

BOARD REPORT

Dear Members,

The Directors have pleasure in presenting their report and Audited Accounts for the year ended March 31, 2020.

Financial Results / Financial Highlights

<i>(Rs. in crore)</i>		
Particulars	2019-20	2018-19
Profit / (Loss) Before Depreciation, exceptional items & Tax	64.32	58.95
Less: Depreciation, amortization, impairment, and obsolescence	0.29	0.01
Profit / (Loss) before exceptional items and tax	64.03	58.94
Add: Exceptional Items	-	-
Profit / (Loss) before tax	64.03	58.94
Less: Provision for tax	1.11	15.25
Profit for the period carried to the Balance Sheet	62.92	43.70
Add: Other comprehensive Income	(0.01)	(0.02)
Total Comprehensive income of the year	62.90	43.68
Add: Balance brought forward from previous year	57.01	57.02
Balance available for disposal	119.91	100.70
Debenture Redemption Reserve	-	43.70
Balance to be carried forward	119.91	57.01

State of Company Affairs:

The gross revenue and other income for the financial year under review were Rs. 219.05 crore as against Rs.218.85 crore for the previous financial year registering an increase of 0.09%. The profit before tax and profit after tax was Rs.64.03 crore &

Rs.62.92 crore for the financial year under review as against Rs.58.94 crore & Rs 43.70 crore for the previous financial year, registering an increase in profit by 8.63% & 43.99% respectively.

Capital & Finance

The Company has not issued and allotted share capital during the year.

During the year the Company has redeemed 321 debentures having a face value of Rs.10 lakh each.

Capital Expenditure

As on March 31, 2020 the gross fixed and intangible assets including leased assets, stood at Rs.9.44 crore and the net fixed and intangible assets, including leased assets, at Rs.9.14 crore. Capital Expenditure during the year amounted to Rs.2.80 crore however the company has not incurred any capital expenditure towards its intangible assets.

Deposits

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

Depository System

As on March 31, 2020, the shares of the Company are held in the following manner:

Equity shares:

100% of the Company's equity paid up capital representing 19,26,00,000 equity shares @ Rs.10/- each are held in dematerialized form.

Non-convertible Debentures (NCD):

100% of Debentures representing 14449 NCDs @ Rs.10 lakh each are held in dematerialized form and are listed with Bombay Stock Exchange.

Subsidiary Companies

The Company does not have any Subsidiary/Associate/Joint Venture Companies.

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.

Details of loans given, investments made or guarantees given or security is provided in the financial statement.

Particulars of Contracts or Arrangements with related parties

All related party transactions during the year have been approved in terms of the Act and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015. The entire related party transactions were at arms'-length basis and in the ordinary course of business. The details of material Related Party Transactions are provided in **Annexure I (AOC-2)**.

Amount to be carried to reserve

Due to inadequate profit the Company has not transferred any amount to any reserves during the year under review.

Dividend

The Board has not recommended dividend for the financial year 2019-2020.

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 or commitments adversely affecting the financial position of the Company have occurred between the end of the financial year and the date of this report.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Conservation of Energy and Technology absorption

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.

Foreign exchange earnings and outgo

During the year, the Company has not incurred any transaction in foreign currency.

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

Corporate Social Responsibility

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with requirements of Section 135 of the Act read with the rules made thereunder. As on March 31, 2020 the committee comprised of Dr.Koshy Varghese, Mr. Pramod Sushila Kapoor and Mr. P. G. Suresh Kumar as Members of the Committee.

The terms of reference of the Corporate Social Responsibility Committee are in line with the provisions of the Act.

During the year, one CSR committee meeting was held and the details are given below,

Date	Strength	Members Present
July 10, 2019	3	3

The CSR Policy as approved by the Board of Directors is available on website of its Holding Company (L&T IDPL) www.Intidpl.com.

The details of CSR expenditure for the FY 2019-20 is enclosed to this Report as 'Annexure 2'.

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

Mr. Pramod Sushila Kapoor was appointed as Director with effect from April 22, 2019 and Mr. Karthikeyan T.V. had resigned as Director with effect from May 1, 2019. Mr. P. G. Suresh Kumar, Director retired by rotation at the Annual General Meeting held on September 24, 2019 and was reappointed as Director.

The Independent Directors of the Company have registered themselves on the Independent Director's Databank.

The first term of 5 years of the Independent Directors of the Company concluded on March 29, 2020. Subsequently, the Independent Directors were re-appointed for a second term of 5 years from March 30, 2020 to March 29, 2025.

The qualification, technical knowledge and expertise of the Independent Directors are best suited for the Company's business. The Independent Directors were re-appointed for the second term of 5 years as non-executive directors felt that the contribution of the Independent Directors towards the progress of the Company was invaluable so far and will continue to be so in future also.

Composition of Board of Directors of the Company as on March 31, 2020 stood as below:

S. No.	Name of the Director	Designation	DIN
1	Mr. Pramod Sushila Kapoor	Director	02914307
2	Mr. P. G. Suresh Kumar	Director	07124883
3	Dr. Koshy Varghese	Independent Director	03141594
4	Ms. Samyuktha Surendran	Independent Woman Director	07138327

Ms. R. Swathi had resigned as Chief Financial Officer with effect October 9, 2019 and Mr. A. L. N. Varma was appointed in her place with effect from October 11, 2019.

Mr. Ojes C. Madappattu was reappointed as Manager for a further term of 3 years with effect from March 15, 2020.

The Key Managerial Personnel (KMP) of the Company as on March 31, 2020 are:

S. No.	Name	Designation	Date of Appointment
1	Mr. Ojes C. Madappattu	Manager	March 15, 2020
2	Mr. A.L.N.Varma	Chief Financial Officer	October 11, 2019
3	Mr. R. G. Ramachandran	Company Secretary	October 28, 2015

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

Date	Board Strength	Directors present
April 22, 2019	5	4
July 10, 2019	4	4
October 11, 2019	4	4
January 10, 2020	4	4

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), Corporate Social Responsibility Committee (CSR)
- Report on 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

The Independent Directors have the freedom to interact with the Company's management. Interactions happen during the Board / Committee Meetings, when senior company personnel are asked to make presentations about performance of the Company. Presentations are made regularly to the Board/NRC/AC (minutes of Board, AC and NRC are circulated to the Board), Presentations, inter alia cover business strategies, management structure, management development and planning, half-yearly and annual results, budgets, treasury, review of Internal Audit reports, risk management, etc.

Audit Committee

The Company has constituted an Audit Committee in terms of the requirements of the Companies Act, 2013. During the year, the Committee was reconstituted with Mr. Pramod Sushila Kapoor in place of Mr. Karthikeyan T.V. who has resigned as Director. As on March 31, 2020 the Committee comprised of Dr. Koshy Varghese, Ms. Samyuktha Surendran and Mr. Pramod Sushila Kapoor.

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	Members present
April 22, 2019	3	2
July 10, 2019	3	3
October 11, 2019	3	3
January 10, 2020	3	3

Vigil Mechanism / Whistle Blower Policy

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 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.

The Company follows the whistle blower policy of the Holding Company to report concerns about unethical activities, actual/suspected frauds and violation of Company's Code of Conduct. The policy provides for adequate safeguards against victimization of persons who avail the same and provides for direct access to the Chairman of the Audit Committee.

Member can view the details of the whistle blower policy under the said framework of the Holding Company on its website www.lntidpl.com.

Company Policy on Director Appointment and Remuneration

The Company had constituted the Nomination and Remuneration Committee in accordance with the requirements of the Act read with the Rules made thereunder. The Committee comprised of Dr. Koshy Varghese, Ms. Samyuktha Surendran and Mr. P. G. Suresh Kumar.

During the year, three Meetings of the Nomination and Remuneration Committee was held as detailed hereunder.:

Date	Strength	Members Present
April 22, 2019	3	2
October 11, 2019	3	3
January 10, 2020	3	3

The Committee had formulated a policy on Director's appointment and remuneration including recommendation of remuneration of the Key Managerial Personnel (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 Act. For the year ended March 31, 2020, the audit committee and Board have opined 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.

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.

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 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.

Disclosure of Remuneration

The information required under Section 197(12) of the Act and the Rules made thereunder, is provided below.

The Directors of the Company are not paid any remuneration except sitting fees to Independent Directors. Hence, the remuneration of the Directors to that of the employees of the Company is not comparable.

Remuneration of KMP*Rs.in lakh (rounded off to two decimals)*

Name of the KMP	Designation	Remuneration in FY 2019-20	Remuneration in FY 2018-19	% increase in remuneration of FY 2019-20 as compared to previous FY 2018-19	Performance of the Company for FY 2018-19	
					% of Revenue Increase in revenue of FY 2018-19 as compared to FY 2019-20	% of change in Profit / Loss after Tax of FY 2018-19 as compared to FY 2018-19
Mr. Ojes C.Madappattu	Manager	23.13	20.48	12.94%	0.09%	8.63%
Mr. A.L.N.Varma*	CFO	-	-	-		
Mr. R.G.Ramachandran*	Company Secretary	-	-	-		

**Employees of Holding Company*

The Median Remuneration of Employees (“MRE”) was Rs. 0.052 crore and Rs. 0.046 crore in the financial year 2019-20 and 2018-19 respectively. The percentage increase in MRE in the financial year 2019-20 as compared to previous financial year is 6%.

The number of permanent employees on the rolls of the Company as of March 31, 2020 and March 31, 2019 was 11 and 12 respectively.

The remuneration paid to the employees is as per the remuneration policy of the Holding Company.

A statement containing the names of every employee employed throughout the financial year and in receipt of remuneration of Rs.1.02 crore or more or employed for part of the year and in receipt of Rs.8.5 lakh or more a month under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed to this report as ‘**Annexure 3**’.

In terms of Section 136(1) of the Act and the Rules made thereunder, the Report and Accounts are being sent to the shareholders. None of the employees listed in the said Annexure 3 are related to any Director of the Company.

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.

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 harassment of women at work place (Prevention, Prohibition and redressal) Act, 2013. There were no complaints of sexual harassment received by the Company during the year.

Auditors Report

The Auditors' Reports on the financial statements for the financial year 2019-20 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.

Auditor

The Company at the third Annual General Meeting (AGM) held on September 25, 2015 for the Financial Year 2015-16 had appointed M/s M. K. Dandeker & Co, Chartered Accountants, (Registration no. 000679S), Chennai as Statutory Auditors of the Company to hold office until the conclusion of the AGM to be held during the year 2020.

Secretarial Auditor

M/s Balaji Rajan & Associates, Company Secretary in practice (CP No. 6965), was appointed to conduct the secretarial audit of the Company for the financial year 2019-20, as required under Section 204 of the Act and Rules thereunder.

The secretarial audit report to the Shareholders for the financial year 2019-20 is attached to this Report and is unqualified and has no adverse remark - '**Annexure 4**'.

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 2019-20, 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 2019-20 would be filed with the Ministry of Corporate Affairs (MCA) once the same is finalised. The cost audit report for the year 2018-19 was filed with MCA.

Details of Significant & Material Orders Passed by the Regulators or Courts or Tribunals

During the year under review, Central Electricity Regulatory Commission (CERC) vide its Order dated January 22, 2020 granted approval for securitisation of Assets of the Company with respect to refinancing of the Project in favour of the Lenders.

Extract of Annual Return

The extract of the annual return in Form No. MGT – 9 is enclosed to this Report as 'Annexure 5'.

Debenture Trustee

As at March 31, 2020, the total outstanding debentures allotted by the Company were Rs.1444.90 crore. M/s IDBI Trusteeship Services Limited, having their office at Asian Building, ground floor, 17, R.Kamani Marg, Ballard Estate, Mumbai 400001 were appointed as the Debenture Trustee for the same.

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

Date: July 7, 2020
Place: Chennai

Pramod Sushila Kapoor
Director
DIN: 02914307

P.G.Suresh Kumar
Director
DIN: 07124883

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 arms-length transactions under the 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 2019 – 20 which required shareholders' approval as per Sec. 188(1) of the Companies Act, 2013
- b. The details of related party transactions during the FY 2019 – 20 form part of the financial statements as per Ind AS 24 and the same is given in Note

For and on behalf of the Board

*Date: July 7, 2020
Place: Chennai*

Pramod Sushila Kapoor
*Director
DIN: 02914307*

P.G.Suresh Kumar
*Director
DIN: 07124883*

CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

a. Amount to be spent on CSR:

Particulars	Amount in Rs
Average Net Profit of the Company for the last three financial years	45,67,73,274
Amount to be spent as CSR during the year	91,35,500
Amount carried forward from earlier years	41,03,988
Amount spent during the year	81,77,099
Amount unspent aggregating	50,62,389

The CSR committee confirms that the implementation and monitoring of the CSR policy is in compliance with the CSR objectives and policy of the Company.

b. Manner in which amount spent during the financial year:

CSR project/activity identified	Sector in which the Project is covered	Projects/ Programs: Village / State	Amount outlay (budget) project / program wise	Amount spent on the project / programs Sub-heads:	Cumulative spend upto the reporting period	Amount spent (Direct / implementing agency)
Construction of Class Room Buildings and Toilets including Water Tank (1000 Ltr), Septic Tank (6000 Ltr) and Sump (1000 Ltr)						
Completion of Contract and Handover of Keys	Education	Meersabihally Village / Karnataka	5,85,934	5,85,934	5,85,934	Direct
Construction of Two Class Room Buildings						
1 Basement works	Education	Katarki Village / Karnataka	7,08,000	7,08,000	7,08,000	Direct
2 Ground Floor Slab			4,24,800	4,24,800	4,24,800	
3 Brick Work			2,83,200	2,83,200	2,83,200	
4 Internal/External Plastering			2,83,200	2,83,200	2,83,200	
5 Doors, UPVC Window & Louvers/Flooring			2,83,200	2,83,200	2,83,200	
6 Painting/Plumbing/Electrical works			2,83,200	2,83,200	2,83,200	
7 Completion of Contract and Handover of Keys			5,66,400	5,66,400	5,66,400	
Construction of Two Class Room Buildings						
1 Basement works	Education	Bannigola / Karnataka	7,08,000	7,08,000	7,08,000	Direct
2 Ground Floor Slab			4,24,800	4,24,800	4,24,800	
3 Brick Work			2,83,200	2,83,200	2,83,200	
4 Internal/External Plastering			2,83,200	2,83,200	2,83,200	
5 Doors, UPVC Window & Louvers/Flooring			2,83,200	2,83,200	2,83,200	
6 Painting/Plumbing/Electrical works			2,83,200	2,83,200	2,83,200	
7 Completion of Contract and Handover of Keys			5,66,400	5,66,400	5,66,400	
Construction of School Building						
Completion of Contract	Education	Mysandra / Karnataka	29,51,630	19,27,165	19,27,165	Direct

Kudgi Transmission Limited

The Company has already identified the projects and the partial work / payment done. During first quarter FY 2020 – 21 the identified project works are proposed to be completed and thereupon payment will be made by the Company.

For and on behalf of the Board

Date: July 7, 2020
Place: Chennai

Pramod Sushila Kapoor
Director
DIN: 02914307

P.G.Suresh Kumar
Director
DIN: 07124883

Annexure 3

Details of top ten employees in terms of remuneration as on March 31, 2020
[Pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

S.No.	Employee Name	Designation	*CTC (Rs. in crore)
1	Ojes C Madappattu	Sr Manager – Projects (Transmission Lines)	0.23
2	Santhosh Kumar A	Assistant Manager - Accounts & Administration	0.08
3	K Kaladharan	Officer - Construction (Transmission Line)	0.07
4	Sridhara Murthy M R	Officer – Liaison	0.07
5	More Nagesh Dhondiba	Officer – Materials	0.06
6	Poorna Chandra Rao N	Sr Engineer - Maintenance	0.05
7	Chiranjeevi K	Engineer - Maintenance	0.05
8	Dora Babu S	Engineer - Maintenance	0.05
9	Pradeep J	Engineer - Maintenance	0.05
10	Dinesh P.S	Engineer - Maintenance	0.05

* CTC as per HR Policy

For and on behalf of the Board

Date: July 7, 2020
Place: Chennai

Pramod Sushila Kapoor
Director
DIN: 02914307

P.G.Suresh Kumar
Director
DIN: 07124883

FormNo.MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year 2019-20

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

To,
The Members,
M/S. KUDGI TRANSMISSION LIMITED,

Chennai

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. KUDGI TRANSMISSION LIMITED (CIN U40106TN2012PLC111122)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **M/s .KUDGI TRANSMISSION LIMITED** 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 secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended 31st March 2020, complied with the statutory provisions listed thereunder 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:

I have examined the books, paper, minute books, forms and returns filed other records maintained by **M/s. KUDGI TRANSMISSION LIMITED (“the Company”)** for the Financial Year ended on 31st March 2020 according to the provisions of:

The Companies Act, 2013 (the Act) and the rules made there under;

- i) The National Highways Authority of India Act, 1988.

The Company has complied with the provisions of Securities Exchange of Board of India (Listing Obligation and Disclosure Requirements), 2015 and it has published half year financial results in the newspaper.

The Company is a Debt Listed Closely held Public Limited Company and hence compliance under the Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) via:

- i. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ;
- ii. The Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2009
- iii. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- iv. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
- v. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **are NOT ATTRACTED.**

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India and during the period under review the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc as mentioned above.

Further that the management of the Company as informed that all the Related Party Transactions entered by the Company during the period under review have been entered at Arm's Length Basis and in the Ordinary Course of Business and therefore, compliance of provisions of Companies Act, 2013 in respect of any of these transactions do not arise.

I further report that the Board of Directors of the Company is constituted with Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the periods under reviews were carried out in compliance with the provisions of the Act.

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days 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.

In respect of resolution passed in circulation the company followed a healthy system of circulating the detailed agenda to all the Directors in a single file system, followed by placing the concerned agenda in the subsequent meeting.

A review of the minutes of the Board meetings held during the year indicate that wherever required detailed deliberations were carried out in respect of all the agenda items that were required to be so carried out and there were no dissenting views in respect of any of the items.

I 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.

I further report that during the period under review, the Board of Directors of the Company has approved the following major items:

- Appointment of Mr.Pramod Sushila Kapoor as Additional Director of the Company w.e.f. 22/04/2019
- Resignation of Mr. Venkataraman Karthikeyan from the position of Director of the Company w.e.f. 01/05/2019
- Resignation of Mrs. Ravisankar Swathi from the position of Chief Financial Officer of the Company w.e.f. 09/10/2019
- Appointment of Mr. Anaparthi Lakshmi Narayana Varma as Chief Financial Officer of the Company w.e.f. 11/10/2019

I further report that during the audit period the company has obtained the approval of its members for the following major items:

- Alteration of Articles of Association of the Company by annexing PART A in the existing Articles of Association which comprise of clause no.1 to 13 in the ExtraOrdinary General Meeting of the company held on 27/05/2019
- Mr.Pramod Sushila Kapoor, appointed as Additional Director by the Board of Directors on 22/04/2019 has been appointed as Director in the Annual General Meeting held on 24/09/2019;
- Mr.Koshy Varghese and Ms. Samyuktha Surendran have been re-appointed as Independent Directors for the period of five years from 30/03/2020 to 29/03/2025 in the Extra-Ordinary General Meeting held on 02/03/2020.

I further report that my audit was subjected only to verifying adequacy of systems and procedures that are in place for ensuring proper compliances by the Company and I am not responsible for any lapses in those compliances on the part of the Company.

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Place: Chennai

Date:

To

Annexure A

The Members,
M/s.Kudgi Transmission Limited,
Chennai.

Our report of even date, it is to be read along with this supplementary testimony:

- a) Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Record based on our audit
- b) We have followed the audit practices and processes that were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on a 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.
- c) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- d) Wherever required, we have obtained Management representation about the compliance of laws, rules and regulation and happenings of events etc.
- e) The Compliance of the provisions of corporate and other applicable laws, rules and regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- f) The Secretarial Audit is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management conducted the affairs of the Company.

Place: Chennai

Date:

Form No. MGT-9

Extract of annual return as on the financial year ended on March 31, 2020

[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	U40106TN2012GOI111122
Registration Date	27/11/2012
Name of the Company	Kudgi Transmission 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 TN 600089 www.Intidpl.com
Whether listed company Yes / No	Yes. Listed with BSE
Name, Address and Contact details of Registrar and Transfer Agent, if any	NSDL Database Management Limited. 4 th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400013. (Phone: +91 22 49142700)

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:-

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Construction/erection and maintenance of Power, Telecommunication and Transmission Line	42202	100%

III. Particulars of holding, subsidiary and associate companies

S. No.	Name and CIN/GLN of the Company	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	L&T Infrastructure Development Projects Limited(L&T IDPL) CIN:U65993TN2001PLC046691	Holding	99.9%	2(46)

Kudgi Transmission Limited

2) Non-Institutions										
a) Bodies Corp.										
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	5*	2	7*	0.01	7*	-	7*	0.01	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B) (2):-	5*	2	7*	0.01	7*	-	7*	0.01	-	-
Total shareholding of Public shareholding (B) =(B)(1)+(B)(2)	5*	2	7*	0.01	7*	-	7*	0.01	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	192599998*	2	192600000	100	192600000*	-	192600000	100	-	-

**including shares held by individuals jointly with L&T Infrastructure Development Project Limited.*

(ii) Shareholding of Promoters

S.No	Shareholder's Name	No. of Shares held as on April 1, 2019			No. of Shares held as on March 31, 2020			% 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 IDPL	192599993	99.99%	–	192599993	99.99%	–	–
	Total	192599993	99.99%	–	192599993	99.99%	–	–

(iii) Change in Promoters' Shareholding (please specify, if there is no change): NIL

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

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
1.	Mr. Shailesh K Pathak jointly with L&T IDPL				
	As on April 1, 2019	1	0	1	0
	No change in shareholding during the year	–	–	–	–
	As on March 31, 2020	1	0	1	0
2	Dr. Esther Malini jointly with L&T IDPL				
	As on April 1, 2019	1	0	1	0
	No change in shareholding during the year	–	–	–	–
	As on March 31, 2020	1	0	1	0
3	Mr. P.Padmanabhan jointly with L&T IDPL				
	As on April 1, 2019	1	0	1	0
	No change in shareholding during the year	–	–	–	–
	As on March 31, 2020	1	0	1	0
4	Mr. Karthikeyan T V jointly with L&T IDPL				
	As on April 1, 2019	1	0	1	0
	No change in shareholding during the year	–	–	–	–
	As on March 31, 2020	1	0	1	0

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each Director and Key Managerial Personnel	No. of shares	% of total shares	Cumulative Shareholding during the year	
				No. of shares	% of total shares
1	Mr. P.G.Suresh Kumar jointly with L&T IDPL				
	As on April 1, 2019	1	0	1	0
	No change in shareholding during the year	–	–	–	–
	As on March 31, 2020	1	0	1	0
2	Mr. R.G.Ramachandran				
	As on April 1, 2019	2	0	2	0
	No change in shareholding during the year	–	–	–	–
	As on March 31, 2020	2	0	2	0

V. Indebtedness

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

(Amount in Rs.)

Particulars	Secured loans	Unsecured Loans	Total Indebtedness
Indebtedness at the beginning of the year			
i) Principal amount	14718364297	–	14,718,364,297
ii) Interest accrued but not paid	–	–	–
iii) Interest accrued but not due	1,258,857,276	–	1,258,857,276
Total(i+ii+iii)	15,977,221,573	–	15,977,221,573
Change in Indebtedness during the financial year			
Addition	–	–	–
Reduction	(316,752,480)	–	(316,752,480)
Net change	(316,752,480)	–	(316,752,480)
Indebtedness at the end of the year			
i) Principal amount	14,416,042,672	–	14,416,042,672
ii) Interest accrued but not paid	–	–	–
iii) Interest accrued but not due	1,244,426,421	–	1,244,426,421
Total(i+ii+iii)	15,660,469,093	–	15,660,469,093

VI. Remuneration of Directors and Key Managerial Personnel**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:***(Amount in Rs.)*

S. No.	Particulars of Remuneration	Manager: Ojes C. Madappattu	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	23,13,100	23,13,100
	(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	–	–
5.	Others, please specify	–	–
	Total	23,13,100	23,13,100
	Ceiling as per the Act	6,48,16,084	6,48,16,084

B. Remuneration to other directors:*(Amount in Rs.)*

S. No	Particulars of Remuneration	Name of the Directors		Total Amount
		Dr. Koshy Varghese	Ms. Samyuktha Surendran	
1	Independent Directors			
	Fee for attending Board Meeting / Committee Meeting	1,35,000	1,70,000	3,05,000
	Commission	–	–	–
	Others	–	–	–
	Total (1)	1,35,000	1,70,000	3,05,000
2.	Other Non – Executive Directors 1) Mr. Pramod Sushila Kapoor 2) Mr. P.G.Suresh Kumar No fee for attending Board Meeting / Committee Meeting and no Commission was paid	–	–	–
	Total (2)	–	–	–
	Total =(1+2)	1,35,000	1,70,000	3,05,000
	Total Managerial Remuneration	NA		
	Overall Ceiling as per the Act	Sitting fees not more than Rs.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 Key Managerial Personnel other than Manager. Mr. A.L.N.Varma, Chief Financial Officer and Mr. R.G.Ramachandran, Company Secretary are employees of the Holding Company.

VII. Penalties / Punishment/ Compounding of Offences: Nil

For and on behalf of the Board

Date: July 7, 2020
Place: Chennai

Pramod Sushila Kapoor
Director
DIN: 02914307

P.G.Suresh Kumar
Director
DIN: 07124883

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. Kudgi Transmission Limited

Report on the Ind AS Financial Statements

Opinion

We have audited the Ind AS financial statements of **Kudgi Transmission Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, 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, 2020, and profit, 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 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no Key Audit Matters to communicate in our report.

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 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) 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 statement 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 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 accounts.
- d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- 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)**

Date: May 02, 2020

Place: Chennai

UDIN: 20223754AAAADR3041

S. Poosaidurai

Partner

Chartered Accountants

Membership No. 223754

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 title deeds of immovable properties are held in the name of the Company.
2. The Company is engaged in the business of infrastructure development and maintenance and hence clause 3 (ii) of the Companies (Auditor's Report) Order 2016 relating to inventory is not applicable.
3. According to the information and explanations given to us, the Company has not granted unsecured loans which are repayable on demand to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. The Company has not entered into any transaction in respect of loans, investments, guarantees and securities, which attracts provisions of section 185 and 186 of the Companies Act, 2013. Therefore, the paragraph 3(iv) of the of Companies (Auditor's Report) order 2016 is not applicable to the Company.
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 services Tax, duty of customs, 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, 2020 on account of disputes are given below:

Particulars	Period to which amount relates	Forum where the dispute is pending	Amount (In ₹)
Income Tax	A.Y. 2017-18	CIT (Appeals)	44,19,994

8. The Company has not defaulted in repayment of loans or borrowings to a financial institution, bank, Government or dues to debenture holders.
9. The Company has not taken any term loans or raised any money by way of initial public offer or further Public offer during the year.
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)**

Date: May 02, 2020

Place: Chennai

UDIN: 20223754AAAADR3041

S. Poosaidurai

Partner

Chartered Accountants

Membership No. 223754

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 **Kudgi Transmission Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M. K. Dandekar & Co.,
(ICAI Regn. No. 000679S)**

Date: May 02, 2020

Place: Chennai

UDIN: 20223754AAAADR3041

**S. Poosaidurai
Partner
Chartered Accountants
Membership No. 223754**

Kudgi Transmission Limited
Balance Sheet as at March 31, 2020

Particulars	Note	As at March 31, 2020 ₹	As at March 31, 2019 ₹
ASSETS			
Non-current assets			
a) Property, Plant and Equipment	1(a)	9,14,33,598	3,97,96,899
b) Capital work-in-progress	1(b)	-	2,66,03,208
c) Financial Assets			
i) Loans	2	50,000	3,85,400
ii) Other financial assets	3	15,30,44,82,392	15,64,66,79,177
d) Other non-current assets	4	1,55,024	3,93,056
	A	15,39,61,21,014	15,71,38,57,740
Current assets			
a) Financial Assets			
i) Investments	6	2,07,90,00,522	2,77,09,26,102
ii) Cash and bank balances	7	37,52,084	2,66,29,797
iii) Other bank balances	8	2,27,65,14,606	1,01,72,77,533
iv) Loans	2	1,32,000	-
b) Current Tax Assets (net)	5	6,00,44,973	-
c) Other current assets	4	2,24,50,177	1,65,39,104
	B	4,44,18,94,362	3,83,13,72,536
TOTAL	A+B	19,83,80,15,376	19,54,52,30,276
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share Capital	9	1,92,60,00,000	1,92,60,00,000
b) Other Equity	10	2,19,97,11,565	1,57,06,41,785
	C	4,12,57,11,565	3,49,66,41,785
LIABILITIES			
Non-current liabilities			
a) Financial liabilities			
i) Borrowings	11	14,05,60,42,672	14,39,83,64,297
ii) Other financial liabilities	15	3,00,000	-
b) Provisions	12	4,69,111	2,48,102
c) Other non-current liabilities	13	3,15,364	3,15,364
	D	14,05,71,27,147	14,39,89,27,763
Current liabilities			
a) Financial liabilities			
i) Trade payables	14		
- Dues to micro and small enterprises		1,43,95,806	1,28,65,446
- Dues to others		1,78,70,878	3,55,08,877
ii) Other financial liabilities	15	1,60,66,57,546	1,58,48,02,159
b) Other current liabilities	13	1,59,76,375	1,05,11,021
c) Provisions	12	2,76,059	1,13,387
d) Current tax liabilities (net)	16	-	58,59,838
	E	1,65,51,76,664	1,64,96,60,728
Total Equity and Liabilities	C+D+E	19,83,80,15,376	19,54,52,30,276
Contingent liabilities	F		
Commitments	G		
Other notes forming part of accounts	H		
Significant accounting policies	I		

As per our report attached
For M.K.Dandekar & Co.
Chartered Accountants
(Firm Reg.No.000679S)
by the hand of

For and on behalf of the Board

Pramod Sushila Kapoor
Director
(DIN: 02914307)

P.G.Suresh Kumar
Director
(DIN: 07124883)

S. Poosaidurai
Partner
Membership No.: 223754

A.L.N.Varma
Chief Financial Officer

R.G.Ramchandran
Company Secretary
(M.No.A19251)

Place: Chennai
Date: May 02, 2020

Place: Chennai
Date: May 02, 2020

Kudgi Transmission Limited
Statement of Profit and loss for the year ended March 31, 2020

Particulars	Note	2019-20		2018-19	
		₹	₹	₹	₹
REVENUE					
Revenue from Operations	17		1,93,51,68,073		1,95,45,08,033
Other income	18		25,52,98,302		23,39,96,387
Total Income			2,19,04,66,375		2,18,85,04,420
EXPENSES					
Operating expenses	19		13,97,44,551		16,82,77,530
Employee benefits expenses	20		1,22,53,686		99,11,440
Finance cost	21		1,35,19,40,808		1,38,14,19,576
Depreciation and amortisation expenses	1(a)		29,21,072		74,697
Other expenses	22		4,33,29,817		3,93,92,609
Total Expenses			1,55,01,89,934		1,59,90,75,852
Profit/(loss) before tax			64,02,76,441		58,94,28,568
Tax Expenses:					
- Current tax pertaining to current year			-		15,24,68,253
- Current tax pertaining to prior year		1,10,90,362			-
			1,10,90,362		15,24,68,253
Profit/(loss) after tax			62,91,86,079		43,69,60,315
Other Comprehensive Income					
i) Items that will not be reclassified to profit or (loss) (net of tax)			(1,16,299)		(1,75,757)
Total Comprehensive Income for the year			62,90,69,780		43,67,84,558
Earnings per equity share (Basic and Diluted)	H(9)		3.27		2.27
Face value per equity share			10.00		10.00

As per our report attached
For M.K.Dandekar & Co.
Chartered Accountants
(Firm Reg.No.000679S)
by the hand of

For and on behalf of **the Board**

S. Poosaidurai
Partner
Membership No.: 223754

Pramod Sushila Kapoor
Director
(DIN: 02914307)

P.G.Suresh Kumar
Director
(DIN: 07124883)

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Company Secretary
(M.No.A19251)

Place: Chennai
Date: May 02, 2020

Place: Chennai
Date: May 02, 2020

Kudgi Transmission Limited
Statement of Changes in Equity for the year ended As at March 31, 2020

a) Equity Share Capital

Balance as at April 01, 2019		Changes in equity share capital during the year		Balance as at March 31, 2019	
No of shares	₹	No of shares	₹	No of shares	₹
19,26,00,000	1,92,60,00,000	-	-	19,26,00,000	1,92,60,00,000

b) Other Equity

As at March 31, 2020

Particulars	Reserves & Surplus		Total
	Debenture Redemption Reserve	Retained earnings	
Balance at the beginning of the year	1,00,05,68,034	57,00,73,751	1,57,06,41,785
Profit for the year	-	62,91,86,079	62,91,86,079
Other Comprehensive Income for the year		(1,16,299)	(1,16,299)
Balance at the end of the year	1,00,05,68,034	1,19,91,43,531	2,19,97,11,565

As at March 31, 2019

Particulars	Reserves & Surplus		Total
	Debenture Redemption Reserve	Retained earnings	
Balance at the beginning of the year	56,36,07,719	57,02,49,508	1,13,38,57,227
Profit for the year	-	43,69,60,315	43,69,60,315
Other Comprehensive Income for the year		(1,75,757)	(1,75,757)
Transfer from / (to) debenture redemption reserve	43,69,60,315	(43,69,60,315)	-
Balance at the end of the year	1,00,05,68,034	57,00,73,751	1,57,06,41,785

As per our report attached
For M.K.Dandekar & Co.
Chartered Accountants
(Firm Reg.No.000679S)
by the hand of

For and on behalf of the Board

Pramod Sushila Kapoor
Director
(DIN: 02914307)

P.G.Suresh Kumar
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S. Poosaidurai
Partner
Membership No.: 223754

A.L.N.Varma
Chief Financial Officer

R.G.Ramchandran
Company Secretary
(M.No.A19251)

Place: Chennai
Date: May 02, 2020

Place: Chennai
Date: May 02, 2020

Kudgi Transmission Limited
Cash Flow Statement for the year ended March 31, 2020

S.No.	Particulars	Year Ended March	Year Ended March
		31, 2020	31, 2019
		₹	₹
A	Cash flow from operating activities		
	Net profit / (loss) before tax	64,02,76,441	58,94,28,568
	Adjustments for:		
	Interest expenses	1,35,19,40,808	1,38,14,19,576
	Interest income from banks	(5,84,04,586)	(9,99,12,332)
	Depreciation and amortisation expenses	29,21,072	74,697
	Short term Capital Gain	(12,89,78,027)	(9,18,08,331)
	(Profit) / loss on financial instruments designated at FVTPL	31,05,742	(2,37,51,329)
	Other Income	-	(1,85,08,707)
	Other Comprehensive Income	(1,16,299)	(1,75,757)
	Loss on sale of Assets	30,849	(15,688)
	Operating profit before working capital changes	1,81,07,76,000	1,73,67,50,697
	Adjustments for:		
	Increase / (decrease) in long term provisions	2,21,009	2,48,102
	Increase / (decrease) in trade payables	(1,61,07,639)	1,23,99,611
	Increase / (decrease) in other current liabilities	54,65,354	12,28,959
	Increase / (decrease) in short term provisions	1,62,672	1,13,387
	(Increase) / decrease in loans and advances	2,03,400	-
	(Increase) / decrease in other non-current assets	2,38,032	2,51,203
	(Increase) / decrease in other financial assets	33,87,83,027	2,05,06,696
	(Increase) / decrease in other current assets	(59,11,073)	(1,14,62,895)
	Net cash generated from/(used in) operating activities	2,13,38,30,782	1,76,00,35,760
	Direct taxes paid (net of refunds)	(7,69,95,173)	(15,71,11,570)
	Net Cash(used in)/generated from Operating Activities	2,05,68,35,609	1,60,29,24,190
B	Cash flow from investing activities		
	Purchase of Property, Plant & Equipment	(2,79,54,563)	(2,68,51,520)
	Proceeds from Sale of Assets	(30,849)	29,000
	Redemption / (Investment) in Fixed deposits	(1,25,92,37,073)	10,05,42,220
	(Purchase)/Sale of current investments (net)	81,77,97,865	(10,83,69,018)
	Interest received	5,84,04,586	11,71,89,865
	Net cash (used in)/generated from investing activities	(41,10,20,034)	8,25,40,547
C	Cash flow from financing activities		
	Proceeds from long term borrowings	-	1,28,00,00,000
	Repayment of long term borrowings	(32,00,00,000)	(1,51,40,00,000)
	Interest paid	(1,34,86,93,288)	(1,46,18,27,928)
	Net cash (used in)/generated from financing activities	(1,66,86,93,288)	(1,69,58,27,928)
	Net increase / (decrease) in cash and cash equivalents (A+B+C)	(2,28,77,713)	(1,03,63,191)
	Cash and cash equivalents as at the beginning of the year	2,66,29,797	3,69,92,988
	Cash and cash equivalents as at the end of the year	37,52,084	2,66,29,797

Notes:

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

S.No.	Particulars	Year Ended March	Year Ended March
		31, 2020	31, 2019
1	Balances with banks:		
	- In current accounts	37,52,084	2,66,29,797
		37,52,084	2,66,29,797

As per our report attached
For M.K.Dandeker & Co.
Chartered Accountants
(Firm Reg.No.000679S)
by the hand of

For and on behalf of the **Board**

S. Poosaidurai
Partner
Membership No.: 223754

Pramod Sushila Kapoor
Director
(DIN: 02914307)

P.G.Suresh Kumar
Director
(DIN: 07124883)

A.L.N.Varma
Chief Financial Officer

R.G.Ramchandran
Company Secretary
(M.No.A19251)

Place: Chennai
Date: May 02, 2020

Place: Chennai
Date: May 02, 2020

Kudgi Transmission Limited

Notes forming part of financial statements

Note: 1(a)- Property, Plant and Equipment

Particulars	Cost				Depreciation				Book Value	
	As at April 01, 2019	Additions	Deductions	As at March 31, 2020	As at April 01, 2019	For the year	Deductions	As at March 31, 2020	As at March 31, 2020	As as March 31, 2019
Owned										
Freehold Land (Gujarat)*	12,63,000	-	-	12,63,000	-	-	-	-	12,63,000	12,63,000
Freehold Land (Karnataka)	3,79,68,332	-	-	3,79,68,332	-	-	-	-	3,79,68,332	3,79,68,332
Vehicles	6,40,264	-	-	6,40,264	74,697	1,28,053	-	2,02,750	4,37,514	5,65,567
Buildings	-	5,07,91,900	-	5,07,91,900	-	24,80,470	-	24,80,470	4,83,11,430	-
Air Conditioning & Refrigeration Equipment	-	13,12,817	-	13,12,817	-	1,60,841	-	1,60,841	11,51,976	-
Furniture & Fixtures	-	23,41,584	-	23,41,584	-	1,42,419	-	1,42,419	21,99,165	-
Office Equipments	-	1,11,470	-	1,11,470	-	9,289	-	9,289	1,02,181	-
Total	3,98,71,596	5,45,57,771	-	9,44,29,367	74,697	29,21,072	-	29,95,769	9,14,33,598	3,97,96,899
<i>Previous year</i>	<i>3,92,31,332</i>	<i>6,40,264</i>	<i>-</i>	<i>3,98,71,596</i>	<i>-</i>	<i>74,697</i>	<i>-</i>	<i>74,697</i>	<i>3,97,96,899</i>	<i>-</i>

* Freehold Land in the state of Gujarat is Mortgage for the Debentures.

Note: 1(b) - Capital work-in-progress

Particulars	As at April 01, 2019	Additions	Capitalised during the year	As at March 31, 2020
Buildings	2,66,03,208	-	2,66,03,208	-
Total	2,66,03,208	-	2,66,03,208	-
<i>Previous year</i>	<i>3,91,952</i>	<i>2,62,11,256</i>	<i>-</i>	<i>2,66,03,208</i>

Kudgi Transmission Limited

Notes forming part of financial statements for the year ended March 31, 2020

Note: 1(a)- Property, Plant and Equipment

Particulars	Cost			Depreciation				Book Value		
	As at April 01, 2018	Additions	Deductions	As at March 31, 2019	As at April 01, 2018	For the year	Deductions	As at March 31, 2019	As at March 31, 2019	As as March 31, 2018
Owned										
Land (Gujarat) *	12,63,000	-	-	12,63,000	-	-	-	-	12,63,000	12,63,000
Land (Karnataka)	3,79,68,332	-	-	3,79,68,332	-	-	-	-	3,79,68,332	3,79,68,332
Vehicles	-	6,40,264	-	6,40,264	-	74,697	-	74,697	5,65,567	-
Total	3,92,31,332	6,40,264	-	3,98,71,596	-	74,697	-	74,697	3,97,96,899	3,92,31,332
<i>Previous year</i>	-	3,92,31,332	-	3,92,31,332	-	-	-	-	3,92,31,332	-

* Land in the state of Gujarat is Mortgage for the Debentures.

Note: 1(b)- Capital work-in-progress

	As at April 01, 2018	Additions	Capitalised During the year	As at March 31, 2019
Capital Work in Progress	3,91,952	2,62,11,256	-	2,66,03,208
Total	3,91,952	2,62,11,256	-	2,66,03,208
<i>Previous year</i>	-	3,91,952	-	3,91,952

Kudgi Transmission Limited
Notes forming part of financial statements

2 Loans

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non-current ₹	Total ₹	Current ₹	Non-current ₹	Total ₹
Security deposits - Unsecured, considered good	1,32,000	50,000	1,82,000	-	3,85,400	3,85,400
	1,32,000	50,000	1,82,000	-	3,85,400	3,85,400

3 Other financial assets

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non-current ₹	Total ₹	Current ₹	Non-current ₹	Total ₹
Lease receivable	-	15,30,44,82,392	15,30,44,82,392	-	15,64,66,79,177	15,64,66,79,177
	-	15,30,44,82,392	15,30,44,82,392	-	15,64,66,79,177	15,64,66,79,177

4 Other non-current and current assets

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non-current ₹	Total ₹	Current ₹	Non-current ₹	Total ₹
Advances other than capital advances						
- Gratuity Plan Asset (net of Provisions)	1,46,347	1,55,024	3,01,371	25,705	3,93,056	4,18,761
- Other receivables	1,00,000	-	1,00,000	-	-	-
Advance recoverable in cash or kind						
- Prepaid Insurance	2,22,03,830	-	2,22,03,830	1,65,13,399	-	1,65,13,399
	2,24,50,177	1,55,024	2,26,05,201	1,65,39,104	3,93,056	1,69,32,160

5 Current Tax Assets (net)

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non-current ₹	Total ₹	Current ₹	Non-current ₹	Total ₹
Advance Tax (net of provisions)	6,00,44,973	-	6,00,44,973	-	-	-
	6,00,44,973	-	6,00,44,973	-	-	-

Kudgi Transmission Limited
Notes forming part of financial statements
6 Investments

Particulars	As at March 31, 2020		As at March 31, 2019	
	Quantity Units	Current ₹	Quantity Units	Current ₹
Investments at fair value through Profit and loss				
Quoted				
Investment in liquid mutual fund units	15,88,165	2,07,90,00,522	25,43,358	2,77,09,26,102
	15,88,165	2,07,90,00,522	25,43,358	2,77,09,26,102
Aggregate amount of quoted investments		2,08,21,06,264		2,70,28,29,343
Aggregate amount of market value of above		2,07,90,00,522		2,77,09,26,102

Other Particulars in respect of investments:

Particulars	Units as at As at March 31, 2020	Market Value as at As at March 31, 2020	Units as at As at March 31, 2019	Market Value as at As at March 31, 2019
	Nos.	₹	Nos.	₹
Book Value				
UTI Overnight Fund - Growth	87,123	23,63,19,770	-	-
HDFC Overnight Fund - Growth	35,428	10,46,84,973	-	-
Kotak Overnight Fund - Regular Growth	9,79,053	1,04,28,92,317	-	-
Tata Overnight Fund - Regular Growth	64,107	6,74,78,199	-	-
L&T Cash Fund - Growth	4,22,454	62,76,25,263	-	-
HDFC Liquid Fund - Growth	-	-	1,43,887	52,66,70,615
ICICI Prudential Liquid - Reg - Growth	-	-	18,06,469	49,75,35,372
IDFC Cash Fund - Reg - Growth	-	-	1,41,843	32,02,03,612
Invesco India Liquid Fund - Growth Plan	-	-	25,456	6,52,09,453
Kotak Liquid Scheme - Reg - Growth	-	-	95,540	36,04,42,492
L&T Liquid Fund - Growth	-	-	86,256	22,02,65,941
LIC MF Liquid Fund - Growth	-	-	-	-
Tata Liquid Fund - Reg - Growth	-	-	13,140	3,85,08,182
UTI-Liquid Cash Plan - IP - Growth	-	-	63,835	19,46,91,097
SBI Mutual Fund	-	-	1,29,605	37,79,67,842
Reliance Mutual fund	-	-	37,326	16,94,31,494
	15,88,165	2,07,90,00,522	25,43,358	2,77,09,26,102

7 Cash and bank balances

Particulars	As at March 31, 2020	As at March 31, 2019
	₹	₹
Balances with banks		
- In Trust retention and escrow accounts	36,35,952	2,65,42,145
- In other current accounts	1,16,132	87,652
	37,52,084	2,66,29,797

8 Other Bank balances

Term deposits with original maturity of less than 3 months (including interest accrued thereon)	2,27,65,14,606	1,01,72,77,533
	2,27,65,14,606	1,01,72,77,533

Kudgi Transmission Limited
Notes forming part of financial statements

9 Equity Share Capital

(i) Authorised, issued, subscribed and paid up

Particulars	As at As at March 31, 2020		As at As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
Authorised				
Equity shares of ₹ 10 each	19,50,00,000	1,95,00,00,000	19,50,00,000	1,95,00,00,000
Issued, subscribed and fully paid up				
Equity shares of ₹ 10 each	19,26,00,000	1,92,60,00,000	19,26,00,000	1,92,60,00,000

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

Particulars	As at As at March 31, 2020		As at As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
At the beginning of the year	19,26,00,000	1,92,60,00,000	19,26,00,000	1,92,60,00,000
Issued during the year as fully paid	-	-	-	-
At the end of the year	19,26,00,000	1,92,60,00,000	19,26,00,000	1,92,60,00,000

(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.

No Dividend was declared by the Board of Directors for the year ended March 31, 2020

(iv) Details of Shares held by Holding Company

Particulars	As at As at March 31, 2020		As at As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
L&T Infrastructure Development Projects Limited (including nominee holding)	19,25,99,998	1,92,59,99,980	19,25,99,998	1,92,59,99,980
	19,25,99,998	1,92,59,99,980	19,25,99,998	1,92,59,99,980

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

Particulars	As at As at March 31, 2020		As at As at March 31, 2019	
	No. of shares	%	No. of shares	%
L&T Infrastructure Development Projects Limited (including nominee holding)	19,25,99,998	99.99%	19,25,99,998	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

Kudgi Transmission Limited
Notes forming part of financial statements

10 Other Equity

As at March 31, 2020

Particulars	Reserves & Surplus		Total
	Debtore Redemption Reserve	Retained earnings	
Balance at the beginning of the year	1,00,05,68,034	57,00,73,751	1,57,06,41,785
Profit for the year	-	62,91,86,079	62,91,86,079
Other Comprehensive Income for the year	-	(1,16,299)	(1,16,299)
Balance at the end of the year	1,00,05,68,034	1,19,91,43,531	2,19,97,11,565

As at March 31, 2019

Particulars	Reserves & Surplus		Total
	Debtore Redemption Reserve	Retained earnings	
Balance at the beginning of the year	56,36,07,719	57,02,49,508	1,13,38,57,227
Profit for the year	-	43,69,60,315	43,69,60,315
Other Comprehensive Income for the year	-	(1,75,757)	(1,75,757)
Transfer from / (to) debenture redemption reserve	43,69,60,315	(43,69,60,315)	-
Balance at the end of the year	1,00,05,68,034	57,00,73,751	1,57,06,41,785

Kudgi Transmission Limited
Notes forming part of financial statements

11 Borrowings

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non current ₹	Total ₹	Current ₹	Non current ₹	Total ₹
Secured borrowings						
a) Non convertible debentures [Refer note 11(a)]	-	14,05,60,42,672	14,05,60,42,672	-	14,39,83,64,297	14,39,83,64,297
	-	14,05,60,42,672	14,05,60,42,672	-	14,39,83,64,297	14,39,83,64,297

Note 11(a) : Details of long term borrowings

(i) Holder of Debenture - I which is having original redemption date of June 01, 2033 has exercised put option as per debenture agreement and has been fully repaid on June 01, 2018 amounting to ₹ 128,40,00,000/-

(ii) Details of Non - Convertible Debenture - II is given in the below table:

Particulars	Effective interest rate	Terms of repayment			
		Series	Amount in ₹	Rate of Interest	Redemption Date
Debentures - II	8.99%	Non Convertible Debentures II - Series "W" of 2016-17	1,04,00,00,000	9.50%	25-Apr-40
		Non Convertible Debentures II - Series "V" of 2016-17	96,00,00,000	9.50%	25-Apr-39
		Non Convertible Debentures II - Series "U" of 2016-17	90,00,00,000	9.50%	25-Apr-38
		Non Convertible Debentures II - Series "T" of 2016-17	1,06,00,00,000	9.50%	25-Apr-37
		Non Convertible Debentures II - Series "S" of 2016-17	1,01,00,00,000	9.50%	25-Apr-36
		Non Convertible Debentures II - Series "R" of 2016-17	93,00,00,000	9.50%	25-Apr-35
		Non Convertible Debentures II - Series "Q" of 2016-17	87,00,00,000	9.50%	25-Apr-34
		Non Convertible Debentures II - Series "P" of 2016-17	80,00,00,000	9.50%	25-Apr-33
		Non Convertible Debentures II - Series "O" of 2016-17	75,00,00,000	9.14%	25-Apr-32
		Non Convertible Debentures II - Series "N" of 2016-17	72,00,00,000	9.14%	25-Apr-31
		Non Convertible Debentures II - Series "M" of 2016-17	67,00,00,000	9.14%	25-Apr-30
		Non Convertible Debentures II - Series "L" of 2016-17	63,00,00,000	9.14%	25-Apr-29
		Non Convertible Debentures II - Series "K" of 2016-17	59,00,00,000	9.14%	25-Apr-28
		Non Convertible Debentures II - Series "J" of 2016-17	55,00,00,000	8.80%	25-Apr-27
		Non Convertible Debentures II - Series "I" of 2016-17	52,00,00,000	8.80%	25-Apr-26
		Non Convertible Debentures II - Series "H" of 2016-17	48,00,00,000	8.80%	25-Apr-25
		Non Convertible Debentures II - Series "G" of 2016-17	45,00,00,000	8.80%	25-Apr-24
		Non Convertible Debentures II - Series "F" of 2016-17	40,00,00,000	8.80%	25-Apr-23
		Non Convertible Debentures II - Series "E" of 2016-17	40,00,00,000	8.50%	25-Apr-22
		Non Convertible Debentures II - Series "D" of 2016-17	36,00,00,000	8.50%	25-Apr-21
Non Convertible Debentures II - Series "C" of 2016-17	36,00,00,000	8.25%	25-Apr-20		
Non Convertible Debentures II - Series "B" of 2016-17	32,00,00,000	8.25%	25-Apr-19		
Non Convertible Debentures II - Series "A" of 2016-17	23,00,00,000	8.25%	25-Apr-18		

Kudgi Transmission Limited**Notes forming part of financial statements****Note 11(b): Nature of Security**

- (i) First ranking pari passu charge/ hypothecation on the movable assets of the Issuer, i.e. movable plant and machinery, spares, tools and accessories, furniture, fixtures, vehicles, present and future, intangible, goodwill, intellectual property, present and future, in favour of the Debenture Trustee;
- (ii) First ranking pari passu charge/ mortgage on:
- All the rights, title, interest, benefits, claims and demands whatsoever of the Issuer in the Project Documents and operation and maintenance related agreements which the Issuer is party to, contractor guarantees, liquidated damages and all other contracts relating to the project, duly acknowledged consented by the relevant counter parties to such Project Documents;
 - All the rights, title, interest, benefits, claims and demands whatsoever of the Issuer in the clearances pertaining to the Project, both present and future;
 - All the rights, title, interest, benefits, claims and demands whatsoever of the Issuer in letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the Project Documents; and
 - The insurance proceeds,
 - All bank account(s) of the Issuer, including without limitation the Escrow Account (“Transaction Accounts”) and the monies lying to the credit thereof, from time to time;
 - all book debts, receivables, commissions, revenues of whatsoever nature and wherever arising, of the Issuer, present and future
- (iii) First ranking pari passu mortgage on the immovable property of the Issuer, present and future, provided that land admeasuring 1,732 sq ft bearing plot number 64 situated at Sri Sai Gardens comprised in Sy. Nos 21/1 and 21/2A situated at Serkadu Road, No. 86, Walajabad Village, Kancheepuram Taluk, Kancheepuram District shall not be mortgaged and may be sold by the Issuer.

Note 11(c): Presentation of Borrowings in the Balance Sheet is as follows:

Particulars	As at March 31, 2020	As at March 31, 2019
Long term borrowings [Refer note 11]	14,05,60,42,672	14,39,83,64,297

Break up of other financial liabilities:

Particulars	As at March 31, 2020	As at March 31, 2019
Interest accrued but not due on debentures [Refer note 15]	1,24,44,26,421	1,25,88,57,276
Current maturities of long term borrowings [Refer note 15]	36,00,00,000	32,00,00,000

12 Provisions

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non current ₹	Total ₹	Current ₹	Non current ₹	Total ₹
Provision for employee benefits						
- Leave Encashment	-	1,16,026	1,16,026	1,13,387	30,914	1,44,301
- Retention pay scheme	2,76,059	3,53,085	6,29,144	-	2,17,188	2,17,188
	2,76,059	4,69,111	7,45,170	1,13,387	2,48,102	3,61,489

13 Other non current and current liabilities

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non current ₹	Total ₹	Current ₹	Non current ₹	Total ₹
i) Company owned car scheme	-	3,15,364	3,15,364	-	3,15,364	3,15,364
ii) Liability for expenses	1,52,98,975	-	1,52,98,975	55,66,781	-	55,66,781
iii) Statutory Liabilities	6,77,400	-	6,77,400	49,44,240	-	49,44,240
	1,59,76,375	3,15,364	1,62,91,739	1,05,11,021	3,15,364	1,08,26,385

Kudgi Transmission Limited
Notes forming part of financial statements

14 Trade payables

Particulars	As at March 31, 2020	As at March 31, 2019
	₹	₹
Dues to Micro and Small Enterprises	1,43,95,806	1,28,65,446
Dues to Related parties	1,47,88,703	2,13,26,708
Dues to Others	30,82,175	1,41,82,169
	3,22,66,684	4,83,74,323

15 Other financial liabilities

Particulars	As at March 31, 2020			As at March 31, 2019		
	Current ₹	Non current ₹	Total ₹	Current ₹	Non current ₹	Total ₹
a) Deposits received	-	3,00,000	3,00,000	3,32,126	-	3,32,126
b) Interest accrued but not due of borrowings [Refer note 11(a)]	1,24,44,26,421	-	1,24,44,26,421	1,25,88,57,276	-	1,25,88,57,276
c) Current maturities of long term borrowings [Refer note 11(a)]	36,00,00,000	-	36,00,00,000	32,00,00,000	-	32,00,00,000
d) Liability for Capital Goods	3,76,394	-	3,76,394	-	-	-
e) Other Payables	18,54,731	-	18,54,731	56,12,757	-	56,12,757
	1,60,66,57,546	3,00,000	1,60,69,57,546	1,58,48,02,159	-	1,58,48,02,159

16 Current tax liabilities (net)

Particulars	As at March 31, 2020	As at March 31, 2019
	₹	₹
Liabilities for current tax (net)	-	36,81,13,958
Less: Tax Deducted at Source / Advance tax paid	-	(36,22,54,120)
	-	58,59,838

F Contingent Liabilities

Contingent Liabilities as at March 31, 2020 is as below: (Previous year: ₹ Nil)

Particulars	A.Y.	Amount (₹)
Income tax demand	2017-18	44,19,994
Legal disputes	Refer note H(12)	

G Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ Nil (Previous year: ₹ 1,56,13,745)

Kudgi Transmission Limited
Notes forming part of financial statements

17 Revenue from operations

Particulars	2019-20		2018-19	
	₹	₹	₹	₹
Other operating revenue:				
Finance Income		1,73,51,83,479		1,79,26,99,000
Revenue towards Operation and Maintenance		19,99,84,594		16,18,09,033
		1,93,51,68,073		1,95,45,08,033

18 Other income

Particulars	2019-20		2018-19	
	₹	₹	₹	₹
Interest income from:				
- Bank deposits		5,84,04,586		9,99,12,332
Surcharge		4,35,38,230		-
Net gain/(loss) on financial instruments designated at FVTPL		(31,05,742)		2,37,51,329
Short Term capital Gain		12,89,78,027		9,18,08,331
Profit/(loss) on disposal of Assets		(30,849)		15,688
Misc. Income		2,75,14,050		1,85,08,707
		25,52,98,302		23,39,96,387

19 Operating expenses

Particulars	2019-20		2018-19	
	₹	₹	₹	₹
Tower Restoration Cost	-		8,55,19,912	
(-) Insurance Claim Received	-	-	4,99,81,850	3,55,38,062
Security services		15,78,868		10,40,683
Insurance		3,72,47,953		2,01,89,944
Operation & maintenance of transmission Lines		8,64,96,091		9,72,63,244
Repairs - Plant & Machinery		13,50,003		16,64,853
Payment of rebate as per Transmission Service agreement		1,30,71,636		1,25,80,744
		13,97,44,551		16,82,77,530

20 Employee benefit expenses

Particulars	2019-20		2018-19	
	₹	₹	₹	₹
Salaries, wages and bonus		81,40,368		75,94,740
Contributions to and provisions for:				
- Provident fund [Refer note H(3)]	3,83,693		3,44,880	
- Gratuity	95,593		76,241	
- Leave encashment	5,79,800		1,87,921	
- Retention pay	4,11,956		2,17,188	
		14,71,042		8,26,230
Staff welfare expenses		26,42,276		14,90,470
		1,22,53,686		99,11,440

21 Finance Cost

Particulars	2019-20		2018-19	
	₹	₹	₹	₹
Interest on:				
- Redeemable Non-Convertible fixed rate Debentures		1,33,37,29,145		1,36,17,41,534
- Others		2,66,042		-
Other borrowing cost		42,63,449		41,76,044
Unwinding of discount and implicit interest expense on fair value		1,36,82,172		1,55,01,998
		1,35,19,40,808		1,38,14,19,576

Kudgi Transmission Limited
Notes forming part of financial statements
22 Other expenses

Particulars	2019-20		2018-19	
	₹	₹	₹	₹
Rent, Rates and taxes		25,34,252		31,98,398
Professional fees		2,44,19,230		2,17,63,631
Payments to auditor [Refer Note 22(a)]		7,11,539		6,20,919
Postage and communication		4,23,208		3,33,015
Printing and stationery		4,54,106		31,60,176
Power & Fuel		2,37,076		56,944
Travelling and conveyance		23,73,436		22,99,718
Bank Charges		37,629		8,25,876
Repairs and Maintenance - Others		13,58,847		7,52,992
Corporate Social Responsibility [Refer Note 22(b)]		81,77,099		29,57,606
Advertisement expenses		15,98,334		2,06,500
Miscellaneous expenses		10,05,061		32,16,834
		4,33,29,817		3,93,92,609

Note 22(a): Payments to auditor (including GST) as follows:

Particulars	2019-20	2018-19
	₹	₹
a) As auditor	2,36,000	2,36,000
b) For Taxation matters	59,000	59,000
b) For Other Services	4,16,539	2,90,559
c) For Reimbursement of Expenses	-	35,360
Total	7,11,539	6,20,919

Note 22(b): Details of Corporate social responsibility expenditure

(i) The amount required to be spent by the Company on Corporate Social Responsibility (CSR) related activities during the year is ₹ 91,35,500/- (previous year ₹ 51,67,824/-)

(ii) The details of amount recognized as expense in the Statement of Profit or Loss under Note No. 22 above on CSR related activities is follows:

a) Amount spent during the year ending on March 31, 2020:	
i) Construction/acquisition of any Asset	81,77,099
b) Amount spent during the year ending on March 31, 2019:	
i) Construction/acquisition of any Asset	29,57,606

Kudgi Transmission Limited**H) Other Notes forming part of the financial statements****1 Corporate Information**

Kudgi Transmission Limited was incorporated on November 27, 2012 under the Companies Act 1956 as a wholly owned subsidiary of M/s. REC Transmission Projects Company Limited (REC TPCL) as a Special Purpose Vehicle company to develop transmission system (Project) required for evacuation of power from NTPC Kudgi TPS (3X800 MW in Phase-I). The certificate of commencement of business was issued on January 11, 2013. M/s. REC TPCL has floated a bid on Build Own Operate and Maintain (BOOM) basis for selection of Transmission Service Provider for the above said project and M/s. L&T Infrastructure Development Projects Limited (L&T IDPL) was the successful bidder. Accordingly, the Company was acquired by L&T IDPL from REC TPCL on August 30, 2013 (effective date).

The project is for 35 years from the Scheduled Commercial Operation Date, which is 18 months for first transmission element (Kudgi TPS to Narendra (new) 400 kV 2xD/C) and 28 months for second transmission element (Narendra (new) to Madhugiri 765 kV D/C and Madhugiri to Bidadi 400 kV D/C) from effective date as per the Transmission Service Agreement dated 14th May 2013 entered into with potential Long Term Transmission Customer(s). The Company commenced operations of project on September 24, 2016.

2 The Company has not earned any income/incurred any expenditure in foreign currency during the year. (previous year: ₹ Nil)

3 Disclosure pursuant to Ind AS 19 "Employee benefits":**(i) Defined contribution plan:**

The Company's provident fund and super annuation fund are the defined contribution plans. The Company is required to contribute a specified percentage of payroll costs to the recognised provident fund and Life Insurance Corporation of India respectively to fund the benefits. The only obligation of the Company with respect to these plans is to make the specified contributions.

An amount of ₹ 3,83,693/- (previous year : ₹3,44,880/-) being contribution made to recognised provident fund is recognised as expense and included under Employee benefit expense in the Statement of Profit and loss (Note 22)

(ii) Defined benefit plans:**a) Characteristics of its defined benefit plans and risks associated with them :****Gratuity:**

The Company operates gratuity plan through LIC's Group Gratuity scheme where every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement whichever is earlier. The benefit vests after five years of continuous service.

The benefit is governed by the Payment of Gratuity Act, 1972. The Key features are as under:

Features of the defined benefit plan	Remarks
Benefit offered	15 / 26 × Salary × Duration of Service
Salary definition	Basic Salary including Dearness Allowance (if any)
Benefit ceiling	Benefit ceiling of ₹ 20,00,000 was not applied
Vesting conditions	5 years of continuous service (Not applicable in case of death / disability)
Benefit eligibility	Upon Death or Resignation / Withdrawal or Retirement
Retirement age	58 years

Leave Encashment:

Features of the defined benefit plan	Remarks
Salary for Encashment	Basic Salary
Salary for Availment	Cost to company
Benefit event	Death or Resignation or Retirement or Availment
Maximum accumulation	300 days
Benefit Formula	(Leave Days) × (Salary) / (Leave Denominator)
Leave Denominator	Employee 30
Leaves Credited Annually	Employee 33
Retirement Age	58 Years

The Company is responsible for governance of the plan.

Kudgi Transmission Limited

H) Other Notes forming part of the financial statements

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

Particulars	Gratuity plan		Compensated absences	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	₹	₹		
Present value of defined benefit obligation				
- Wholly funded	7,19,371	5,00,472	7,26,431	5,88,565
- Wholly unfunded	-	-	-	-
	7,19,371	5,00,472	7,26,431	5,88,565
Less : Fair value of plan assets	10,29,741	9,19,233	6,10,405	4,44,264
Net Liability / (Asset)	(3,10,370)	(4,18,761)	1,16,026	1,44,301

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

Particulars	Gratuity plan		Compensated absences	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	₹	₹	₹	₹
1 Current service cost	1,30,188	1,17,424	4,06,191	1,03,804
2 Interest on Defined benefit obligation	(34,595)	(41,183)	24,845	(19,677)
3 Expected return on plan assets	-	-	-	-
4 Past service cost	-	-	-	-
5 Actuarial (gain)/loss not recognised in books	-	-	(1,85,985)	3,03,529
Total (1 to 5)	95,593	76,241	2,45,051	3,87,656
I Amount included in "employee benefit expenses"	95,593	76,241	2,45,051	3,87,656
II Amount included as part of "finance costs"	-	-	-	-
Total (I + II)	95,593	76,241	2,45,051	3,87,656
Actual return on plan assets	-	-	-	-

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

Particulars	Gratuity plan		Compensated absences	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	₹	₹	₹	₹
Opening balance of the present value of defined benefit obligation	5,00,472	1,96,726	5,88,565	1,70,739
Add: Current service cost	1,30,188	1,17,424	4,06,191	1,03,804
Add: Interest cost	34,865	14,342	61,398	11,693
Add/(less): Actuarial losses/(gains)				
Due to Change in financial assumptions	9,980	6,187	-	-
Due to change in demographic assumption	(119)	-	-	-
Due to experience adjustments	1,28,187	1,65,793	97,128	3,02,329
Less: Benefits paid	(84,202)	-	(4,26,851)	-
Add: Past service cost	-	-	-	-
Closing balance of the present value of defined benefit obligation	7,19,371	5,00,472	7,26,431	5,88,565

H) Other Notes forming part of the financial statements

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

Particulars	Gratuity plan		Compensated absences	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	₹	₹	₹	₹
Opening balance of fair value of plan assets	9,19,233	7,28,264	4,44,264	4,09,757
Interest Income	69,460	55,525	27,150	31,370
Add: Expected return on plan assets	21,749	(3,777)	-	-
Add/(less): Actuarial losses/(gains)	-	-	2,693	(1,200)
Add: Contribution by employer	94,501	1,39,221	1,36,298	4,337
Less: Benefits paid	(84,202)	-	-	-
Closing balance of fair value of plan assets	10,20,741	9,19,233	6,10,405	4,44,264

f) Principal actuarial assumptions at the Balance Sheet date:

Particulars	As at March 31, 2020	As at March 31, 2019
1) Discount rate	6.95%	7.15%
2) Salary growth rate	6.00%	6.00%
3) Attrition rate	15% at young ages reducing to 3% at older ages	15% at young ages reducing to 3% at older ages

g) Expected cashflows based on past service liability:

Particulars	Cash flows	Distribution
Year-1	62,144	5.00%
Year-2	59,207	4.70%
Year-3	55,474	4.50%
Year-4	53,419	4.30%
Year-5	52,408	4.20%
Year-6 to 10	2,71,218	21.80%

The Expected contribution for the next year is Rs.1,41,089.

h) A quantitative sensitivity analysis for significant assumption as at March 31, 2020 and as at March 31, 2019:

Particulars	Change in Assumptions	As at 31 March 2020		As at 31 March 2019	
		Impact on Defined Benefit Obligation (Gratuity)		Impact on Defined Benefit Obligation (Gratuity)	
	Increase/(Decrease)	Increase/(Decrease) in Assumptions		Increase/(Decrease) in Assumptions	
	%	₹	%	₹	%
Discount Rate	0.50%	6,94,918	-3.40%	4,80,350	-4.02%
	-0.50%	7,45,557	3.64%	5,22,070	4.32%
Salary Growth Rate	0.50%	7,45,672	3.66%	5,22,205	4.34%
	-0.50%	6,94,594	-3.44%	4,80,048	-4.08%

i) The major categories of plan assets of the fair value of the total plan assets are as follows :

Particulars	As at March 31, 2020	As at March 31, 2019
Insurer managed funds	100%	100%
Investments quoted in active markets	-	-
Cash and cash equivalents	-	-
Unquoted investments	-	-
Total	100%	100%

4

Disclosure pursuant to Ind AS 23 "Borrowing Costs"

Borrowing cost capitalized during the year ₹ Nil. (previous year : ₹ Nil).

Kudgi Transmission Limited**H) Other Notes forming part of the financial statements****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 Transmission Lines on a Build Own Operate Maintain (BOOM) 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
Fellow Subsidiaries :	L&T Chennai - Tada Tollway Limited
Key Management Personnel:	Mr.Ojes Cheriyan Madappattu - Sr. Manager Mr. R.G. Ramachandran- Company Secretary Ms. Swathi R. - CFO (upto October 09, 2019) Mr. Anaparthi Lakshmi Narayana Varma. - CFO (from October 11, 2019) Mr. Koshy Varghese-Independent Director Ms.Samyuktha Surendran - Independent Director

b) Disclosure of related party transactions:

Particulars	Year Ended	Year Ended
	March 31, 2020	March 31, 2019
	₹	₹
1 Purchase of goods and services incl. taxes		
Ultimate Holding Company		
Larsen & Toubro Limited	62,84,123	8,37,31,187
Holding Company		
L&T Infrastructure Development Projects Limited	4,79,45,086	4,63,24,440
	5,42,29,209	13,00,55,627
2 Reimbursement of expenses charged from		
Ultimate Holding Company		
Larsen & Toubro Limited	12,72,401	10,72,549
Holding Company		
L&T Infrastructure Development Projects Limited	1,14,965	1,89,809
	13,87,366	12,62,358
3 Compensation to Key Management Personnel		
a) Sitting Fees		
Mr. Koshy Varghese - Independent Director	2,12,400	1,74,700
Ms. Samyuktha Surendran - Independent Director	2,65,500	1,47,500
	4,77,900	3,22,200
b) Salary & Perquisites		
Mr. Ojes Cheriyan Madappattu - Sr. Manager	23,13,100	20,47,875
	23,13,100	20,47,875

Kudgi Transmission Limited**H) Other Notes forming part of the financial statements****c) Amount due to and due (from) related parties(net):****(Amount in ₹)**

Particulars	Amounts due to / (from)	
	As at March 31, 2020	As at March 31, 2019
Ultimate Holding Company Larsen & Toubro Limited	1,07,36,144	1,37,74,437
Holding Company L&T Infrastructure Development Projects Limited	40,11,664	75,11,376
Fellow Subsidiaries L&T Chennai Tada Tollway Limited	40,895	40,895

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. 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 payables and there is no expense recognized in respect of bad and doubtful debts due from related parties.

f) Compensation of Key Management Personnel of the Company**(Amount in ₹)**

Particulars	As at March 31, 2020	As at March 31, 2019
Short term employee benefits	25,89,159	20,13,399
Post employment gratuity and medical benefits	-	34,476
Director Sitting Fees	4,77,900	3,22,200
Other long term benefits	1,35,897	2,17,188

Kudgi Transmission Limited

H) Other Notes forming part of the financial statements

7 Disclosure pursuant to Ind AS 12 "Income taxes"

The major components of income tax expense for years ended March 31, 2020 and March 31, 2019 are:

Particulars	As at March 31, 2020	As at March 31, 2019
	₹	₹
Profit and loss section:		
Current Tax :		
Current income tax charge*	-	15,24,68,253
Adjustments of current tax of prior year	1,10,90,362	-
Deferred Tax :		
Relating to origination and reversal of temporary differences	-	-
Effect on deferred tax balances due to change in income tax rate	-	-
Income tax reported in the statement of profit and loss	1,10,90,362	15,24,68,253

*The Government of India has reduced the corporate tax rates from 30% to 22% through the Taxation Laws (Amendment) Act, 2019 which is effective from 1st April 2019. As per the same if assessee opts new corporate tax rate, Minimum Alternative Tax provisions (MAT) provisions are not applicable. Kudgi Transmission Ltd. has opted for new corporate tax rate from the financial year 2019-20. Since the Company had adjusted brought forward unabsorbed depreciation against taxable income, the tax liability for the year 2019-20 is Nil.

Major components of deferred tax liabilities and assets:

Particulars	As at March 31, 2020	As at March 31, 2019
	₹	₹
Balance Sheet		
a) Financial Asset - Lease receivable	-	(1,12,10,63,798)
Profit and Loss		
a) Unabsorbed depreciation	-	1,12,10,63,798
Net deferred tax assets/(liabilities)	-	-

8 Disclosure pursuant to Ind AS 116 - "Leases"

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 01/04/2019. However, the application of IND-AS 116 did not have any significant impact on recognition and measurement of lease rental in the financial position and the operational results of the Company.

The Company has not taken any asset on finance lease. The Company has taken office premises and transit house under cancellable operating leases. During the year, the Company has vacated the office premises and transit house and there is no leased asset at the end of the reporting period. Lease rental paid during the year is ₹ 3,33,896 (Previous year is ₹ 3,38,290) reflecting in the Statement of Profit and Loss.

9 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		Year Ended March 31, 2020	Year Ended March 31, 2019
		₹	₹
Basic and Diluted earnings per equity share:			
Profit for the year attributable to owners of the Company for calculating basic earnings per share (₹)	A	62,91,86,079	43,69,60,315
Weighted average number of equity shares outstanding for calculating basic earnings per share	B	19,26,00,000	19,26,00,000
Basic and Diluted earnings per equity share (₹)	A / B	3.27	2.27
Face value per equity share (₹)		10.00	10.00

Kudgi Transmission Limited

H) Other Notes forming part of the financial statements

10 Disclosures pursuant to Ind AS 1 - "Presentation of Financial Statements"

For the purpose of the company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximize shareholder value.

11 Tower collapse and restoration

During the P.Y.2018-19 on the night of May 24, 2018, unprecedented storm like wind condition triggered collapse of 5 of the towers in a village called Bannigola in Hagaribommanahalli Taluk near Hospet. The collapsed towers are identified as 27/2, 27/3, 27/4, 27/5 and 27/6 in the Element 2 of the 765kV line.

Kudgi Transmission team also convinced the Central Electricity Authority (CEA) and the Southern Region Power Centre (SRPC) that the tower collapse is due to act of God which is due to natural calamity and thereby obtained the availability certificate which implies that there will not be any impact of revenue loss or any consequential penalties due to non-availability.

After 33 days, on June 26, 2018, the line was handed over to SRLDC (Southern Region Load Dispatch Centre) through a shutdown return protocol.

- 12** Some of the land owners claimed compensation beyond authority defined values, relating to Right of use from the Company and raised the dispute in the District court. The quantum of compensation if ordered against the company shall become payable. However, quantification may not be possible since more than one district courts are involved in the matter.

13 COVID-19 Disclosure

The Government of India had announced the nationwide lock down with effect from Mar 25, 2020.

The duration and impact of the COVID-19 pandemic remains unclear at present as on book closure date. Hence, it is not possible to reliably estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the Company for future periods. The management of the Company will study the impact & the appropriate claim will be lodged after this lock down period. Accordingly, the financial position and results of operations as of and for the year ended 31st March 2020 have not been adjusted to reflect their impact.

14 Financial Instruments

Disclosure of Financial Instruments by Category

Financial instruments by categories	Note no.	As as As at March 31, 2020			As as As at March 31, 2019		
		FVTPL	FVTOCI	Amortized cost	FVTPL	FVTOCI	Amortized cost
Financial Assets							
Security Deposits	2	-	-	1,82,000	-	-	3,85,400
Investment in Liquid Mutual Fund Units	6	2,07,90,00,522	-	-	2,77,09,26,102	-	-
Lease receivable	3	-	-	17,58,09,96,998	-	-	16,66,39,56,710
Cash and Bank Balances	7	-	-	37,52,084	-	-	2,66,29,797
Other bank balances	8	-	-	2,27,65,14,606	-	-	1,01,72,77,533
Total Financial Assets		2,07,90,00,522	-	19,86,14,45,688	2,77,09,26,102	-	17,70,82,49,440
Financial liabilities							
Non convertible debentures	11	-	-	14,05,60,42,672	-	-	14,39,83,64,297
Other Current Financial Liabilities	15	-	-	1,60,66,57,546	-	-	1,58,48,02,159
Trade Payables	14	-	-	3,22,66,684	-	-	4,83,74,323
Total Financial Liabilities		-	-	15,69,49,66,902	-	-	16,03,15,40,779

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 debentures.

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

15 Fair value of Financial asset and liabilities at amortized cost

Particular	Note no.	As as As at March 31, 2020		As as As at March 31, 2019	
		Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets					
Security Deposits	2	1,82,000	1,82,000	3,85,400	3,85,400
Lease receivable	3	17,58,09,96,998	17,58,09,96,998	16,66,39,56,710	16,66,39,56,710
Cash and Bank Balances	7	37,52,084	37,52,084	2,66,29,797	2,66,29,797
Other bank balances	8	2,27,65,14,606	2,27,65,14,606	1,01,72,77,533	1,01,72,77,533
Total Financial Assets		19,86,14,45,688	19,86,14,45,688	17,70,82,49,440	17,70,82,49,440
Financial liabilities					
Non convertible debentures	11	14,05,60,42,672	14,05,60,42,672	14,39,83,64,297	14,39,83,64,297
Other Current Financial Liabilities	15	1,60,66,57,546	1,60,66,57,546	1,58,48,02,159	1,58,48,02,159
Trade Payables	14	3,22,66,684	3,22,66,684	4,83,74,323	4,83,74,323
Total Financial Liabilities		15,69,49,66,902	15,69,49,66,902	16,03,15,40,779	16,03,15,40,779

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

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

The carrying value of non convertible debentures approximate fair value as the instruments are at prevailing market rate.

Kudgi Transmission Limited

H) Other Notes forming part of the financial statements

16 Fair Value Measurement

Fair Value Measurement of Financial assets and Financial liabilities

Fair value hierarchy

As at March 31, 2020

Financial Assets & Liabilities Measured at FV - Recurring fair value measurement	Note	Level 1	Level 2	Level 3	Total
Financial assets measured at FVTPL					
Investment in Liquid Mutual Fund Units	6	2,07,90,00,522	-	-	2,07,90,00,522
Total of Financial Assets		2,07,90,00,522	-	-	2,07,90,00,522
Financial Liabilities measured at FVTPL					
Total of Financial Liabilities		-	-	-	-
Financial Asset & Liabilities Measured at Amortized cost for which fair values are to be disclosed	Note	Level 1	Level 2	Level 3	Total
Financial Assets					
Security Deposits	2	-	1,82,000	-	1,82,000
Lease receivable	3	-	17,58,09,96,998	-	17,58,09,96,998
Cash and Bank Balances	7	-	37,52,084	-	37,52,084
Other bank balances	8	-	2,27,65,14,606	-	2,27,65,14,606
Total of Financial Assets		-	19,86,14,45,688	-	19,86,14,45,688
Financial Liabilities					
Non convertible Debentures	11	-	14,05,60,42,672	-	14,05,60,42,672
Other Current Financial Liabilities	15	-	1,60,66,57,546	-	1,60,66,57,546
Trade Payables	14	-	3,22,66,684	-	3,22,66,684
Total Financial liabilities		-	15,69,49,66,902	-	15,69,49,66,902
As at As at March 31, 2019					
Financial Assets & Liabilities Measured at FV - Recurring FVM	Note	Level 1	Level 2	Level 3	Total
Financial assets measured at FVTPL					
Investment in Liquid Mutual Fund Units	6	2,77,09,26,102	-	-	2,77,09,26,102
Total of Financial Assets		2,77,09,26,102	-	-	2,77,09,26,102
Financial Liabilities measured at FVTPL					
Total of Financial Liabilities		-	-	-	-
Financial Asset & Liabilities Measured at Amortized cost for which fair values are to be disclosed	Note	Level 1	Level 2	Level 3	Total
Financial Assets					
Security Deposits	2	-	3,85,400	-	3,85,400
Lease receivable	3	-	16,66,39,56,710	-	16,66,39,56,710
Cash and Bank Balances	7	-	2,66,29,797	-	2,66,29,797
Other bank balances	8	-	1,01,72,77,533	-	1,01,72,77,533
Total Financial Assets		-	17,70,82,49,440	-	17,70,82,49,440
Financial Liabilities					
Non convertible Debentures	11	-	14,39,83,64,297	-	14,39,83,64,297
Other Current Financial Liabilities	15	-	1,58,48,02,159	-	1,58,48,02,159
Trade Payables	14	-	4,83,74,323	-	4,83,74,323
Total Financial Liabilities		-	16,03,15,40,779	-	16,03,15,40,779

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

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

Kudgi Transmission Limited**H) Other Notes forming part of the financial statements****Valuation technique and inputs used to determine fair value**

Financial assets and liabilities	Valuation method	Inputs
Financial assets		
Investment in Liquid Mutual Fund Units	Market Approach	Net asset value
Security deposits	Income approach	Cash Flows
Lease receivable	Income approach	Cash Flows
Financial liabilities		
Non convertible debentures	Income approach	Effective rate of borrowing
Other Current Financial Liabilities	Income approach	Effective rate of borrowing

17 Assets pledged as security

Particulars	Note	As at As at March 31, 2020	As at As at March 31, 2019
Non Financial Assets			
Property, Plant & Equipment	1(a)	5,34,65,266	18,28,567
Capital work-in-progress	1(b)	-	2,66,03,208
Financial Assets			
Lease receivable	3	15,30,44,82,392	15,64,66,79,177
Investments	6	2,07,90,00,522	2,77,09,26,102
Cash and Bank Balances	7	37,52,084	2,66,29,797
Other Bank Balances	8	2,27,65,14,606	1,01,72,77,533
Total		19,71,72,14,870	19,48,99,44,384

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.

(i) 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.

(ii) 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 borrowings in foreign currency.

(iii) 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, Non Convertible Debentures are at Fixed rate linked to Credit Rating of the project. Any changes shall have an impact on the rates.

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

Particulars	As at March 31, As at March 31,	
	2020	2019
Term loan form Banks*	-	-

*Company don't have any borrowings at variable rate.

Sensitivity analysis based on average outstanding Senior Debt

Interest Rate Risk Analysis	Impact on profit/ loss after tax	
	F.Y. 2019-20	F.Y. 2018-19
Increase or decrease in interest rate by 25 base point	-	-

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

(iv) 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 Investment in Liquid Mutual Fund Units is as follows:

Particulars	Note No.	As at March 31, As at March 31,	
		2020	2019
Investment in Liquid Mutual Fund Units	6	2,07,90,00,522	2,77,09,26,102

Sensitivity Analysis

	Impact on profit/ loss after tax	
	F.Y. 2019-20	F.Y. 2018-19
Increase or decrease in NAV by 2%	4,15,80,010	5,54,18,522

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

Kudgi Transmission Limited**H) Other Notes forming part of the financial statements****(v) 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.

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, 2020	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Derivative Financial Liability					
Non convertible Debentures	14,41,60,42,672	36,00,00,000	36,00,00,000	1,25,00,00,000	12,44,60,42,672
Trade Payables	3,22,66,684	3,22,66,684	-	-	-
Derivative Financial Liability	-	-	-	-	-
As at March 31, 2019	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Derivative Financial Liability					
Non convertible Debentures	14,71,83,64,297	32,00,00,000	36,00,00,000	1,16,00,00,000	12,87,83,64,297
Trade Payables	4,83,74,323	4,83,74,323	-	-	-
Derivative Financial Liability	-	-	-	-	-

(vi) 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 is exposed to credit risk with regard to receipt of annuity income as per the transmission service agreement. In case of shortfall, the Company shall go for working capital loan or promoter funding or any other form of temporary funding.

19 Previous year figures have been regrouped and reclassified wherever required.

Kudgi Transmission Limited

H) Other Notes forming part of the financial statements

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

i) Description and classification of the arrangement

Kudgi Transmission Limited was incorporated on November 27, 2012 under the Companies Act 1956 as a wholly owned subsidiary of M/s. REC Transmission Projects Company Limited (RECTPCL) as a Special Purpose Vehicle company to develop transmission system (Project) required for evacuation of power from NTPC Kudgi TPS (3X800 MW in Phase-I). The certificate of commencement of business was issued on January 11, 2013. M/s. REC TPCL has floated a bid on Build Own Operate and Maintain (BOOM) basis for selection of Transmission Service Provider for the above said project and M/s. L&T Infrastructure Development Projects Limited (L&T IDPL) was the successful bidder. Accordingly, the Company was acquired by L&T IDPL from REC TPCL on August 30, 2013 (effective date).

The project is for 35 years from the Scheduled Commercial Operation Date, which is 18 months for first transmission element (Kudgi TPS to Narendra (new) 400 kV 2xD/C) and 28 months for second transmission element (Narendra (new) to Madhugiri 765 kV D/C and Madhugiri to Bidadi 400 kV D/C) from effective date as per the Transmission Service Agreement (TSA) dated 14th May 2013 entered into with potential Long Term Transmission Customer(s). The Company commenced operations of project on September 24, 2016.

ii) Significant Terms of the arrangements

(a) Monthly Transmission Charges:

The Monthly Transmission Charges for each contract year shall be calculated in accordance with the provision of Schedule 5 of TSA.

(b) License Fee

A transmission licensee for inter-State transmission, including a person deemed to be an inter-State transmission licensee under any of the provisions to Section 14 of the Electricity Act 2003, shall pay license fee at the rate of 0.11% per annum on the annual transmission charges.

(c) Rebate as per clause 10.7 of Transmission Service agreement.

(i) Rebate of 2% shall be allowed on the Monthly Transmission charge Invoice or supplementary Bill for payments made in full within one business day of the receipt of the Invoice.

(ii) Rebate of 1% shall be allowed for payment of Invoice subsequently, but within the due date.

iii) Operation and Maintenance of the Project

Transmission Service Provider (TSP) shall be responsible for ensuring that the project is operated and maintained as specified under article 7 of the transmission service agreement (TSA) in accordance with the Indian Electricity Grid Code/ State Grid Code in an efficient, coordinated and economical manner.

iv) Details of Termination

TSA can be terminated on account of default of the Company in the circumstances as specified under article 13 of the TSA.

Kudgi Transmission Limited

I. 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

(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 allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans, fair value measurement etc.

(d) Estimates and assumptions

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

(f) Fair value measurement of financial instruments

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

(g) Taxes

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

(h) Measurement of fair value

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

Kudgi Transmission Limited

I. Significant Accounting Policies

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

Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted.

- a) Revenue from annuity based projects is recognised in the Statement of Profit and Loss over the concession period of the respective projects based on the implicit rate of return embedded in the projected cash flows. Such income is duly adjusted for any variation in the amount and timing of the cash flows in the period in which such variation occurs.
- b) Interest income from term deposits 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.
- f) 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.

4 Cash and bank balances

Cash and bank balances 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)

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.

Kudgi Transmission Limited

I. Significant Accounting Policies

The estimated useful lives of the assets are as follows:

Category of Property, plant and equipment	Estimated useful life (in years)
Buildings including ownership flats	50
Buildings (Temporary Structures)	3
Plant and equipment:	
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

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 of 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 Investments

Trade investments comprise investments in entities in which the Company has strategic business interest.

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.

Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually at the fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

9 Employee benefits

Employee benefits include provident 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 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.

Kudgi Transmission Limited

I. Significant Accounting Policies

(b) Defined benefit plans:

The employees' gratuity fund scheme and the provident fund scheme managed by the Life Insurance Corporation and recognised provident fund respectively are the Company'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 recognised as employee benefit expenses in the Statement of Profit and Loss.

In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognize 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 recognizes 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.

(iv) Termination benefits

Termination benefits such as compensation under Voluntary Retirement cum Pension Scheme are recognised as expense and a liability is recognised at the earlier of when the Company can no longer withdraw the offer of the termination benefit and when the entity recognizes any related restructuring costs.

10 Borrowing costs

Borrowing costs include interest calculated using the effective interest method, amortization 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. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Consolidated Statement of Profit and Loss over the tenure of the loan. 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. Capitalization of borrowing costs is suspended and charged to the Consolidated Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

11 Segment reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organization and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are as per Indian Accounting Standard 108 "Operating Segments" (IND AS 108) read with SEBI's circular dated July 5, 2016. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. The identification of operating segments and reporting of amounts is consistent with performance assessment and resource allocation by the management.

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

12 Leases

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

- (i) the contract involves the use of an identified asset;
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease; and,
- (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

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The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cashflows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

13 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.

14 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 realized 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 utilize 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.

15 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.

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16 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 recognised 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.

17 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 amortized 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 amortized 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.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (unless the same are designated as fair value through profit or loss)

- The asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; 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.

Debt instruments at FVTPL is a residual category for debt instruments and all changes are recognised in profit or loss.

Investments in equity instruments are classified as FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in OCI for equity instruments which are not held for trading.

Interest income, dividend income and exchange difference (on debt instrument) on FVTOCI debt instruments is recognised in profit or loss and other changes in fair value are recognised in OCI and accumulated in other equity. On disposal of debt instruments FVTOCI the cumulative gain or loss previously accumulated in other equity is reclassified to profit & loss. However in case of equity instruments at FVTOCI cumulative gain or loss is not reclassified to profit & loss on disposal of investments.

A financial asset is primarily derecognized when:

- i. The rights to receive cash flows from the asset have expired, or
- ii. the company 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 company has transferred substantially all the risks and rewards of the asset, or b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets: The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized 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.

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I. Significant Accounting Policies

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 amortized costs using Effective Interest Rate method.

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

Financial guarantee contracts are subsequently measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortization.

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

The Company designates certain hedging instruments, which include derivatives, embedded derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges, cash flow hedges, or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges.

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortized to profit or loss from that date.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts previously recognised in other comprehensive income and accumulated in equity relating to (effective portion as described above) are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss.

Impairment of financial assets (Expected Credit Loss Model)

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset and financial guarantees not designated at FVTPL

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate. The Company estimates cash flows by considering all contractual terms of the financial instrument, through the expected life of the financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the life-time expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk has not increased significantly, the Company measures the loss allowance at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the life-time cash shortfalls that will result if the default occurs within 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of a change in the amount of the expected credit loss. To achieve that, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

18 Operating Cycle

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

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I. Significant Accounting Policies

19 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.

20 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 Reg.No.000679S)
by the hand of

For and on behalf of the **Board**

Pramod Sushila Kapoor
Director
(DIN: 02914307)

P.G.Suresh Kumar
Director
(DIN: 07124883)

S. Poosaidurai
Partner
Membership No.: 223754

A.L.N.Varma
Chief Financial Officer

R.G.Ramchandran
Company Secretary
(M.No.A19251)

Place: Chennai
Date: May 02, 2020

Place: Chennai
Date: May 02, 2020
