BOARD'S 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:

(Rs. in crore)

Particulars	2019-20	2018-19
Profit / (Loss) Before Depreciation, exceptional items & Tax	(99.08)	(84.23)
Less: Depreciation, amortization, impairment and obsolescence	30.29	24.15
Profit / (Loss) before exceptional items and tax	(129.37)	(108.38)
Add: Exceptional Items	-	-
~~Profit /~~ (Loss) before tax	(129.37)	(108.38)
Less: Provision for tax	-	-
Loss for the period carried to the Balance Sheet	(129.37)	(108.38)
Add: Other comprehensive Income	0.02	(0.10)
Total Comprehensive income of the year	(129.35)	(108.48)
Add: Balance brought forward from previous year	(429.55)	(321.07)
Balance to be carried forward	(558.90)	(429.55)

State of Company Affairs:

The Company obtained the Partial Completion Certificate on January 4, 2020.

The gross revenue and other income for the financial year under review were Rs.172.67 crore as against Rs.155.30 crore for the previous financial year registering an increase of 11.19%. The loss before tax and loss after tax was Rs.129.37 crore & 129.37 crore for the financial year under review as against Rs.108.38 crore &

Rs.108.38 crore for the previous financial year, registering an increase in loss by 19.37% respectively.

During the year toll was suspended in August 2019 due to inundation which resulted in a revenue loss of Rs. 5 crore. In March 2020 COVID-19 pandemic resulted in a revenue loss of Rs.3 crore.

Capital & Finance:

During the year under review there were no allotment of shares / debentures

Capital Expenditure:

As at March 31, 2020 the gross fixed and intangible assets including leased assets, stood at Rs.1706.29 crore and the net fixed and intangible assets, including leased assets, at Rs.1598.89 crore. Capital Expenditure during the year amounted to Rs.4.28 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 (the "Act") 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 paid up Equity Share Capital representing 8,05,40,000 equity shares @ Rs.10/- each are in dematerialized form.

Compulsorily Convertible Preference Shares (CCPS):

64.68% of the preference share capital representing 12,81,84,003 CCPS @ Rs.10/- each are held in dematerialized form and the remaining 35.32% of the preference share capital representing 7,00,00,000 CCPS @ Rs.10/- each are held in physical form.

Subsidiary/Associate/Joint Venture Companies:

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

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 this Annual Report.

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. All related party transactions were at arms'- length and in the ordinary course of business. The details of Related Party Transactions are provided in **Annexure I** (AOC-2).

Amount to be carried to reserve:

In view of the loss incurred the Company has not transferred any amount to any reserves during the year under review.

Dividend:

As the Company does not have distributable profits hence no dividend is recommended for the year.

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 had incurred expenditure in foreign currency for an amount equivalent to Rs 4,75,259/-.

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:

Since the Company does not fulfil the criteria specified under Section 135(1) of the Act, the provisions of Corporate Social Responsibility are not applicable.

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

Mr. T.S.Venkatesan, had resigned as Director with effect from April 1, 2019. Mr. Pramod Sushila Kapoor & Mr. K. C. Raman were appointed as Directors with effect from April 19, 2019. Dr. Esther Malini had retired by rotation at the Annual General Meeting held on September 23, 2019 being eligible was re-appointed as Director at the said meeting.

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 was concluded on March 30, 2020. Subsequently, the Independent Directors were re-appointed for a second term of 5 years from March 31, 2020 to March 30, 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	Dr. Esther Malini	Woman Director	07124748
3	Mr. K.C.Raman	Director	07763969
4	Dr. K.N.Satyanarayana	Independent Director	02460153
5	Mr. K.P.Raghavan	Independent Director	00250991

Mr. Sridhar Ramakrishnan had resigned as Company Secretary with effect from July 1, 2019 and Ms. Niveditha was appointed as Company Secretary with effect from January 1, 2020. However, Ms. Niveditha had subsequently resigned with effect from March 30, 2020. Ms. Harini had resigned as Chief Financial Officer with effect from August 16, 2019. and subsequently Ms. Swathi Ravishankar was appointed as Chief Financial Officer with effect from October 10, 2019.

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

S.No.	Name of the KMP	Designation	Date of Appointment
1	Col. Amit Kumar Chanda	Manager	March 14, 2019
2	Ms. Swathi Ravishankar	Chief Financial Officer	October 10, 2019

Number of Meetings of the Board of Directors:

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 4 (four) Board Meetings were held as detailed hereunder:

Date	Strength	No. of Directors Present
April 19, 2019	5	4
July 12, 2019	5	4
October 10, 2019	5	4
January 10, 2020	5	4

Information to the Board

The Board of Directors has complete access to the information within the Company which inter alia 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 & Remuneration Committee (NRC).
- Report on fatal or serious accidents
- Any materially relevant default, if any, in financial obligations to and by the Company
- Any issue which involves possible public or product liability claims of substantial nature, including any Judgement or Order, if any, which may have strictures on the conduct of the Company
- Development in respect of human resources

- Compliance or non-compliance of any regulatory, statutory nature or listing requirements and investor service

Presentations are made regularly to the Board/NRC/AC (minutes of Board, AC and NRC are circulated to the Board), where Directors get an opportunity to interact with senior managers. Presentations, 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.

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.

Audit Committee:

The Audit Committee was reconstituted during the year. As on March 31, 2020 the committee comprised of Mr. K.P.Raghavan, Dr. K.N.Satyanarayana, and Mr. P.S.Kapoor.

During the year, 4 (Four) audit committee meetings were held as detailed hereunder:

Date	Strength	No. of Directors Present
April 19, 2019	3	2
July 12, 2019	3	3
October 10, 2019	3	2
January 10, 2020	3	2

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 is 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 Nomination and Remuneration Committee reconstituted during the year. As on March 31, 2020 the committee comprised of Mr. K.P.Raghavan, Dr.K.N.Satyanarayana, and Dr. Esther Malini.

During the year, 3 (three) meetings of the Nomination & Remuneration Committee were held as detailed hereunder:

Date	Strength	No. of Directors Present
April 19, 2019	3	2
October 10, 2019	3	2
January 10, 2020	3	3

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

Declaration of Independence:

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

Adequacy of Internal Financial Controls:

The Company has designed and implemented a process driven framework for Internal Financial Controls ('IFC') within the meaning of the explanation to Section 134(5)(e) of the Companies Act, 2013. For the year ended March 31, 2020, the AC and Board opine 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 & Remuneration Committee and the Board have laid down the manner in which formal annual evaluation of the performance of the Board, committees and individual directors has to be made.

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

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

Compliance with Secretarial Standards on Board and Annual General Meetings

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual 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 complaint committee under the Sexual harassment of women at workplace (Prevention, Prohibition & 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 2018-19 is 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.

Auditors:

The Company at the 5th Annual General Meeting held on 22nd September, 2015 for the Financial Year 2015-16 had appointed M/s. Gianender & Associates, Chartered

Accountants, (Firm Reg no: 004661N), New Delhi as Statutory Auditors of the Company to hold office until the conclusion of the 10th Annual General Meeting of the Company to be held during the year 2020.

Secretarial Auditor:

Mr. R.Thamizhvanan (C.O.P. No: 3721), Company Secretary in practice, was appointed to conduct the Secretarial Audit for the financial year 2019 – 20 as required under Section 204 of the Act and rules made thereunder.

The Secretarial Audit Report to the shareholders for the financial year 2019 – 20, issued by Mr. R.Thamizhvanan dated June 11, 2020, is attached as **Annexure II** to this Report. It contains the following qualification:

"The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act ***except the appointment of Company secretary-KMP 10 days beyond the prescribed time limit."***

Management response:

The Company identified a candidate with suitable qualification and experience and appointed Ms. Niveditha as Company Secretary with effect from Jan 10, 2020.

Cost auditors:

M/s G.Sugumar, Cost Accountant (Membership No.24946), 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 remuneration of the Cost Auditor was ratified at the Annual General Meeting held on September 23, 2019. The Cost Audit Report for the year 2018 – 19 was filed with MCA on December 28, 2019.

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

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

Extract of Annual Return:

As per the provisions of Section 92(3) of the Act, an extract of the Annual Return in form MGT-9 is attached as **Annexure III** to this Report.

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

	Sd/-	Sd/-
	Dr.Esther Malini	**Pramod Sushila Kapoor**
Date: July 8, 2020	*Director*	*Director*
Place: Chennai	*DIN: 07124748*	*DIN: 02914307*

Annexure I

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 H

For and on behalf of the Board

	Sd/-	Sd/-
	Dr.Esther Malini	**Pramod Sushila Kapoor**
Date: July 8, 2020	*Director*	*Director*
Place: Chennai	*DIN: 07124748*	*DIN: 02914307*

Annexure II

Form No. 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 Personnel) Rules, 2014]

To
The Members,
L&T SAMAKHIALI GANDHIDHAM TOLLWAY LIMITED
P.O. BOX NO.979, MOUNT POONAMALLEE ROAD
MANAPAKKAM
CHENNAI-600089

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **L&T SAMAKHIALI GANDHIDHAM TOLLWAY LIMITED (here-in-after called the 'Company')** for the financial ending **31st March 2020.** Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's 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 has complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year under the provisions of

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under – **Not Applicable;**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under - **Not Applicable;**

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings - **Not Applicable**;

(v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') - **Not Applicable**:-

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

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

I/we have also examined compliance with the applicable clauses of the following:

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

During the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

I further report that:-

The Board of Directors & the Committees of the Company are duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act ***except the appointment of Company secretary-KMP 10 days beyond the prescribed time limit.***

Adequate notice is given to all 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.

Majority decision is carried through and there were no dissenting views by any of the Board members during the year.

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 audit period the company has complied with all requirements under the new Companies Act 2013 to the extent notified and applicable with respect to all events/actions having a major bearing on the Companies affairs and the Company also approved the draft Composite Scheme of Arrangement and Amalgamation of the "Infrastructure Development Business" of LTIDPL IndvIT Services Limited (LISL) with the Company.

Sd/-
R. THAMIZHVANAN
(COMPANY SECRETARY IN PRACTICE)
CP NO. 3721

Place: Chennai
Date: 11.06.2020

Annexure III

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	U45203TN2010PLC074501
Registration Date	05/02/2010
Name of the Company	L&T Samakhiali Gandhidham Tollway Limited
Category / Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
Address of the Registered office and contact details	P B NO.979, Mount Poonamallee Road, Manapakkam Chennai – 600089
Whether listed company Yes / No	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	NSDL Database Management Limited. 4th 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 and maintenance of motorways, streets, roads, other vehicular and pedestrian ways, highways, bridges, tunnels and subways	42101	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and 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	99.98%	2(46)

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

Category-wise Share Holding

Category of Shareholders	No. of Shares held as on April 1, 2019				No. of Shares held as on March 31, 2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	–	–	–	–	–	–	–	–	–
b) Central Govt	–	–	–	–	–	–	–	–	–
c) State Govt (s)	–	–	–	–	–	–	–	–	–
d) Bodies Corp.	80539995	–	80539995	100	80539995	–	80539995	100	–
e) Banks / FI	–	–	–	–	–	–	–	–	–
f) Any Other….	–	–	–	–	–	–	–	–	–
Sub-total (A) (1):-	**80539995**	–	**80539995**	**100**	**80539995**	**–**	**80539995**	**100**	**–**
2) Foreign									
a) NRIs - Individuals	–	–	–	–	–	–	–	–	–
b) Other – Individuals	–	–	–	–	–	–	–	–	–
c) Bodies Corp.	–	–	–	–	–	–	–	–	–
d) Banks / FI	–	–	–	–	–	–	–	–	–
e) Any Other….	–	–	–	–	–	–	–	–	–
Sub-total (A) (2):-	–	–	–	–	–	–	–	–	–
Total shareholding of Promoter (A) =(A)(1)+(A)(2)	**80539995**	–	**80540000**	**100**	**80540000***	**–**	**80540000***	**100**	**–**
B. Public Shareholding									
1) Institutions									
a) Mutual Funds	–	–	–	–	–	–	–	–	–
b) Banks / FI	–	–	–	–	–	–	–	–	–
c) Central Govt	–	–	–	–	–	–	–	–	–
d) State Govt (s)	–	–	–	–	–	–	–	–	–
e) Venture Capital Funds	–	–	–	–	–	–	–	–	–
f) Insurance Companies	–	–	–	–	–	–	–	–	–
g) FIIs	–	–	–	–	–	–	–	–	–
h) Foreign Venture Capital Funds	–	–	–	–	–	–	–	–	–
i) Others (specify)	–	–	–	–	–	–	–	–	–
Sub-total (B) (1):-	–	–	–	–	–	–	–	–	–

2) Non-Institutions									
a) Bodies Corp.	–	–	–	–	–	–	–	–	–
i) Indian	–	–	–	–	–	–	–	–	–
ii) Overseas	–	–	–	–	–	–	–	–	–
b) Individuals	–	–	–	–	–	–	–	–	–
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	5*	–	5*	0	5*	–	5*	0	–
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	–	–	–	–	–	–	–	–	–
c) Others (specify)	–	–	–	–	–	–	–	–	–
Sub-total (B) (2):-	5*	–	5*	0	5*	–	5*	0	–
Total Public shareholding (B) = (B)(1)+(B)(2)	5*	–	5*	0	5*	–	5*	0	–
C. Shares held by Custodian for GDRs & ADRs	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Grand Total (A+B+C)	**80540000***	**–**	**80540000***	**100**	**80540000***	**–**	**80540000***	**100**	**–**

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

(ii) Shareholding of Promoters

S No	Shareholder's Name	Shareholding as on April 1, 2019			Shareholding 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	80526995	99.98	50.99	80526995	99.98	50.99	–
2	Larsen & Toubro	13000	0.02	0.01	13000	0.02	0.01	–
	Total	**80539995**	**100**	**51.00**	**80539995**	**100**	**51.00**	–

(iii) Change in Promoters' Shareholding: NIL

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

S. No.	For Each of the Top 10 Shareholders	No. of shares	% of total shares	Cumulative Shareholding during the year	
				No. of shares	% of total shares
1.	**Mr. T.S. Venkatesan 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. 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
3.	**Mr. R.G.Ramachandran 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. 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
5.	**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

(v) Shareholding of Directors and Key Managerial Personnel: NIL

V. INDEBTEDNESS

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

(Amount in Rs)

Particulars of Indebtedness	Secured Loans excluding deposits	Unsecured Loans	Total Indebtedness
As on April 1, 2019			
i) Principal Amount	6,95,50,04,322	71,98,00,000	7,67,48,04,322
ii) Interest due but not paid	-	-	-
iii) Interest accrued but not due	30,66,826	-	30,66,826
Total (i+ii+iii)	**6,95,80,71,148**	**71,98,00,000**	**7,67,78,71,148**
Changes during the financial year			
Addition	4,97,29,911	21,81,22,690	26,78,52,601
Reduction	1,49,33,21,639	-	1,49,33,21,639
Net Change	**(1,44,35,91,728)**	**21,81,22,690**	**(1,22,54,69,038)**
As on March 31, 2020			
i) Principal Amount	5,46,47,49,509	93,28,00,000	6,39,75,49,509
ii) Interest due but not paid	-	51,22,690	51,22,690
iii) Interest accrued but not due	4,97,29,911		4,97,29,911
Total (i+ii+iii)	**5,51,44,79,420**	**93,79,22,690**	**6,45,24,02,110**

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: Col. Amit Kumar Chanda	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	22,42,500	22,42,500
	(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	22,42,500	22,42,500
	Ceiling as per the Act	**1,20,00,000**	**1,20,00,000**

(b) Remuneration to other directors:

(Amount in Rs.)

S. No	Particulars of Remuneration	Name of the Directors		Total Amount
1	**Independent Directors**	**Dr. K.N. Satyanarayana**	**Mr. K.P. Raghavan**	
	Fee for attending Board Meeting / Committee Meeting	1,45,000	1,70,000	3,15,000
	Commission	–	–	–
	Others	–	–	–
	Total (1)	**1,45,000**	**1,70,000**	**3,15,000**
2.	**Other Non – Executive Directors** **1) Dr. Esther Malini** **2) Mr. Pramod Sushila Kapoor** **3) Mr. K. C. Raman** No fee for attending Board Meeting / Committee Meeting and no Commission was paid	–	–	–
	Total (2)	–	–	–
	Total =(1+2)	**1,45,000**	**1,70,000**	**3,15,000**
	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. Ms. Swathi Ravishankar, CFO is an employee of the Holding Company.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board

	Sd/-	Sd/-
	Dr.Esther Malini	**Pramod Sushila Kapoor**
Date: July 8, 2020	*Director*	*Director*
Place: Chennai	*DIN: 07124748*	*DIN: 02914307*

INDEPENDENT AUDITOR'S REPORT

To the Members of
L&T Samakhiali Gandhidham Tollway Limited

Report on the audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the Standalone Ind AS financial statements of **L&T Samakhiali Gandhidham Tollway Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and 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 Standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information for the year ended on that date.

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

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note (10) in the financial statements, which indicates that the Company incurred a cumulative net loss of Rs.3, 33, 51, 98,804 upto March 31st, 2020 resulting in negative net-worth of the Company. These events or conditions, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, as stated in Note H (14), it has been represented by the management that the Company's net worth has eroded primarily due to high depreciation, high interest on term loans and interest on deferred premium liability. The management expects that the Company's revenue for the subsequent financial years will be sufficient to meet the expenditure and recoup the losses incurred thereby strengthening the financial position of the Company and further, there is a continuing support from the holding Company and the Company will be able to discharge all its obligations in foreseeable future and therefore going concern assumption is appropriate for preparation of financial statements.

Our opinion is not modified in respect of this matter.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report (but does not include the standalone financial statements and our auditor's report thereon). The above report are expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Responsibility of Management and Those Charged with Governance for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss, the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) Our observations made on the matters stated in the 'Material Uncertainty Relating to Going Concern' paragraphs above may have a significant effect so as to adversely affect the functioning of the company.

f) 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.

g) 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".

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

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

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

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

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, no remuneration has been paid by the Company to its directors during the year so the provisions of section 197 of the Act are not applicable.

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

G. K. Agrawal

Place: New Delhi
(Partner)
Date: 30.04 2020

(M No. 081603)
UDIN: 20081603AAAAEB4452

Annexure 'A' to the Independent Auditor's Report of L&T SAMAKHIALI GANDHIDHAM TOLLWAY LIMITED for the Year ended as on 31st March 2020

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

i. a. The Company 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.

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

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

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

v. 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.

vi. The Company is prima-facie maintaining the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

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

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

viii. In our opinion and according to the information and explanation provided to us, the Company has not defaulted in repayment of loans or borrowing to banks. The Company has not taken any loans or borrowings from financial institution or any Government and not issued any debentures during the year.

ix. Money raised by way of term loans were applied for the purpose for which it was raised. The Company has not raised money by way of initial public offer or further public offer.

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

xi. According to the information and explanations given to us the Company has not paid any managerial remuneration, hence paragraph 3(xi) of the order is not applicable to the Company.

xii. The Company is not a Nidhi Company and hence clause3 (xii) of the Companies (Auditor's Report) Order 2016 is not applicable.

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

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

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

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

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

G. K. Agrawal
(Partner)
(M No. 081603)
UDIN: 20081603AAAAEB4452

Place: New Delhi
Date: 30.04 2020

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT
(Referred to in our Report of even date)

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

We have audited the internal financial controls over financial reporting of **L&T Samakhiali Gandhidham Tollway Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

G. K. Agrawal
(Partner)
(M No. 081603)
UDIN: 20081603AAAAEB4452

Place: New Delhi
Date: 30.04 2020

L&T Samakhiali Gandhidham Tollway Limited
CIN No:U45203TN2010PLC074501
Balance Sheet as at March 31, 2020

Particulars	Note	March 31, 2020 ₹	March 31, 2019 ₹
ASSETS			
(1) Non-current assets			
a) Property, Plant and Equipment	1	46,60,115	35,71,524
b) Capital work-in-progress	2	81,41,528	-
b) Intangible assets	3	15,97,60,77,750	16,24,56,71,149
c) Investment property	4	13,54,000	13,54,000
d) Financial Assets			
i) Others	5	17,22,547	17,06,954
e) Other non-current assets	6	2,72,33,858	80,38,056
	A	16,01,91,89,799	16,26,03,41,683
Current assets			
a) Financial Assets			
i) Cash and Cash equivalents	7	13,09,45,766	3,07,13,856
ii) Bank Balance other than i) above	8	8,36,671	14,35,712
iii) Other financial assets	5	9,79,76,926	3,00,93,387
b) Other current assets	6	3,00,63,296	3,11,75,231
	B	25,98,22,659	9,34,18,186
TOTAL	A+B	16,27,90,12,458	16,35,37,59,869
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share capital	9	80,54,00,000	80,54,00,000
b) Other Equity	10	(3,33,51,98,804)	(2,04,16,52,860)
	C	(2,52,97,98,804)	(1,23,62,52,860)
LIABILITIES			
(1) Non-current liabilities			
a) Financial liabilities			
i) Borrowings	11	14,20,87,74,001	14,71,05,25,007
ii) Other financial liabilities	12	1,11,46,14,424	77,28,11,256
b) Provisions	13	52,86,52,821	45,73,28,809
	D	15,85,20,41,246	15,94,06,65,072
Current liabilities			
a) Financial liabilities			
i) Borrowings	11	93,28,00,000	71,98,00,000
ii) Trade payables	14		
- Total outstanding dues to small enterprises and micro enterprises		-	-
- Total outstanding dues to creditor other than small enterprises and micro enterprises		2,94,99,205	2,89,59,890
iii) Other financial liabilities	12	83,77,69,261	84,85,91,827
b) Other current liabilities	15	1,06,41,81,274	5,08,50,973
c) Provisions	13	9,25,20,276	11,44,967
	E	2,95,67,70,016	1,64,93,47,657
Total Equity and Liabilities	C+D+E	16,27,90,12,458	16,35,37,59,869
Contingent liabilities	F		
Commitments	G		
Other notes forming part of accounts	H		
Significant accounting policies	I		

As per our audit report attached
For GIANENDER & ASSOCIATES
Chartered Accountants
Firm's Registration No: 004661N
by the hand of

G.K. Agrawal
Partner
M. No. 081603

Place: New Delhi
Date:30/04/2020

For and on behalf of **the Board**

Esther Malini
Director
(DIN: 07124748)

K.C.Raman
Director
(DIN: 07763969)

R.Swathi
Chief Financial Officer

Place: Chennai
Date:30/04/2020

L&T Samakhiali Gandhidham Tollway Limited
CIN No:U45203TN2010PLC074501
Statement of Profit and loss for the Period ended March 31, 2020

Particulars	Note	March 31, 2020 ₹	March 31, 2019 ₹
REVENUE			
Revenue from Operations	15	1,65,08,19,140	1,54,36,44,025
Construction contract revenue		6,66,60,165	-
Other income	16	92,63,321	93,68,073
Total Revenue		**1,72,67,42,626**	**1,55,30,12,098**
EXPENSES			
Construction contract expenses		6,66,60,165	-
Operating expenses	17	51,04,85,221	31,40,85,066
Employee benefit expenses	18	3,08,25,692	2,71,94,127
Finance costs	19	2,08,21,46,710	2,00,66,49,933
Depreciation and amortisation	1&3	30,29,19,676	24,14,82,402
Administration and other expenses	20	2,74,24,899	4,74,01,137
Total Expenses		**3,02,04,62,363**	**2,63,68,12,665**
Profit/(loss) before tax		(1,29,37,19,737)	(1,08,38,00,567)
Tax Expense:			
Current tax		-	-
Deferred tax		-	-
Profit/(loss) after tax for the year		**(1,29,37,19,737)**	**(1,08,38,00,567)**
Profit for the year		**(1,29,37,19,737)**	**(1,08,38,00,567)**
Other Comprehensive Income			
Nature			
Income-tax effect			
i) Items that will not be classified to profit or loss (net of tax)			
Remeasurement of net defined benefit liability or asset		**1,73,794**	**(9,69,312)**
ii) Not reclassifiable to profit or loss in subsequent periods		-	-
Total Comprehensive Income for the year		**(1,29,35,45,943)**	**(1,08,47,69,879)**
Earnings per equity share (Basic and Diluted)	H(9)	(16.06)	(13.46)
Face value per equity share		10.00	10.00

As per our audit report attached
For GIANENDER & ASSOCIATES
Chartered Accountants
Firm's Registration No: 004661N
by the hand of

For and on behalf of **the Board**

Esther Malini
Director
(DIN: 07124748)

K.C.Raman
Director
(DIN: 07763969)

G.K. Agrawal
Partner
M. No. 081603

R.Swathi
Chief Financial Officer

Place: New Delhi
Date: 30/04/2020

Place : Chennai
Date:30/04/2020

L&T Samakhiali Gandhidham Tollway Limited
CIN No:U45203TN2010PLC074501
Cash Flow Statement as on March 31, 2020

S. No.	Particulars	March 31, 2020 ₹	March 31, 2019 ₹
A	**Cash flow from operating activities**		
	Net profit / (loss) before tax and extraordinary items	(1,29,37,19,737)	(1,08,38,00,567)
	Adjustment for		
	Depreciation and amortisation expense	30,29,19,676	24,14,82,402
	Other comprehensive income	1,73,794	(9,69,312)
	Interest expense	2,08,21,46,710	2,00,66,49,933
	Interest income	(8,31,012)	(8,32,589)
	(Profit)/loss on sale of current investments(net)	(28,98,534)	(35,17,621)
	(Profit)/loss on sale of fixed assets	(24,742)	-
	Operating profit before working capital changes	**1,08,77,66,155**	**1,15,90,12,246**
	Adjustments for:		
	Increase / (Decrease) in long term provisions	2,29,98,977	11,03,38,837
	Increase / (Decrease) in trade payables	5,39,315	1,78,74,588
	Increase / (Decrease) in other current liabilitites	1,01,33,30,301	(35,25,14,103)
	Increase / (Decrease) in other current financial liabilitites	-	-
	Increase / (Decrease) in other non-current financial liabilities	-	-
	Increase / (Decrease) in short term provisions	9,13,75,309	8,86,944
	Increase / (Decrease) in other Financial Assets	(6,78,99,132)	1,57,339
	(Increase) / Decrease in long term loans and advances	-	8,16,244
	(Increase) / Decrease in other current assets	11,11,935	(1,89,39,218)
	Net cash generated from/(used in) operating activities	**2,14,92,22,860**	**91,76,32,877**
	Direct taxes paid (net of refunds)	(1,91,95,802)	29,70,794
	Net Cash(used in)/generated from Operating Activities	**2,13,00,27,058**	**92,06,03,671**
B	**Cash flow from investing activities**		
	Purchase of fixed assets	(4,27,60,950)	(25,99,869)
	Sale of fixed assets	2,29,292	76,706
	(Purchase)/sale of current investments (net)	28,98,534	3,93,53,483
	Changes in other bank balances	5,99,041	(14,35,712)
	Interest received	8,31,012	8,32,589
	Net cash (used in)/generated from investing activities	**(3,82,03,071)**	**3,62,27,197**
C	**Cash flow from financing activities**		
	Proceeds/(repayment) from/to short term borrowings (net)	21,30,00,000	42,00,00,000
	Repayment of long term borrowings	(1,49,25,15,661)	(56,63,45,115)
	Deferred payment liability	(3,74,00,000)	-
	Interest paid	(67,46,76,416)	(80,68,47,007)
	Net cash (used in)/generated from financing activities	**(1,99,15,92,077)**	**(95,31,92,122)**
	Net increase / (decrease) in cash and cash equivalents (A+B+C)	**10,02,31,910**	**36,38,746**
	Cash and cash equivalents as at the beginning of the year	3,07,13,856	2,70,75,110
	Cash and cash equivalents as at the end of the year	**13,09,45,766**	**3,07,13,856**

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

As per our audit report attached
For GIANENDER & ASSOCIATES
Chartered Accountants
Firm's Registration No: 004661N
by the hand of

For and on behalf of **the Board**

Esther Malini
Director
(DIN: 07124748)

K.C.Raman
Director
(DIN: 07763969)

G.K. Agrawal
Partner
M. No. 081603

R.Swathi
Chief Financial Officer

Place: New Delhi
Date: 30/04/2020

Place: Chennai
Date: 30/04/2020

L&T Samakhiali Gandhidham Tollway Limited
CIN No:U45203TN2010PLC074501
Statement of Changes in Equity for the year ended March 31, 2020

9) Other Equity as on 31.03.2020

Particulars	Equity component of compound financial instruments	Reserves & Surplus		
		General Reserve	Retained earnings	Total
Balance at the beginning of the reporting period	2,25,38,07,382	-	(4,29,54,60,244)	(2,04,16,52,861)
Profit for the year	-	-	(1,29,37,19,737)	(1,29,37,19,737)
Other comprehensive income	-	-	1,73,794	1,73,794
Balance at the end of the reporting period	**2,25,38,07,382**	**-**	**(5,58,90,06,187)**	**(3,33,51,98,804)**

Other Equity as on 31.03.2019

Particulars	Equity component of compound financial instruments	Reserves & Surplus		
		General Reserve	Retained earnings	Total
Balance at the beginning of the reporting period	2,25,38,07,382	-	(3,21,06,90,365)	(95,68,82,982)
Profit for the year	-	-	(1,08,38,00,567)	(1,08,38,00,567)
Other comprehensive income	-	-	(9,69,312)	(9,69,312)
Issue of share capital	-	-	-	-
Balance at the end of the reporting period	**2,25,38,07,382**	**-**	**(4,29,54,60,244)**	**(2,04,16,52,860)**

As per our audit report attached
For GIANENDER & ASSOCIATES
Chartered Accountants
Firm's Registration No: 004661N
by the hand of

G.K. Agrawal
Partner
M. No. 081603

Place: New Delhi
Date: 30/04/2020

For and on behalf of **the Board**

Esther Malini
Director
(DIN: 07124748)

K.C.Raman
Director
(DIN: 07763969)

R.Swathi
Chief Financial Officer

Place: Chennai
Date:30/04/2020

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

1 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										
Plant and Equipment	17,10,694	-	-	17,10,694	8,25,255	1,94,808	-	10,20,063	6,90,631	8,85,439
Furniture and fixtures	13,00,835	-	-	13,00,835	4,00,620	1,32,252	-	5,32,872	7,67,963	9,00,215
Vehicles	8,17,428	17,57,699	-	25,75,127	7,38,299	2,62,402	-	10,00,701	15,74,426	79,129
Office equipment	13,77,286	1,00,664	1,24,832	13,53,118	9,88,978	1,40,740	58,377	10,71,341	2,81,777	3,88,308
Air conditioning and Refrigeration	31,80,754	12,11,810	-	43,92,564	23,85,573	9,29,499	-	33,15,072	10,77,492	7,95,181
Computers, laptops and printers	8,36,486	2,03,065	3,35,658	7,03,893	3,13,234	3,20,396	1,97,563	4,36,067	2,67,826	5,23,252
Total	**92,23,483**	**32,73,238**	**4,60,490**	**1,20,36,231**	**56,51,959**	**19,80,097**	**2,55,940**	**73,76,116**	**46,60,115**	**35,71,524**
Previous year	*88,37,720*	*5,63,184*	*1,77,421*	*92,23,483*	*38,56,520*	*18,96,154*	*1,00,715*	*56,51,959*	*35,71,524*	*49,81,200*

Refer Note H(20) for information on property, plant and equipments pledged as security.
There is no restriction on title of property, plant and equipments.
There is no contractual commitment on acquition of property, plant and equipments.

2 Capital work-in-progress

Particulars	Cost			
	As at April 01, 2019	Additions	Capitalised during the year	As at March 31, 2020
Capital work in progress	-	81,41,528	-	81,41,528
Total	**-**	**81,41,528**	**-**	**81,41,528**
Previous year	-	-	-	-

3 Intangible Assets

₹

Particulars	Cost				Amortisation				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**
Toll Equipments*	12,27,89,010	3,13,46,184	-	15,41,35,194	5,08,52,332	5,70,48,331	-	10,79,00,663	4,62,34,531	7,19,36,678
Toll collection rights	16,88,86,29,419	-	-	16,88,86,29,419	71,48,94,955	24,38,91,245	-	95,87,86,200	15,92,98,43,219	16,17,37,34,471
Total	**17,01,14,18,429**	**3,13,46,184**	**-**	**17,04,27,64,613**	**76,57,47,287**	**30,09,39,576**	**-**	**1,06,66,86,863**	**15,97,60,77,750**	**16,24,56,71,149**
Previous year	*17,00,93,81,749*	*20,36,680*	-	*17,01,14,18,429*	*52,61,61,037*	*23,95,86,249*	-	*76,57,47,286*	*16,24,56,71,149*	*16,48,32,20,712*

*On account of flood during the year F.Y.2019-20 majority of its Toll equipments were damaged. Hence the company has declared an amount of Rs.4,39,54,602 as obsolesecence.

Disclosure of Material Intangible Asset
Toll collection rights of widening of existing two-lane of 56 kilometers Road stretch covering Samakhiali to Gandhidham to make it four lane.

Particulars	Remaining Amortization Period (Years)
As at March 31, 2020	14.45
As at March 31, 2019	15.45

There is no restriction on title of Tolling rights.
There is no contractual commitment on acquition of Tolling rights.
Refer Note H(20) for information on Intangible asset pledged as security.

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

1 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 at April 01, 2018
Owned										
Plant and Equipment	17,10,694	-	-	17,10,694	5,45,295	2,79,960	-	8,25,255	8,85,439	11,65,399
Furniture and fixtures	13,00,835	-	-	13,00,835	2,68,068	1,32,552	-	4,00,620	9,00,215	10,32,767
Vehicles	8,17,428	-	-	8,17,428	5,51,834	1,86,465	-	7,38,299	79,129	2,65,594
Office equipment	13,63,834	13,452	-	13,77,286	8,25,402	1,63,576	-	9,88,978	3,88,308	5,38,432
Air conditioning and Refrigeration	31,80,754	-	-	31,80,754	15,90,381	7,95,192	-	23,85,573	7,95,181	15,90,373
Computers, laptops and printers	4,64,175	5,49,732	1,77,421	8,36,486	75,540	3,38,409	1,00,715	3,13,234	5,23,252	3,88,635
Total	**88,37,720**	5,63,184	**1,77,421**	**92,23,483**	**38,56,520**	**18,96,154**	**1,00,715**	**56,51,959**	**35,71,524**	**49,81,200**
Previous year	*1,61,83,527*	*12,62,833*	*86,08,640*	*88,37,720*	*57,32,769*	*32,14,388*	*50,90,637*	*38,56,520*	49,81,200	1,04,50,758

Note 1 (a): Freehold land has been regrouped under Non- Current Investment as Investment Property.[Refer Note F(I)(a)]

3 Intangible Assets

₹

Particulars	Cost				Amortisation				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 at April 01, 2018
Toll Equipments	12,07,52,330	20,36,680	-	12,27,89,010	3,34,07,391	1,74,44,940	-	5,08,52,331	7,19,36,679	8,73,44,939
Toll collection rights	16,88,86,29,419	-		16,88,86,29,419	49,27,53,646	22,21,41,309	-	71,48,94,955	16,17,37,34,471	16,39,58,75,773
Total	**17,00,93,81,749**	**20,36,680**	**-**	**17,01,14,18,429**	**52,61,61,037**	**23,95,86,249**	**-**	**76,57,47,286**	**16,24,56,71,150**	**16,48,32,20,712**
Previous year	*16,88,86,29,419*	*1,29,76,99,249*	-	*18,18,63,28,668*	*15,47,31,562*	*15,77,65,011*	-	*31,24,96,573*	16,69,13,69,813	15,55,14,35,575

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

4 Investment Property

Particulars	March 31, 2020 Current ₹	March 31, 2020 Non-current ₹	March 31, 2020 Total ₹	March 31, 2019 Current ₹	March 31, 2019 Non-current ₹	March 31, 2019 Total ₹
a) Land	-	13,54,000	13,54,000	-	13,54,000	13,54,000
	-	**13,54,000**	**13,54,000**	**-**	**13,54,000**	**13,54,000**

5 Other financial assets

Particulars	March 31, 2020 Current ₹	March 31, 2020 Non-current ₹	March 31, 2020 Total ₹	March 31, 2019 Current ₹	March 31, 2019 Non-current ₹	March 31, 2019 Total ₹
Security deposit	-	17,22,547	17,22,547	-	17,06,954	17,06,954
Other financial assets	9,79,76,926	-	9,79,76,926	3,00,93,387	-	3,00,93,387
	9,79,76,926	**17,22,547**	**9,96,99,473**	**3,00,93,387**	**17,06,954**	**3,18,00,341**

6 Other non-current and current assets

Particulars	March 31, 2020 Current ₹	March 31, 2020 Non-current ₹	March 31, 2020 Total ₹	March 31, 2019 Current ₹	March 31, 2019 Non-current ₹	March 31, 2019 Total ₹
Prepaid Insurance/interest	2,01,95,411	-	2,01,95,411	1,03,15,889	-	1,03,15,889
Prepaid expenses	-	-	-	4,56,794	-	4,56,794
CGST Input Tax Credit	31,74,832	-	31,74,832	-	-	-
SGST Input Tax Credit	31,78,651	-	31,78,651	-	-	-
VAT recoverable	16,71,650	-	16,71,650	16,71,650	-	16,71,650
Other Advances to Supplier	12,89,147	-	12,89,147	1,87,30,898	-	1,87,30,898
Other receivables	5,53,605	-	5,53,605	-	-	-
Income tax net of provisions	-	2,72,33,858	2,72,33,858	-	80,38,056	80,38,056
	3,00,63,296	**2,72,33,858**	**5,72,97,154**	**3,11,75,231**	**80,38,056**	**3,92,13,287**

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

7 Cash and cash equivalents

Particulars	As at March 31, 2020 ₹	As at March 31, 2019 ₹
a) Balances with banks		
Trust retention and escrow accounts	12,70,57,107	1,93,15,448
b) Cash on hand	38,88,659	99,62,696
	13,09,45,766	**3,07,13,856**

8 Bank Balance other than 8 above

Fixed deposit with Bank including interest accrued thereon having mature > 3 months	8,36,671	14,35,712
	8,36,671	**14,35,712**

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

9 Share Capital

(i) Authorised, issued, subscribed and paid up

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
Authorised:				
Equity shares of ₹ 10 each	21,10,30,000	2,11,03,00,000	21,10,30,000	2,11,03,00,000
Issued, subscribed and fully paid up	8,05,40,000	80,54,00,000	8,05,40,000	80,54,00,000
Equity shares of ₹ 10 each	**8,05,40,000**	**80,54,00,000**	**8,05,40,000**	**80,54,00,000**

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

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
At the beginning of the year	8,05,40,000	80,54,00,000	8,05,40,000	80,54,00,000
Issued during the year as fully paid	-	-	-	-
Others	-	-	-	-
At the end of the year	**8,05,40,000**	**80,54,00,000**	**8,05,40,000**	**80,54,00,000**

(iii) Equity component of Convertible Preference shares

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
At the beginning of the year	19,81,84,003	1,98,18,40,030	19,81,84,003	1,98,18,40,030
Issued during the year as fully paid	-	-	-	-
Others	-	-	-	-
At the end of the year	**19,81,84,003**	**1,98,18,40,030**	**19,81,84,003**	**1,98,18,40,030**

(iii) Terms / rights attached to shares

Equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per shares. Each holder of equity shares is entitled to one vote per shares.
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 class of shareholder.
No dividend has been declared by Board of Directors during the year ended on 31st March, 2020 *(Previous Year - ₹ Nil)*

In the event of liquidation of the Company, the holders of equity shares shall be entitiled to receive the residual assets of the Company, after distribution of all preferential amount.

Compulsory convertible Preference shares

The preference shares carry a preferential right vis-a-vis Equity shares of the Company with respective to payment of dividend and repayment in case of a winding up or repayment of capital.
Preference share holders shall be Non-participating rights in the surplus funds.
Preference share holders shall be Non-participating rights in the surplus assets and profit on winding up which may remain after the entire capital has been repaid.
Preference share holders would be Paid dividend on non cumulative basis.
Preference share holder carry voting rights as per provisions of Section 47 (2) of the Act.
Since the Company does not have profits, no dividend is accrued or payable.
Preference share will be converted into equity share at the option of the company or at the completion of 10th year from the date of allotment.

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

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

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	₹	No. of shares	₹
Equity Shares				
Holding Company				
L&T Infrastructure Development Projects Limited (including nominee holding)	8,05,27,000	80,52,70,000	8,05,27,000	80,52,70,000
Ultimate Holding Company				
Larsen and Toubro Limited	13,000	1,30,000	13,000	1,30,000
0.01% Compulsory convertible cumulative Redeemable Preference Shares				
Holding Company				
L&T Infrastructure Development Projects Limited (including nominee holding)	12,81,84,003	1,28,18,40,030	12,81,84,003	1,28,18,40,030
Fellow Subsidiary				
LTIDPL Indvit Services Limited	7,00,00,000	70,00,00,000	7,00,00,000	70,00,00,000
	27,87,24,003	**2,78,72,40,030**	**27,87,24,003**	**2,78,72,40,030**

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

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	%	No. of shares	%
Equity Shares				
L&T Infrastructure Development Projects Limited (including nominee holding)	8,05,27,000	99.98%	8,05,27,000	99.98%
0.01% Compulsory convertible cumulative Redeemable Preference Shares				
L&T Infrastructure Development Projects Limited (including nominee holding)	12,81,84,003	64.68%	12,81,84,003	64.68%
LTIDPL Indvit Services Limited	7,00,00,000	35.32%	7,00,00,000	35.32%

(vi) Shares reserved for issue under options: NIL

(vii) 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

L&T Samakhiali Gandhidham Tollway Limited
Statement of Changes in Equity for the year ended March 31, 2020

10 Other Equity as on 31.03.2020

Particulars	Equity component of compound financial instruments	Reserves & Surplus		Total
		General Reserve	Retained earnings	
Balance at the beginning of the reporting period	2,25,38,07,382	-	(4,29,54,60,244)	(2,04,16,52,861)
Profit for the year	-	-	(1,29,37,19,737)	(1,29,37,19,737)
Other comprehensive income	-	-	1,73,794	1,73,794
Balance at the end of the reporting period	**2,25,38,07,382**	**-**	**(5,58,90,06,187)**	**(3,33,51,98,804)**

Other Equity as on 31.03.2019

Particulars	Equity component of compound financial instruments	Reserves & Surplus		Total
		General Reserve	Retained earnings	
Balance at the beginning of the reporting period	2,25,38,07,382	-	(3,21,06,90,365)	(95,68,82,982)
Profit for the year	-	-	(1,08,38,00,567)	(1,08,38,00,567)
Other comprehensive income	-	-	(9,69,312)	(9,69,312)
Issue of share capital	-	-	-	-
Balance at the end of the reporting period	**2,25,38,07,382**	**-**	**(4,29,54,60,244)**	**(2,04,16,52,860)**

11 Borrowings

Particulars	As at March 31, 2020 Current ₹	Non current ₹	Total ₹	As at March 31, 2019 Current ₹	Non current ₹	Total ₹
Secured borrowings						
a) Term loans						
i) From banks(Refer note H(11)	-	4,68,18,32,849	4,68,18,32,849	-	6,10,94,79,321	6,10,94,79,321
Unsecured borrowings						
a) Deferred payment liabilities*	-	9,52,69,41,152	9,52,69,41,152	-	8,60,10,45,686	8,60,10,45,686
b) Loans from related parties	93,28,00,000	-	93,28,00,000	71,98,00,000	-	71,98,00,000
	93,28,00,000	14,20,87,74,001	15,14,15,74,001	71,98,00,000	14,71,05,25,007	15,43,03,25,007

Deferred Payment liability represents total concession fees of ₹.24,20,18,17,478/- payable to NHAI as per clause 26.2 of the concession agreement, The Present value of differred payment liability is ₹ 9,52,69,41,152/-

During the year NHAI had demanded an amount of Rs.3,74,00,000 cr from the company against the negative grant payable for the financial year 2017-18 vide its letter ref:NHAI/GM(F)/Sam.Gandh/2019/141717 dated 24/09/2019 and based on the same the company paid such amount to NHAI along with applicable interest.

Details of long term borrowings

Particulars	Effective interest rate	Terms of repayment
Term loans from banks	10.40%	4,68,18,32,849
Deferred payment liabilities-NHAI	10.61%	9,52,69,41,152
Term loans from others		
Loans from related parties	Interest bearing	18,00,00,000
Loans from related parties	Interest Free	75,28,00,000

Nature of security for term loans

Secured Indian rupee term loans from banks are secured by a first mortgage and charge on all immovable properties except project assets more particularly the freehold non-agricultural land of Mouje Zaap of Sudhagad Taluka District Raigad, b) a first charge on tangible moveable assets except project assets, c) a charge on the accounts, d) a charge on all intangibles, e)charge on uncalled capital, f) in case of substitution under the Substitution agreement, assignment by way of security of the rights, title and interest , to, under the Project Documents, Government approvals and insurance contracts g)rights, title, interest, benefits, claims and demands in, to, under or in respect of all receivables . The loans are further secured by a pledge of 51% of equity shares upto 2 years from Commercial Operations Date.

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

Particulars	2019-2020	2018-2019
Long term borrowings	4,68,18,32,849	6,10,94,79,321
Current maturities of long term borrowings	78,29,16,660	84,55,25,001
Deferred payment liabilities	9,52,69,41,152	8,60,10,45,686

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

12 Other financial liabilities

Particulars	As at March 31, 2020 Current ₹	Non current ₹	Total ₹	As at March 31, 2019 Current ₹	Non current ₹	Total ₹
a) Interest accrued	4,97,29,911	1,11,46,14,424	1,16,43,44,335	30,66,826	77,28,11,256	77,58,78,082
b) Interest accrued from related party	51,22,690	-	51,22,690	-	-	-
c) Other liabilities						
i) Current Maturity of Long term Debt (Refer note H(11))	78,29,16,660	-	78,29,16,660	84,55,25,001	-	84,55,25,001
	83,77,69,261	1,11,46,14,424	1,95,23,83,685	84,85,91,827	77,28,11,256	1,62,14,03,083

13 Provisions

Particulars	As at March 31, 2020 Current ₹	Non current ₹	Total ₹	As at March 31, 2019 Current ₹	Non current ₹	Total ₹
Provision for employee benefits	9,46,276	20,96,873	30,43,149	11,44,967	11,50,949	22,95,916
Provisions for major maintenance reserve	9,15,74,000	52,65,55,948	61,81,29,948	-	45,61,77,860	45,61,77,860
	9,25,20,276	52,86,52,821	62,11,73,097	11,44,967	45,73,28,809	45,84,73,776

14 Trade payables

Particulars	As at March 31, 2020 ₹	As at March 31, 2019 ₹
Due to small enterprises and micro enterprises	-	-
Due to related parties		
Ultimate Holding company	1,03,09,859	98,80,423
Holding company	1,91,89,346	1,90,03,326
Due to others	-	76,141
	2,94,99,205	2,89,59,890

L&T Samakhiali Gandhidham Tollway Limited
Notes forming part of Accounts

15 Other liabilities

Particulars	As at March 31, 2020 Current ₹	As at March 31, 2020 Non current ₹	As at March 31, 2020 Total ₹	As at March 31, 2019 Current ₹	As at March 31, 2019 Non current ₹	As at March 31, 2019 Total ₹
i) Other liabilities	1,05,90,05,904	-	1,05,90,05,904	4,36,54,036	-	4,36,54,036
ii) Statutory payables	51,75,370	-	51,75,370	71,96,937	-	71,96,937
	1,06,41,81,274	-	1,06,41,81,274	5,08,50,973	-	5,08,50,973

F Contingent Liabilities

Contingent liabilities as at March. 31, 2020 is as below (previous year: ₹ Nil)

Particulars	Amount in Rs.
NHAI	Refer note H(11)

G Commitments

The Company has an estimated amount of ₹ Nil/- (*Previous year: ₹ Nil/-*) contracts remaining to be executed on capital account as at March 31, 2020.

L&T Samakhiali Gandhidham Tollway Limited

Notes forming part of Accounts

15 Revenue from operations

Particulars	March 31, 2020		March 31, 2019	
	₹	₹	₹	₹
Operating revenue:				
Toll Collections	1,65,08,19,140		1,54,36,44,025	
		1,65,08,19,140		1,54,36,44,025
		1,65,08,19,140		**1,54,36,44,025**

16 Other income

Particulars	March 31, 2020		March 31, 2019	
	₹	₹	₹	₹
Interest income from:				
Bank deposits	4,16,752		87,719	
Others	4,14,260		7,44,870	
		8,31,012		8,32,589
Profit or Loss on sale of mutual fund		28,98,534		35,17,621
Profit/(loss) on disposal of fixed assets		24,742		-
Insurance receipt		50,84,061		42,12,870
Other income		4,24,972		8,04,993
		92,63,321		**93,68,073**

17 Operating expenses

Particulars	March 31, 2020		March 31, 2019	
	₹	₹	₹	₹
Toll Management fees		8,07,54,548		3,81,89,660
Security services		2,37,90,355		98,32,483
Insurance		2,44,00,344		1,55,60,672
Concession fee		1		1
Repairs and maintenance				
Toll road & bridge	21,37,53,929		9,45,81,287	
Plant and machinery	2,16,18,350		2,01,26,550	
Periodic major maintenance	11,36,27,053		10,94,00,002	
Others	83,51,875		35,78,736	
		35,73,51,207		22,76,86,575
Professional fees		93,53,605		91,79,794
Power and fuel		1,48,35,161		1,36,35,881
		51,04,85,221		**31,40,85,066**

18 Employee benefit expenses

Particulars	March 31, 2020		March 31, 2019	
	₹	₹	₹	₹
Salaries, wages and bonus		1,88,32,855		1,82,71,029
Contributions to and provisions for:				
Provident fund	9,76,369		8,55,835	
Gratuity	4,46,268		2,27,325	
Compensated absences	16,56,768		15,61,207	
Retention pay	11,00,064		6,18,550	
		41,79,469		32,62,917
Staff welfare expenses		78,13,368		56,60,181
		3,08,25,692		**2,71,94,127**

19 Finance costs

Particulars	March 31, 2020 ₹	March 31, 2019 ₹
Interest on borrowings	66,74,89,479	76,96,56,200
Interest on holding company	56,91,879	-
Interest on others	38,63,04,750	33,25,31,574
Other borrowing cost	87,79,253	64,09,505
Unwinding of discount and implicit interest expense on fair value	1,01,38,81,349	89,80,52,654
	2,08,21,46,710	**2,00,66,49,933**

20 Administration and other expenses

Particulars	March 31, 2020 ₹	March 31, 2019 ₹
Rent, Rates and taxes	8,61,162	9,61,382
Professional fees	1,49,54,954	3,55,60,626
Postage and communication	8,41,032	6,15,406
Printing and stationery	4,04,346	2,94,950
Travelling and conveyance	78,01,404	73,46,441
Repairs and Maintenance - Others	21,05,852	19,74,729
Miscellaneous expenses	4,56,149	6,47,603
	2,74,24,899	**4,74,01,137**

(a) Professional fees includes Auditors remuneration (including GST) as follows:

Particulars	March 31, 2020 ₹	March 31, 2019 ₹
a) As auditor	4,42,500	4,42,500
b) For taxation matters	1,88,063	42,548
c) For other services	3,77,600	6,06,732
Total	**10,08,163**	**10,91,780**

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

1 Corporate Information

L & T Samakhiali Gandhidham Tollway Limited is a Special Purpose Vehicle (SPV) incorporated on 15-02-2010 for the purpose of strengthening and widening thereof to six lanes of existing 4-lane of 56.16 kilometers. Road stretch from KM 306 to KM 362.16 on Samakhiali to Gandhidham section on National Highway No. 8A in the state of Gujarat and operation and maintenance thereof under Concession Agreement dated 17th March, 2010 with the National Highways Authority of India (NHAI). The Concession is for a period of 24 years including the construction period. At the end of the 24 years the entire facility will be transferred to National Highways Authority of India (NHAI). Independent Engineer and Project Director of National Highway Authority of India have recommended for issuance of provisional completion certificate on 28th February 2015 to NHAI head quarters.During the year the Provisional completion certificate was issued on 4th January,2020.

2 The Company has taken annual maintanance services for Toll Equipments in foreign currency during the year for ₹ 4,75,259 /- (previous year ₹ 12,90,065).
During the year and previous year the Company does not have any earning in foreign currency.

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 ₹ 9,76,369 /- (previous year : ₹ 855,835/-) being contribution made to recognised provident fund is recognised as expense and included under Employee benefit expense (Note 18) in the Statement of Profit and loss.

(ii) Defined benefit plans:

a) Features of its defined benefit plans:

Gratuity:

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

Plan Features

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
Benefit Formula	(Leave Days) × (Salary)/ (Leave Denominator)
Leave Denominator	30
Leaves Credited Annually	33
Retirement Age	58 Years

iii) **The company is responsible for governance of the plan.**

iv) **Risk to the Plan**

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

A **Actuarial Risk:**

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

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

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

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

B **Investment Risk:**

For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

C **Liquidity Risk:**

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

D **Market Risk:**

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

E **Legislative Risk:**

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

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**
	₹	₹	₹	₹
A) Present value of defined benefit obligation				
- Wholly funded	14,10,318	13,57,829	16,62,952	14,84,631
- Wholly unfunded	-	-	-	-
	14,10,318	13,57,829	16,62,952	14,84,631
Less : Fair value of plan assets	67,290	58,266	13,91,831	11,12,373
Net Liability / (asset)	**13,43,028**	**12,99,563**	**2,71,121**	**3,72,258**

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	3,64,153	2,04,381	11,79,353	1,01,500
2 Past service cost and loss/(gain) on curtailments and settlement	-	-	-	-
3 Net Interest Cost	82,115	22,944	33,248	(70,700)
4 Net value of remeasurements on the obligation and plan assets	-	-	2,61,271	12,69,704
5 Adjustment for earlier years	-	-	-	-
Total Charge to Statement of Profit and Loss	4,46,268	2,27,325	14,73,872	13,00,504

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

d) Other Comprehensive Income for the period

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
	₹	₹	₹	₹
Components of actuarial gain/losses on obligations:				
Due to changes in demographic assumptions	(297)	-	(207)	-
Due to changes in financial assumptions	22,668	16,324	71,188	16,575
Due to experience adjustments	(2,20,367)	9,44,123	1,55,839	12,51,170
Return on plan assets excluding amounts included in interest income	24,202	8,865	12,680	1,959
Amounts recognized in Other Comprehensive Income	**(1,73,794)**	**9,69,312**	**2,39,500**	**12,69,704**

e) Reconciliation of Defined Benefit Obligation:

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	13,57,829	5,17,096	14,84,631	4,63,298
Add: Current service cost	3,64,153	2,04,381	11,79,353	1,01,500
Add: Interest cost	93,101	36,222	1,41,749	32,094
Add/(less): Actuarial losses/(gains)	(1,97,996)	9,60,447	2,26,820	12,67,745
Less: Benefits paid	(2,06,769)	(3,60,317)	(13,69,601)	(3,80,006)
Add: Past service cost	-	-	-	-
Closing balance of the present value of defined benefit obligation	**14,10,318**	**13,57,829**	**16,62,952**	**14,84,631**

f) Reconciliation of Plan Assets:

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 value of plan assets	58,266	1,00,601	11,12,373	13,81,042
Interest Income	10,986	13,278	86,730	1,02,794
Return on plan assets excluding amounts included in interest income	(24,202)	(8,865)	(12,680)	(1,959)
Contributions by employer	2,29,009	3,13,569	5,14,944	10,502
Benefits paid	(2,06,769)	(3,60,317)	(3,09,536)	(3,80,006)
Closing value of plan assets	**67,290**	**58,266**	**13,91,831**	**11,12,373**

g) Reconciliation of Net Defined Benefit Liability:

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
	₹	₹	₹	₹
Net opening provision in books of accounts	12,99,563	4,16,495	3,72,258	(9,17,744)
Employee Benefit Expense	4,46,268	2,27,325	14,73,872	13,00,504
Amounts recognized in Other Comprehensive Income	(1,73,794)	9,69,312	-	-
	15,72,037	16,13,132	18,46,130	3,82,760
Benefits paid by the Company	-	-	(10,60,065)	-
Contributions to plan assets	(2,29,009)	(3,13,569)	(5,14,944)	(10,502)
Closing provision in books of accounts	**13,43,028**	**12,99,563**	**2,71,121**	**3,72,258**

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

h) 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) Withdrawal rate	15% at younger ages reducing to 3% at older ages	15% at younger ages reducing to 3% at older ages

i) A quantitative sensitivity analysis for significant assumption as at 31 March 2020

Particulars		Gratuity Plan		Compensated absenses	
	Change in Assumptions	Impact on Defined Benefit Obligation		Impact on Defined Benefit Obligation	
	Increase/(Decrease)	Increase/(Decrease) in Assumptions		Increase/(Decrease) in Assumptions	
	%	₹	%	₹	%
Discount Rate	0.50%	13,54,743	-3.94%	(2,02,886)	-7.30%
	-0.50%	14,69,680	4.21%	2,31,157	8.40%
Salary Growth Rate	0.50%	14,69,939	4.23%	2,42,798	8.80%
	-0.50%	13,54,003	-3.99%	(2,16,190)	-7.80%

j) Expected cashflows based on past service liability

Particulars	Cashflows	Distribution %
Year-1	1,13,180	4.10%
Year-2	1,03,749	3.80%
Year-3	1,07,502	3.90%
Year-4	1,23,112	4.50%
Year-5	1,08,425	4.00%
Year-6 to 10	7,95,684	29.00%

The expected contributions to the defined benefit plan in the next annual reporting period (March 31, 2020) is ₹ 3,64,153 /-

k) The major categories of plan assets plan assets are as follows :

Particulars	As at March 31, 2020	As at March 31, 2019
Insurer managed funds	100%	100%
Total	**100%**	**100%**

l) **Details of Asset-Liability Matching Strategy**

There are no minimum funding requirements for a Gratuity benefits plan in India and there is no compulsion on the part of the Company to fully or partially pre-fund the liabilities under the Plan.

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund.

4 Disclosure pursuant to Ind AS 23 "Borrowing Costs"

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

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

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

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

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

a) List of related parties

Ultimate Holding Company :	Larsen & Toubro Limited	
Holding Company :	L&T Infrastructure Development Projects Limited	
Fellow Subsidiaries :		
	Vadodara Bharuch Tollway Limited	
	L&T Sambhalpur-Rourkela Tollway Limited	
	L&T IDPL Indvit Services Limited	
	L&T Infrasctucture Engineering Limited	
	L&T Transportation Infrastructure Limited	
	Panipat Elevated Corridor Limited	
	Ahmedabad Maliya Tollway Limited	
	L&T Halol Shamlaji Tollway Limited	
	L&T Rajkot-Vadinar Tollway Limited	
	PNG Tollway Limited	
	L&T Deccan Tollway Limited	
	BPP Tollway Limited	**(upto 30/04/2018)**
Key Managerial Personnel :		
	Manager- Col.Amit kumar chanda (14/3/2019)	
	CFO- Harini Ravishankar (Upto 16/08/2019)	
	CFO- Swathi Ravisankar (From 10/10/2019)	

b) Disclosure of related party transactions:

Nature of transaction/relationship	**2019 – 20**	**2018 – 19**
	Amount	**Amount**
1. Purchase of goods and services incl. taxes		
L&T Infrastructure Development Projects Ltd.	3,89,59,334	3,64,28,870
Larsen & Toubro Limited	35,04,467	37,35,439
L&T Infrasctucture Engineering Limited	8,74,941	-
Vadodara Bharuch Tollway Limited	1,88,180	-
Panipat Elevated Corridor Project Limited	1,05,763	-
L&T Rajkot - Vadhinar Tollway Limited	88,417	-
2. Purchase Property Plant & Equipments		
Ahmedabad - Maliya Tollway Limited	21,183	97,648
L&T Sambalpur-rourkela tollway limited	19,256	44,291
PNG Tollway Limited	-	-
L&T Deccan tollway Limited	-	8,741
3. Sale of Property Plant & Equipments		
Ahmedabad - Maliya Tollway Limited	-	-
L&T Halol Shamlaji Tollway Limited	-	-
L&T Sambalpur-Rourkela Tollway Limited	25,035	-
L&T Rajkot – Vadinar Tollway Limited	-	-
4 Unsecured loans received		
Vadodara Bharuch Tollway Limited	3,30,00,000	11,83,00,000
L&T Transportation Infrastructure Limited	-	37,00,00,000
L&T Infrastructure Development Projects Limited	18,00,00,000	-
L&T IDPL Indvit Services Limited	-	-
5 Unsecured loans repaid		
Vadodara Bharuch Tollway Limited	-	6,83,00,000
6 Interest on loan		
L&T Infrastructure Development Projects Ltd.	56,91,879	-

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

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	(1,03,09,859)	(98,80,423)
Holding Company		
L&T Infrastructure Development Projects Limited	(19,91,89,346)	(1,90,03,326)
Fellow Subsidiaries		
L&T Transportation Infrastructure Limited	(51,93,00,000)	(51,93,00,000)
Vadodara Bharuch Tollway Limited	(23,35,00,000)	(20,05,00,000)

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. Here have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2020, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2019: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

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

f) Compensation of Key Management personnel of the group (Amount in ₹)

Particulars	As at March 31, 2020	As at March 31, 2019
Short term employee benefits	22,42,500	19,50,000

g) The Holding Company L&T Infrastructure Development Projects Limited has provided Bank guarantees on behalf of Company of an amount of ₹ 18,84,44,095/- as on 31st March 2020 (Previous year NIL) in respect of Debt Service Reserve to senior and sub lenders as per Facility Agreement.

h) The Holding Company L&T Infrastructure Development Projects Limited has provided Bank guarantees on behalf of Company for an amount of ₹ 38,07,00,000/- (Previous year ₹ 38,07,00,000/-) as performance guarantee to NHAI.

i) The Holding Company L&T Infrastructure Development Projects Limited has provided Bank guarantees on behalf of Company for an amount of ₹1,10,49,00,000/- (Previous year ₹ 1,10,49,00,000/-) for arbitration award.(refer note H(11)(1))

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

7 Disclosure pursuant to Ind AS 12 - "Income taxes"

The Company has not recognised any deferred tax liability in the books of accounts as the timing difference arising on account of differences in tax liability as per Income tax act,1961 and books of accounts falls within the tax holiday period under Section 80 IA of the Income Tax, 1961.

8 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 entered into any finance lease. The Company has taken office premises and Guest house under short-term cancellable operating lease, but falls under exemption given in para 5 of Ind AS 116. These agreements are normally renewed on expiry. Lease rental expenses charged to statement of profit and loss during the year is ₹ 8,01,000 (previous year ₹ 9,58,099).

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		2019-20	2018-19
		₹	₹
Basic earnings per equity share:			
Profit for the year attributable to owners of the Company for calculating basic earnings per share (₹)	A	(1,29,37,19,737)	(1,08,38,00,567)
Weighted average number of equity shares outstanding for calculating basic earnings per share	B	8,05,40,000	8,05,40,000
Basic earnings per equity share (₹)	A / B	**(16.06)**	**(13.46)**
Diluted earnings per equity share (₹)	C	**(16.06)**	**(13.46)**
Face value per equity share (₹)		10.00	10.00

Potential equity shares that will arise on conversion of Compulsary Convertible Cumulative Preference Shares are resulting into anti dilution of EPS in the current year. Hence they have not been considered in the computation of diluted EPS in accordance with Ind AS 33 “Earnings Per Share.”

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

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

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

a) Nature of provision:

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

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

The concession agreement, requires the company to maintain the project highway at certain quality standards specified in the agreement during the concession period. Accordingly, in the current year the company has considered the provision for major maintenance expenditure based on current technical estimates. However, it is impracticable to ascertain amount of impact of change in estimate on future period.

b) Movement in provisions:

Particulars	As at 31 March 2020	As at 31 March 2019
Opening balance	45,61,77,860	31,31,35,010
Additional provision	11,36,27,053	10,94,00,002
Unwinding of discount and changes in discount rate	4,83,25,035	3,36,42,848
Closing balance	61,81,29,948	45,61,77,860

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

c) Contingent liabilities :

Arbitration with NHAI

L&T SGTL and NHAI entered into Concession Agreement on 17.03.2010 for augmentation of existing road from km 306.00 to km 362.16 (length 56.16 km) on the Samakhiali-Gandhidham section of NH-8A in the State of Gujarat by Six-Laning thereof on design, build, finance, operate and transfer (DBFOT) basis (the Project) in accordance with the terms and conditions set forth in the CA. Subsequently on 11.03.2016 the Respondent and the Claimant entered into a Supplementary Agreement wherein the Arbitration clause as mentioned in Article 44.3 of the CA was amended to the effect that any dispute/difference between the Parties, arising out of the CA which is not settled amicably as provided in Article 44.2 of the CA shall be settled by Arbitration and the dispute shall be referred to SAROD for resolution by Arbitration in accordance with the Rules of SAROD and Arbitration & Conciliation Act, 1996

1) COS Claim

During the course of implementation of the Project L&T SGTL undertook certain works which were beyond the Scope of the Project and claimed for reimbursement of the costs under Change of Scope from NHAI in terms of the Concession Agreement.

Further as per the terms of the Concession Agreement NHAI had to maintain the Project Highway till the Appointed Date as the NHAI failed to maintain the same, L&T SGTL had to undertake the maintenance work on account of the same L&T SGTL incurred certain costs. NHAI paid part of the cost but refused to pay the balance amount.

NHAI rejected the claims of the L&T SGTL and accordingly L&T SGTL declared the same as Dispute and referred the same for Arbitration on 13.07.2016.

Arbitral Tribunal was constituted on 24.10.2016 & Arbitral Tribunal has pronounced a unanimous Award on 11.11.2018 in favour of L&T SGTL, wherein the NHAI has been directed to pay an amount of Rs. 115.20 Crores to L&T SGTL within 60 days from 11.11.2018. In case the NHAI fails to make the payment of Rs.115.20 crores to L&T SGTL within 60 days NHAI has been directed to pay the further interest @18% per annum on Rs.115.20 crores from 11.11.2018 till the date of payment thereof.

Subsequently NHAI has challenged the Award under Section 34 of the Arbitration and Conciliation Act, 1996 before the High Court of Delhi.However, in terms of the Niti Aayog policy NHAI has released an amount of Rs.92.36 crores on 27.08.2019 against BG given for an amount of Rs.110.49 Cr.

2) MAE & Other claim with NHAI

In addition to above during the course of the execution of the Project, claims were raised by the SGTL which eventually culminated in the creation of Disputes between parties. There have been efforts to arrive at mutually acceptable negotiated resolutions to these Disputes by the parties which eventually failed to yield solutions

SGTL referred the disputes for conciliation to the Chairman of NHAI and Chairman of the Board of Directors of SGTL. As there was no settlement arrived even after a prolonged duration SGTL invoked Arbitration under the SAROD Rules and a three 3 member bench arbitration panel was formed

First meeting of the Tribunal was held on 20.08.2019 wherein the Hon'ble Arbitral Tribunal fixed the timelines for completion of the pleadings were fixed.

The total claim lodged by the company is for Rs.7,43,03,01,258 including interest and the counter claim lodged by NHAI is for Rs.18,32,46,88,076 including interest.

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

12 <u>COVID-19 Disclosure</u>

The Government of India had announced the nationwide lock down with effect from Mar 25, 2020 & accordingly the National Highway Authority of India ("NHAI") ordered for suspension of tolling in the country due to the Pandemic effect of COVID 19. However, the operations at Toll Plazas to continue with respect to the regular maintenance and operations of the Plazas.

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. However, the company is protected by the clauses of the Concession Agreement to claim such loss under force majeure event, either in the form of force majeure cost or revenue loss compensation by way of extension of the concession period or by both. 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.

13 <u>Flood loss</u>

During the year there was flood in the project on account of the same there were both material loss for which the company has lodged the claim for insurance & revenue loss for which the company has initimated NHAI for making good the loss.

14 <u>Going concern</u>

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

15 Disclosure pursuant to Ind AS 38 - " Intangible Assets"

Intangible asset	**Useful Life**	**Amortisation method used**	**Internally generated or Acquired**
Toll Equipments	07 Years	Straight Line Method	
Toll collection rights	20 Years	Revenue Based	

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

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

Equity share capital current year ₹ 80,54,00,000 *(Previous year ₹ 80,54,00,000)*

Other equity current year ₹ (3,33,51,98,804) *(Previous year ₹ (2,04,16,52,860)*

17 Financial Instruments

Disclosure of Financial Instruments by Category

Financial instruments by categories	Note no.	31.03.2020			31.03.2019		
		FVTPL	FVTOCI	Amortized cost	FVTPL	FVTOCI	Amortized cost
Financial asset							
Security Deposits	5	-	-	17,22,547	-	-	17,06,954
Other financial assets	5	-	-	9,79,76,926	-	-	3,00,93,387
Fixed deposit	8	-	-	8,36,671	-	-	14,35,712
Total Financial Asset		**-**	**-**	**10,05,36,144**	**-**	**-**	**3,32,36,053**
Financial liability							
Term Loan from Banks	11	-	-	5,46,47,49,509	-	-	6,95,50,04,322
Loans from related parties	11	-	-	93,28,00,000	-	-	71,98,00,000
Revenue Share Payable to NHAI (Including Interest)	10	-	-	10,64,15,55,576	-	-	9,37,38,56,942
Other Current Financial Liabilities	12	-	-	5,48,52,601	-	-	30,66,826
Trade Payables	14	-	-	2,94,99,205		-	2,89,59,890
Total Financial Liabilities		**-**	**-**	**17,12,34,56,891**	**-**	**-**	**17,08,06,87,980**

Default and breaches

There are no defaults with respect to payment of principal interest, sinking fund or redemption terms and no breaches of the terms and conditions of the loan.
There are no breaches during the year which permitted lender to demand accelerated payment.

18 Fair value of Financial asset and liabilties at amortized cost

Particular	Note no.	31.03.2020		31.03.2019	
		Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets					
Security Deposits	5	17,22,547	17,22,547	17,06,954	17,06,954
Other financial assets	5	9,79,76,926	9,79,76,926	3,00,93,387	3,00,93,387
Fixed deposit	8	8,36,671	8,36,671	14,35,712	14,35,712
Total Financial Assets		**10,05,36,144**	**10,05,36,144**	**3,32,36,053**	**3,32,36,053**
Financial liability					
Term Loan from Banks	11	5,46,47,49,509	5,46,47,49,509	6,95,50,04,322	6,95,50,04,322
Loans from related parties	11	93,28,00,000	93,28,00,000	71,98,00,000	71,98,00,000
Revenue Share Payable to NHAI (Including Interest)	10	10,64,15,55,576	10,64,15,55,576	9,37,38,56,942	9,37,38,56,942
Other Current Financial Liabilities	12	5,48,52,601	5,48,52,601	30,66,826	30,66,826
Trade Payables	14	2,94,99,205	2,94,99,205	2,89,59,890	2,89,59,890
Total Financial Liabilities		**17,12,34,56,891**	**17,12,34,56,891**	**17,08,06,87,980**	**17,08,06,87,980**

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

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

The carrying value of Revenue Share Payable to NHAI(Including Interest) reasonably approximates its fair value, hence their carrying value is considered to be same as their fair value.

Refer Note H(20) for information on Financial Asset pledged as security

19 Fair Value Measurement

Fair Value Measurement of Financial asset and Financial liabilties

Fair value hierarchy

As at March 31, 2020

Financial Asset & Liabilites Measured at FV - Recurring FVM	Note No.	Level 1	Level 2	Level 3	Total
Financial asset measured at FVTPL					
Investments in Mutual Funds	-	-	-	-	-
Total of Financial Assets		-	-	-	-
Financial Liabilities measured at FVTPL	-	-	-	-	-
Total of Financial Liabilities		-	-	-	-

Financial Asset & Liabilites Measured at Amortized cost for which fair values are to be disclosed	Note No.	Level 1	Level 2	Level 3	Total
Financial Assets					
Security Deposits	5	-	-	17,22,547	17,22,547
Other financial assets	5	-	-	9,79,76,926	9,79,76,926
Fixed Deposit	8	-	-	8,36,671	8,36,671
Total of Financial Assets		-	-	**10,05,36,144**	**10,05,36,144**
Financial Liabilities					
Term Loan from Banks	11	-	-	5,46,47,49,509	5,46,47,49,509
Loans from related parties	11	-	-	93,28,00,000	93,28,00,000
Revenue Share Payable to NHAI (Including Interest)	10&11	-	-	10,64,15,55,576	10,64,15,55,576
Other Current Financial Liabilities	11	-	-	5,48,52,601	5,48,52,601
Trade Payables	14	-	-	2,94,99,205	2,94,99,205
Total Financial liabilties		-	-	**17,12,34,56,891**	**17,12,34,56,891**

As at March 31, 2019

Financial Asset & Liabilites Measured at FV - Recurring FVM	Note No.	Level 1	Level 2	Level 3	Total
Financial asset measured at FVTPL					
Investments in Mutual Funds	-	-	-	-	-
Total of Financial Assets		-	-	-	-
Financial Liabilitieis measured at FVTPL	-	-	-	-	-
Total of Financial Liabilities		-	-	-	-

Financial Asset & Liabilites Measured at Amortized cost for which fair values are to be disclosed	Note No.	Level 1	Level 2	Level 3	Total
Financial Assets					
Security Deposits	4A	-	-	17,06,954	17,06,954
Other financial assets	4A	-	-	3,00,93,387	3,00,93,387
Fixed Deposit	8	-	-	14,35,712	14,35,712
Total Financial Assets		-	-	**3,32,36,053**	**3,32,36,053**
Financial Liabilities					
Term Loan from Banks	11	-	-	6,95,50,04,322	6,95,50,04,322
Loans from related parties	11	-	-	71,98,00,000	71,98,00,000
Revenue Share Payable to GSRDC (Including Interest)	10&11	-	-	9,37,38,56,942	9,37,38,56,942
Other Current Financial Liabilities	11	-	-	30,66,826	30,66,826
Trade Payables	14	-	-	2,89,59,890	2,89,59,890
Total Financial Liabilities		-	-	**17,08,06,87,980**	**17,08,06,87,980**

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

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

Valuation technique and inputs used to determine fair value

Financial assets and liabilities	Valuation method	Inputs
Financial assets		
Investment in Mutual Funds	Market Approach	NAV
Security deposit	Income	Cash flow
Financial liabilities		
Term Loan from Banks	Income	Current Bank Rate
Loans from Related parties	Income	Current Bank Rate
Revenue Share Payable toNHAI (Including Interest)	Income	Cash flow

20 Asset pledged as security

Particulars	Note no	31.03.2020	31.03.2019
Non Financial Asset			
Property, Plant & Equipment	1	46,60,115	35,71,524
Financial Asset			
Cash and Cash Equivalents	7	13,09,45,766	3,07,13,856
Other Financial Asset	5	9,96,99,473	3,18,00,341
TOTAL		**23,53,05,354**	**6,60,85,721**

21 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.

Market risk

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

i Foreign Currency Risk

Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. The company is not exposed to foreign currency risk as it has no borrowing in foreign currency.

ii Interest rate risk

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

The Interest risk arises to the company mainly from Long term borrowings with variable rates. The company measures risk through sensitivity analysis.
Currently, Lending by Commercial Banks is at variable rate only, which is the inherent business risk.
The company's exposure to interest rate risk due to variable interest rate borrowings is as follows:

Particulars	31.03.2020	31.03.2019
Senior Debt from Banks - Variable rate borrowings	5,46,47,49,509	6,95,50,04,322

Sensitivity analysis based on average outstanding Senior Debt

Interest Rate Risk Analysis	Impact on profit/ loss after tax	
	FY 2019-20	FY 2018-19
Increase or decrease in interest rate by 25 base point	1,55,24,692	1,80,92,556

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

iii Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk).
The company is exposed to price risk due to investments in mutual funds and classified as fair value through profit and loss.
The company measures risk through sensitivity analysis.
The company's risk management policy is to mitigate the risk by investments in diversified mutual funds.

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

Particulars	Note No.	31.03.2020	31.03.2019
Investments in Mutual Funds *	6	-	-

* During the year company had not made any investment in mutual funds

Sensitivity Analysis

	Impact on profit/ loss after tax	
	31.03.2020	31.03.2019
Increase or decrease in NAV by 2%	-	-

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

iv 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					
Senior Debt from Banks	5,46,47,49,509	78,29,16,660	1,03,34,00,000	3,42,13,91,184	22,70,41,665
Trade Payables	2,94,99,205	2,94,99,205	-	-	-
Loan From Related Parties	93,28,00,000	93,28,00,000	-	-	-
Revenue Share Payable to NHAI	10,64,15,55,576	-	5,15,00,000.00	70,73,00,000.00	9,88,27,55,576.00
Other Current Financial Liabilities	4,97,29,911.00	4,97,29,911.00			
Derivative Financial Liability	NIL	NIL	NIL	NIL	NIL

As at March 31, 2019	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Derivative Financial Liability					
Senior Debt from Banks	6,95,50,04,322	84,55,25,001	93,95,00,000	3,66,39,00,000	1,50,60,79,321
Trade Payables	2,89,59,890	2,89,59,890	-	-	-
Loan From Related Parties	71,98,00,000	71,98,00,000	-	-	-
Revenue Share Payable to NHAI	9,37,38,56,942	-	5,15,00,000.00	70,73,00,000.00	8,61,50,56,942.00
Other Current Financial Liabilities	30,66,826	30,66,826	-	-	-
Derivative Financial Liability	NIL	NIL	NIL	NIL	NIL

v Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The company generally does not have trade receivables as collection of toll income coincide as and when the traffic passes through toll - plazas. . Hence, the management believes that the company is not exposed to any credit risk.

L&T Samakhiali Gandhidham Tollway Limited

H) Notes forming part of Accounts

22 Disclosure pursuant to Appendinx - D to Ind AS 115 - " Service Concession Arrangements"

i Description and classification of the arrangment

L & T Samakhiali Gandhidham Tollway Limited is a Special Purpose Vehicle (SPV) incorporated on 15-02-2010 for the purpose of strengthening and widening thereof to six lanes of existing 4-lane of 56.16 kilometers. Road stretch from KM 306 to KM 362.16 on Samakhiali to Gandhidham section on National Highway No. 8A in the state of Gujarat and operation and maintenance thereof under Concession Agreement dated 17th March, 2010 with the National Highways Authority of India (NHAI). The Concession is for a period of 24 years including the construction period. At the end of the 24 years the entire facility will be transferred to National Highways Authority of India (NHAI). Independent Engineer and Project Director of National Highway Authority of India have recommended for issuance of provisional completion certificate on 28th February 2015 to NHAI head quarters. During the year the Provisional completion certificate was issued on 4th January,2020.

ii Significant Terms of the arrangements

(a) Revision of Fees:

Fees shall be revised annually on April 01 as per Schedule R of the Concession Agreement dated March 17, 2010.

(b) Concession Fee & Additional Concession Fees:

As per Article 26 of the Concession Agreement, the company is liable to pay Concession Fee ₹ 1 every year. The company is also liable of payment of Premium ₹ 58.41 Crs on the appointed date and 5% increase in each year.

iii Rights of the Company for use Project Highway

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

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

iv Obligation of the Company

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

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

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

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

vi Details of Termination

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

vii Significant Changes in the terms Original Concession Agreement till 31st March 2020.

In view of Shortfall on toll collection, NHAI vide letter dated 10th November 2015 has given in principle approval for deferment of premium payment and interest outstanding on premium as on 31st March 2020 and for premium relating to the future years till 2020-21.

23 The figures for the previous year have been regrouped/rearranged wherever necessary to make them comparable with the current period's figures.

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 the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements upto to the year ended 31 March 2016 were prepared in accordance with the accounting standards notified under the Companies (Accounting Standard) Rules, 2006 as amended and other relevant provisions of the Act.

(b) Basis of measurement

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

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

(c) Use of estimates and judgements

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

(d) Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities. Fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:
• Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that entity can access at measurement date
• Level 2 inputs other than quoted prices included in Level 1, that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
• Level 3 inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2 Presentation of financial statements

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

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

3 Revenue recognition

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

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

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

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

   Income on non-performing assets is recognised upon realization, as per guidelines issued by the Reserve Bank of India.

c) License fees for way-side amenities are accounted on accrual basis.

d) Contract revenue for fixed price contracts is recognised only to the extent of cost incurred that it is probable will be recoverable till such time the outcome of the job cannot be ascertained reliably. When the outcome of the contract is ascertained reliably, contract revenue is recognised at cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs.

Percentage of completion is determined based on the proportion of actual cost incurred to the total estimated cost of the project. The percentage of completion method is applied on a cumulative basis in each accounting period to the current estimates of contract revenue and contract costs. The effect of a change in the estimate of contract revenue or contract costs, or the effect of a change in the estimate of the outcome of a contract, is accounted for as a change in accounting estimate and the effect of which are recognised in the Statement of Profit and Loss in the period in which the change is made and in subsequent periods.

For the purposes of recognising revenue, contract revenue comprises the initial amount of revenue agreed in the contract, the variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and they are capable of being reliably measured.

For this purpose, actual cost includes cost of land and developmental rights but excludes borrowing cost. Expected loss, if any, on the construction activity is recognised as an expense in the period in which it is foreseen, irrespective of the stage of completion of the contract.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense in the Statement of Profit and Loss in the period in which such probability occurs.

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

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

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

4 Inventories

Inventories are stated at lower of cost and net realisable value. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Project work-in-progress is carried at cost net of incidental income.

5 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.

6 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.

7 Property, plant and equipment (PPE)

A. Domestic Companies

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

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

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

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
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
Motor cycles, scooters and other mopeds	10
Tractors and other vehicles	8
Office equipment:	
Multifunctional devices, printers, switches and projectors	4
Other office equipments	5
Computers:	
Servers and systems	6
Desktops, laptops, etc,	3
Electrical installations	10

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

For transition to IndAS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as of April 01, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost on the transition date.

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.

B. Foreign Companies

Depreciation has been provided on methods and at the rates required/permissible by the local laws so as to depreciate the assets over their useful life.

8 Amortisation of intangible assets

Toll collection rights in respect of road projects are amortized over the period of concession using the revenue based amortisation method prescribed under Schedule II to the Companies Act, 2013. Under the revenue based method, amortisation is provided based on proportion of actual revenue earned till the end of the year to the total projected revenue from the intangible asset expected to be earned over the concession period. Total projected revenue is reviewed at the end of each financial year and is adjusted to reflect the changes in earlier estimate vis-a-vis the actual revenue earned till the end of the year so that the whole of the cost of the intangible asset is amortised over the concession period.

For transition to IndAS, the Company has availed the option to continue with the Revenue based amortisation method prescribed under Schedule II to the Companies Act, 2013 for toll collection rights recognised under service concession arrangements recognised for the period ending immediately before the beginning of the first IndAS reporting period as per the previous Indian GAAP.

9 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.

10 Intangible assets

a) Rights under Service Concession Arrangements

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

Toll Projects (Right to charge users)

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

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

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

Any Viability Gap Funding (VGF) in the form of equity support in connection with project construction is accounted as a receivable and is adjusted to the extent of actual receipts.

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

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

b) Other intangible assets

Specialized software is amortized over a period of three to six years on straight line basis from the month in which the addition is made.

Amortisation on impaired assets is provided by adjusting the amortisation charge in the remaining periods so as to allocate the assets' revised carrying amount over its remaining useful life.

11 Foreign currency transactions and translations

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

b) Financial statements of overseas non-integral operations are translated as under :
  i) Assets and liabilities at rate prevailing at the end of the year. Depreciation and amortisation is accounted at the same rate at which assets are converted
  ii) Revenues and expenses at yearly average rates prevailing during the year

c) Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing rate are :
  (a) adjusted in the cost of fixed assets specifically financed by the borrowings contracted, to which the exchange differences relate.
  (b) recognised as income or expense in the period in which they arise except for:
  i. exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs in a foreign currency not translated.
  ii. exchange differences on transactions entered into in order to hedge certain foreign currency risks; and
  iii. exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items

d) Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss.

e) Financial statements of foreign operations are translated into Indian Rupees as follows:
(i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
(ii) income and expenses for each income statement are translated at average exchange rates; and
(iv) all resulting exchange differences are recognised in other comprehensive income and accumulated in equity as foreign currency translation reserve (FCTR) and the same is subsequently reclassified to profit or loss on disposal of a foreign operation.

f) Exchange difference on long-term foreign currency monetary items: The exchange differences arising on settlement / restatement of long-term foreign currency monetary items are capitalized as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets.

g) Premium / discount on forward exchange contracts, which are not intended for trading or speculation purposes, are amortized over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made.

12 Government grants

Government grants are recognised when there is reasonable assurance that the Company will comply with the conditions attached to them and the grants will be received. Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire capital assets are presented by deducting them from the carrying value of the assets. Government grants in the nature of promoters' contribution like investment subsidy, where no repayment is ordinarily expected in respect thereof, are treated as capital reserve.

13 Investments

Trade investments comprise investments in entities in which the Group 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 lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties. The determination of carrying amount of such investments is done on the basis of weighted average cost of each individual investment.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the requirements of cost model.

For transition to IndAS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as of April 01, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost on the transition date.

14 Employee benefits

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

(i) Short term employee benefits

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences etc. and the expected cost of bonus, ex-gratia are recognised in the period in which the employee renders the related service.
'The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under :
(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
(b) in case of non-accumulating compensated absences, when the absences occur.

(ii) Post employment benefits

(a) Defined contribution plans:

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

(b) Defined benefit plans:

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

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

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

The interest element in the actuarial valuation of defined benefit plans, which comprises the implicit interest cost and the impact of changes in discount rate, is classified under finance cost. The balance charge 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 recognise the obligation on a net basis.

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

(iii) Other long term employee benefits:

The obligation for other long term employee benefits such as long term compensated absences, liability on account of Retention

Pay Scheme are recognised in the same manner as in the case of defined benefit plans as mentioned in (ii)(b) above.

(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 recognises any related restructuring costs.

15 Borrowing costs

Borrowing costs include interest calculated using the effective interest method, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the 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 Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

16 Segment reporting

The Group 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). 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 Group as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

17 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

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.

18 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.

19 Income taxes

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

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

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

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

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

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

20 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.

21 Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable

that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

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

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

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

22 Financial Instruments

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

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

Investments in debt instruments that meet the following conditions are subsequently measured at amortised cost (unless the same are designated as fair value through profit or loss (FVTPL)):
• The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
• The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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 derecognised when:
i.the rights to receive cash flows from the asset have expired, or
ii. the group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and with a)the group has transferred substantially all the risks and rewards of the asset, or b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

b) Financial Liabilities

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

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

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

Financial 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 amortisation.

Financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.
Financial liability is derecognised 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 amortised 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 recognising impairment loss on financial assets measured at amortised 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 increase 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.

23 Insurance claims

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

24 Service tax input credit

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilizing the credits.

25 Operating Cycle

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

26 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.

27 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 audit report attached
For GIANENDER & ASSOCIATES
Chartered Accountants
Firm's Registration No: 004661N
by the hand of

G.K. Agrawal
Partner
M. No. 081603

Place: New Delhi
Date:30/04/2020

For and on behalf of **the Board**

Esther Malini
Director
(DIN: 07124748)

K.C.Raman
Director
(DIN: 07763969)

R.Swathi
Chief Financial Officer

Place: Chennai
Date: 30/04/2020