-	*3,272,080*
Total Financial Assets		-	*3,272,080*	-	*3,272,080*
Financial Liabilities					
Term Loan from Banks	9	-	*8,090,325,693*	-	*8,090,325,693*
Term Loan from Others	9	-	*2,078,652,445*	-	*2,078,652,445*
Loan from related party	9	-	*580,000,000*	-	*580,000,000*
Other Current Financial Liabilities	11	-	*740,211,697*	-	*740,211,697*
Trade Payables	10	-	*21,155,123*	-	*21,155,123*
Total Financial Liabilities		-	*11,510,344,958*	-	*11,510,344,958*

There are no transfer between level 1 and level 2 during the year.

The company policy is to recognise transfers into and transfer out of fair values hierarchy levels as at the end of the reporting period.

Valuation technique and inputs used to determine fair value

Financial assets and liabilities	**Valuation method**	**Inputs**
Financial assets		
Investment in Mutual Funds	Market Approach	NAV
Security deposit	Income	Cash flow
Financial liabilities		
Term Loan from Banks	Income	Current Bank Rate
Loans from Related parties	Income	Interest free
Negative grant payable to NHAI	Income	Cash flow

17 Asset pledged as security

Particulars	Note	**As at March 31, 2019**	*As at March 31, 2018*
Non Financial Assets			
Property, Plant & Equipment	1	**21,604,482**	*25,576,950*
Intangible asset	2	**20,899,585,754**	*21,351,880,386*
Intangible asset under development	2(a)	**148,391,326**	*142,275,001*
Other Financial Assets	3	**5,949,951**	*3,272,080*
Financial Assets			
Cash and Cash Equivalents	6	**25,540,883**	*24,210,865*
Investments in Mutual Funds	5	**463,190,529**	*421,029,570*
Security Deposits	3	**5,949,951**	*3,272,080*
Other Bank Balances	6	**306,502,852**	*288,147,351*
Total		**21,876,715,728**	*22,259,664,283*

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

18 Financial Risk Management

The company's activities expose it to variety of financial risks : market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize 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. The Board of Directors has established a risk management policy to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. 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

The market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

i Foreign Currency Risk

Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate.

The company is not exposed to foreign currency risk as it has no borrowing or no material payables in foreign currency.

ii 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 measures risk through sensitivity analysis.

Currently, Lending by Commercial Banks is at variable rate, which is an inherent business risk.

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

Particulars	Note	**As at March 31, 2019**	*As at March 31, 2018*
Senior Debt from Banks - Variable rate borrowings	9	**10,222,036,397**	*10,168,978,138*

Sensitivity analysis based on average outstanding Senior Debt

Interest Rate Risk Analysis	Impact on profit/ loss after tax	
	F.Y. 2018-19	*F.Y. 2017-18*
Increase or decrease in interest rate by 25 basis points	**25,488,768**	*23,346,614*

Note: Profit will increase in case of decrease in interest rate and vice versa

iii Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk).

The company is exposed to price risk due to investments in mutual funds and classified as fair value through profit and loss.

The company measures risk through sensitivity analysis.

The company's risk management policy is to mitigate the risk by investments in diversified mutual funds.

The company's exposure to price risk due to investments in mutual fund is as follows:

Particulars	Note	**As at March 31, 2019**	*As at March 31, 2018*
Investments in Liquid Mutual Fund units	5	**463,190,529**	*421,029,570*

Sensitivity Analysis

	Impact on profit/ loss after tax	
	Year Ended 31.03.2019	*Year Ended 31.03.2018*
Increase or decrease in NAV by 1%	**4,631,905**	*4,210,296*

Note - In case of decrease in NAV profit will reduce and vice versa.

B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial assets.

The company is exposed to liquidity risk due to bank borrowings and trade and other payables.

The company measures risk by forecasting cash flows.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

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 following are the contractual maturities of financial liabilities

As at March 31, 2019	**Carrying Amount**	**upto 1 year**	**1 - 2 years**	**2 - 5 years**	**> 5 years**
Non Derivative Financial Liability					
Senior Debt from Banks	10,222,036,397	23,453,004	70,311,000	760,465,008	9,367,807,385
Negative Grant	10,042,115,535	1,318,719,941	882,200,000	2,919,900,000	4,921,295,594
Derivative Financial Liability	Nil	Nil	Nil	Nil	Nil
As at March 31, 2018	**Carrying Amount**	**upto 1 year**	**1 - 2 years**	**2 - 5 years**	**> 5 years**
Non Derivative Financial Liability					
Senior Debt from Banks	10,168,978,138	23,453,004	23,453,004	773,603,004	9,348,469,126
Negative Grant	8,891,951,638	416,552,063	840,100,000	2,780,900,000	4,854,399,575
Derivative Financial Liability	Nil	Nil	Nil	Nil	Nil

C) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The company generally does not have trade receivables as collection of toll income coincide as and when the traffic passes through toll - plazas. Hence, the management believes that the company is not exposed to any credit risk.

19 Disclosure pursuant to Appendix - E to Ind AS 115 - "Service Concession Arrangements"

18.1 Description and classification of the arrangement

L&T Deccan Tollways Limited is a Special Purpose Vehicle (SPV) incorporated for the purpose of the four-laning of Maharashtra/Karnataka Border-Sangareddy section of NH-9 (from KM 348.800 to KM 493.000 of NH-9) in the states of Karnataka and Andhra Pradesh to be executed as Build Operate Transfer (Toll) project on Design Build Finance Operate and Transfer pattern under NHDP Phase IV B vide Concession Agreement dated February 02, 2012. Concession period is for twenty five years commencing from April 1, 2014 being the Appointed Date in terms of clause 3.1 of the agreement. The Concession is for a period of 25 years including the construction period. At the end of the 25 years the entire facility will be transferred to National Highways Authority of India. The Company has commenced commercial operations during the previous year from 14th october 2017.

18.2 Significant Terms of the arrangements

i) Revision of Fees:
Fees shall be revised annually on April 1 subject to the provisions Schedule G of the Concession Agreement (CA) dated January 02, 2012.

ii) Concession Fee, Other Fees and Excess Revenue Sharing:

As per Article VII of the CA, the company is required to pay ₹ 1 and concession fee per annum. In addition, the company is also required to pay an amount of ₹ 80 Crs p.a., as premium, payable on or before the 7th day of the next month calculated proportionately from the commercial operation date. The premium amount is increased at a rate of 5% annually.

iii) Rights of the Company for use of Project Highway

a To demand, collect and appropriate, Fee from vehicles and persons liable for payment of Fee for using the Project Highway or any part thereof and refuse entry of any vehicle if the Fee due is not paid.

b Right of Way, access and licence to the site.

iv) Obligation of the Company

a The company shall not assign, transfer or sublet or create any lien or Encumbrance on the CA or the Concession granted or on the whole or any part of the Project Highway nor transfer, lease or part possession thereof, save and except as expressly permitted by CA or the Substitution Agreement.

b The company is under obligation to carry out the routine and periodic maintenance of Project Highway as per provision of the CA.

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

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

vi) Details of Termination

CA can be terminated on account of default of the company or NHAI in the circumstances as specified under Chapter VI and VII of the CA.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

20 Disclosure pursuant to Ind AS 115 "Revenue from Contracts with Customers"

20.01 Movement of Contract balances during the year

Particulars	Amount in (₹)
Contract value	575,009,709
Add/(Less): Revenue recognised during the year	(211,671,595)
Add/(Less): Progress Bills raised during the year	-
Add/(Less) Advance received during the year (net of adjustments)	33,956,105
Add/(Less) : Impairment of contract asset	-
(a) Foreseeable loss on contract assets [net of reversals]	-
(b) ECL on contract assets [net of reversals]	-
Closing balance (B)	**397,294,219**

Revenue recognised during the year from opening balance of contract liabilities amounts to ' NIL. Revenue recognised during the year from the performance obligations satisfied in the previous year (arising out of contract modifications) amounts to ₹ NIL and change in contract price amounts to ₹ NIL.

20.02 Remaining performance obligations:

Particulars	Total	Likely conversion in revenue			
		1 yr	1-2 yr	2-5 yr	> 5 yr
Transaction price allocated to the remaining performance obligation	397,294,219	397,294,219	-	-	-

20.03 There is no impact in the financial statement by application of IND AS 115.

21 Since the project has started operations w.e.f.14/10/2017 previous year figures are non comparable.

D. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

1 Basis of preparation

(a) Compliance with IndAS

The Company's financial statements comply in all material respects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(b) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following items

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit (asset)/liability	Fair value of plan assets less present value of defined benefit obligations
Assets held for sale	fair value less costs to sell

(c) Use of estimates and judgements

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

(d) Measurement of fair values

"A number of the accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities. Fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that entity can access at measurement date

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

- Level 2 inputs other than quoted prices included in Level 1, that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
- Level 3 inputs for the asset or liability that are not based on observable market data (unobservable inputs)."

2 Presentation of financial statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in Schedule III to the Companies Act, 2013 ("the Act"). The Cash Flow Statement has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in Schedule III to the Act, are presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Amounts in the financial statements are presented in Indian Rupees rounded off to two decimal places in line with the requirements of Schedule

III. Per share data are presented in Indian Rupees to two decimal places.

3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of duties and taxes and net of discounts, rebates and other similar allowances.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that the future economic benefits would flow to the entity and specific criteria have been met for each of the activities described below. The Company bases its estimates on historical results, taking into consideration the type of customer, type of transaction and specifics of the arrangement.

a) Toll collection from users of the infrastructure facility constructed by the Company under the Service Concession Arrangement is recognised in the period of collection of toll / user fee which coincides with the usage of the infrastructure facility net of revenue share payable to NHAI / state authorities. Income from sale of smart cards is recognised on cash basis

b) Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable rate.

c) Fair value gains on current investments carried at fair value are included in Other income.

d) Dividend income is recognised when the right to receive the same is established by the reporting date.

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

4 Cash and Cash Equivalents

Cash and Cash Equivalents also include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions on repatriation. Short term highly liquid investments being not free from more than insignificant risk of change are not included as part of cash and cash equivalents. Bank overdrafts which are part of the cash management process is included as part of cash and cash equivalents.

5 Cash flow statement

"Cash flow statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under the indirect method, the net profit/(loss) is adjusted for the effects of:

(a) transactions of a non-cash nature;

(b) any deferrals or accruals of past or future operating cash receipts or payments and,

(c) all other items of income or expense associated with investing or financing cash flows.

The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. Cash and cash equivalents (including bank balances) are reflected as such in the Cash Flow Statement. Those cash and cash equivalents which are not available for general use as on the date of Balance Sheet are also included under this category with a specific disclosure."

6 Property, plant and equipment (PPE)

Freehold land is carried as historical cost. All other items of property, plant and equipment are stated at historical cost less accumulated depreciation and cumulative impairment. Historical cost includes expenditure that is directly attributable to acquisition of the items. Land acquired under long term lease is classified as "Property, Plant and equipment" and is depreciated over the period of lease.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. Properties in the course for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes expenditure that is directly attributable and for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

"Depreciation is recognised so as to write off the cost of assets (other than freehold land and assets under construction) less their residual values over their useful lives using the straight-line method. The estimated useful lives and residual values are reviewed at the end of each year, with the effect of any changes in estimate accounted for on a prospective basis.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

Depreciation on additions / deductions is calculated pro-rata from / to the month of additions / deductions. For the assets that are transferred / sold within the group companies, depreciation is calculated up to the month preceding the month of transfer / sale within the group."

The estimated useful lives of the assets as per management evaluation are as follows:

Category of Property, plant and equipment	**Estimated useful life (in years)**
Buildings including ownership flats	50
Plant and equipment:	
Toll equipment	7
DG Sets	12
Air-conditioning and refrigeration equipment	12
Split AC and Window AC	4
Furniture and fixtures	10
Vehicles:	
Motor cars (other than those under the Company owned car scheme)	7
Motor cars (under the Company owned car scheme)	5
Motor cycles, scooters and other mopeds	10
Tractors and other vehicles	8
Office equipment:	
Multifunctional devices, printers, switches and projectors	4
Other office equipments	5
Computers:	
Servers and systems	6
Desktops, laptops, etc,	3
Electrical installations	10

An item of property, plant and equipment is derecognised upon disposal. Any gain or loss arising on the disposal of an item of property plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the statement or profit and loss.

Depreciation charge for impaired assets is adjusted in future periods in such a manner that the revised carrying amount of the asset is allocated over its remaining useful life.

7 Exceptional items

On certain occasions, the size, type or incidence of an item of income or expense is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the notes to accounts.

8 Intangible assets

Rights under Service Concession Arrangements

Intangible assets are recognised when it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment.

Toll Projects (Right to charge users)

Toll collection rights obtained in consideration for rendering construction services, represent the right to collect toll revenue during the concession period in respect of Build-Operate-Transfer ("BOT") project undertaken by the Company. Toll collection rights are capitalized as intangible assets upon completion of the project at the cumulative construction costs plus the present value of obligation towards negative grants and additional concession fee payable to National Highways Authority of India ("NHAI")/State authorities, if any. Till the completion of the project, the same is recognised under intangible assets under development. The revenue from toll collection/other income during the construction period is reduced from the carrying amount of intangible assets under development.

The cost incurred for work beyond the original scope per Concession agreement (normally referred as "Change of Scope") is capitalized as intangible asset under development as and when incurred. Reimbursement in respect of such amounts from NHAI/State authorities are reduced from the carrying amount intangible assets to the extent of actual receipts.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

Extension of concession period by the authority in compensation of claims made are capitalised as part of Toll Collection Rights at the time of admission of the claim or when there is a contractual right to extension at the estimated amount of claims admitted or computed based on average collections whichever is more evident.

Pre-operative expenses including administrative and other general overhead expenses that are directly attributable to the development or acquisition of intangible assets are allocated and capitalized as part of cost of the intangible assets.

Intangible assets that not ready for the intended use on the date of the Balance Sheet are disclosed as “Intangible assets under development”.

9 Amortisation of intangible assets

Toll collection rights in respect of road projects are amortized over the period of concession from the date of commercial operations using the Straight line amortisation method.

10 Foreign currency transactions and translations

a) Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

b) Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing rate are:

(i) adjusted in the cost of fixed assets specifically financed by the borrowings contracted, to which the exchange differences relate.

11 Investments

Investments, which are readily realizable and are intended to be held for not more than one year, are classified as current investments. All other investments are classified as long term investments.

12 Employee benefits

Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences, long service awards and post-employment medical benefits.

(i) Short term employee benefits

“All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences etc. and the expected cost of bonus, ex-gratia are recognised in the period in which the employee renders the related service.

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under :

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

(b) in case of non-accumulating compensated absences, when the absences occur.”

(ii) Post employment benefits

(a) Defined contribution plans:

The Company’s superannuation scheme and State governed provident fund linked with employee pension scheme are defined contribution plans. The contribution paid/ payable under the scheme is recognised during the period in which the employee renders the related service.

(b) Defined benefit plans: The employees’ gratuity fund scheme and the provident fund scheme managed by the trust of the Holding Company are the Group’s defined benefit plans. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the related obligations at the Balance Sheet date. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

“Remeasurement, comprising actuarial gains and losses, the return on plan assets (excluding net interest) and any change in the effect of asset ceiling (if applicable) are recognised in other comprehensive income and is reflected immediately in retained earnings and is not reclassified to profit & loss.

The interest element in the actuarial valuation of defined benefit plans, which comprises the implicit interest cost and the impact of changes in discount rate, is classified under employee benefit expenses in the Statement of Profit and Loss.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the Company recognises related restructuring costs or termination benefits."

(iii) Other long term employee benefits:

The obligation for other long term employee benefits such as long term compensated absences, liability on account of Retention Pay Scheme are recognised in the same manner as in the case of defined benefit plans as mentioned in (ii)(b) above.

13 Borrowing costs

Borrowing costs include interest calculated using the effective interest method, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs, allocated to and utilized for acquisition, construction or production of qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset are added to the cost of the assets.

14 Leases

The determination of whether an agreement is, or contains, a lease is based on the substance of the agreement at the date of inception.
Operating leases:

(a) Property, plant and equipment acquired on leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss on a straight line basis over the term of the relevant lease.

(b) Property, plant and equipment leased out under operating leases are continued to be capitalised by the Company. Rental income is recognised on a straight-line basis over the term of the relevant lease."

15 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

16 Income taxes

The income tax expense or credit for the year is the tax payable on current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates, positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the entity will pay normal income tax. Accordingly, MAT is recognised as an asset when it is highly probable that future economic benefit associated with it will flow to the entity.

Deferred income tax is provided in full, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However deferred income tax is not accounted if it arises from the initial recognition of an asset or liability that at the time of the transaction affects neither the accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset/liability is realised or settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and deferred tax liabilities are offset, when the entity has a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same authority.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity wherein the related tax is also recognised in other comprehensive income or directly in equity.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

17 Impairment of assets

"The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired: (a) an intangible asset that is not yet available for use; and (b) an intangible asset that is amortized over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset. The recoverable amount is the higher of the fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset for which the estimated future cash flows have not been adjusted. When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognised."

18 Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognsied as an asset if it is virtually certain that the reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are disclosed in notes in case of a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation or a present obligation arising from past events, when no reliable estimate is possible . Contingent assets are disclosed in the financial statements where an inflow of economic benefits are probable.

19 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

a) Financial Assets

"All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

Investments in debt instruments that meet the following conditions are subsequently measured at amortised cost (unless the same are designated as fair value through profit or loss (FVTPL)):

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding."

A financial asset is primarily derecognised when:

i. the rights to receive cash flows from the asset have expired, or

ii. the group has transferred its 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 with a)the group has transferred substantially all the risks and rewards of the asset, or b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets: The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables and other contractual rights to receive cash or other financial asset and financial guarantees not designated as at FVTPL. For the purpose of measuring expected credit loss allowance for businesses other than financial services for trade receivables, the Company has used a provision matrix which takes into account historical credit loss experience and adjusted for forward looking information as permitted under Ind AS 109.

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd.)

b) Financial Liabilities

"Financial liabilities are classified at initial recognition, as financial liabilities as fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Loans and borrowings are subsequently measured at amortised costs using Effective Interest Rate method.

Financial liabilities at fair value through profit or loss (FVTPL) are subsequently measured at fair value.

Financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires."

20 Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

21 Operating Cycle

Based on the nature of products / activities of the Group and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

22 Claims

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

23 Commitments

Commitments are future liabilities for contractual expenditure. Commitments are classified and disclosed as follows:

(i) Estimated amount of contracts remaining to be executed on capital account and not provided for

(ii) Uncalled liability on shares and other investments partly paid

(iii) Funding related commitment to subsidiary, associate and joint venture companies and

(iv) Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

As per our report attached
For **M. K. DANDEKER & CO.**
Chartered Accountants
(Firm's registration no.: 000679S)
by the hand of

For and on behalf of the Board

S. POOSAIDURAI	**K. SINDHU**	**KARTHIKEYAN TV**	**R. G. RAMACHANDRAN**	**P. S. KAPOOR**
Partner	*Chief Financial Officer*	*Company Secretary*	*Director*	*Director*
Membership No.: 223754		*M. No. 9743*	*DIN : 02671982*	*DIN : 02914307*
Place: Chennai				
Date: 22/04/2019				