

# Deloitte Haskins & Sells LLP

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## INDEPENDENT AUDITORS' REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS

TO THE BOARD OF DIRECTORS OF ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)

#### Introduction

We have audited the accompanying special purpose financial statements of ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI) ("the Company"), which comprises the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information. The special purpose financial statements have been prepared by the Management of the Company based on the Group Referral Instructions (GRI) dated March 24, 2015 issued by the Management of IL&FS Transportation Networks Limited (ITNL) ("Parent Company").

#### Management's Responsibility for the Special Purpose Financial Statements

The Company's Board of Directors is responsible for the preparation of these special purpose financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles Generally Accepted in India, including the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the accounting policies as mentioned in the GRI and in accordance with the format of financial statements as given in the GRI. This responsibility also includes maintenance of adequate accounting records for safeguarding 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 special purpose financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these special purpose financial statements based on our audit. We have taken into account the provisions of the accounting and auditing standards.

## **Deloitte Haskins & Sells LLP**

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the special purpose financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the special purpose financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the special purpose financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal financial control relevant to the Company's preparation of the special purpose financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operative effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the special purpose financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the special purpose financial statements.

## **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the special purpose financial statements give a true and fair view of the state of affairs of the Company as at March 31, 2015, and of its results of operations and its cash flows for the year ended March 31, 2015 in accordance with the accounting principles generally accepted in India and the GRI.

#### **Emphasis of Matter**

We draw attention to the fact that these special purpose financial statements have been prepared on the basis that the Company is a going concern although the accumulated losses exceed 50% of its Paid-up Share Capital as at March 31, 2015. The Management's reasons for preparing the financial statements on a going concern basis are given in Note 1A of the special purpose financial statements.

Our opinion is not modified in respect of this matter.

## **Deloitte Haskins & Sells LLP**

#### **Basis of Accounting**

Without modifying our opinion, we draw attention to Note 1B (I) to the special financial statements which describes the basis of accounting. The special purpose financial statements have been prepared for inclusion in the consolidated financial statements of Parent Company. As a result, the special purpose financial statements may not be suitable for another purpose. Our report is intended solely for the Company, the Parent Company and the auditors of the Parent Company for their consideration into the audit of Consolidated Financial Statements and should not be distributed to or used by parties other than the Company, the Parent Company and the auditors of the Parent Company.

For DELOITTE HASKINS & SELLS LLP

Chartered Accountants (ICAI Registration No. 117366W/W-100018)

Kalpesh J. Mehta Partner

Himchila

(Membership no: 48791)

**MUMBAI**, May 05, 2015 **KJM/NDU** 

SPECIAL PURPOSE FINANCIAL STATEMENTS
ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI) Balance Sheet as at March 31, 2015

Equivalent ₹

	Particulars	Note	As at		As a	t
			March 31,	2015	March 31,	, 2014
1	EQUITY AND LIABILITIES					
1	SHAREHOLDERS' FUNDS					
	(a) Share capital	2	198,747,970		148,335,220	
	(b) Reserves and surplus	3	(153,796,143)	44,951,827	(71,579,066)	76,756,154
2	NON-CURRENT LIABLITIES			- 1		
	(a) Long-term borrowings	4	21,305,875			
	(b) Long-term provisions	5	6,955,618	28,261,493	2,708,908	2,708,908
3	CURRENT LIABILITIES			- 1		
	(a) Trade Payable		649,812		823,022	
	(b) Other current liabilities	7	1,106,980		965,651	
	(c) Short-term provisions	6	6,391,763	8,148,555	2,649,260	4,437,933
	TOTAL			81,361,875		83,902,995
11	ASSETS					
1	NON CURRENT ASSETS					
	(a) Fixed assets					
	Tangible assets (net)	8	50,005,599		50,031,370	
	(b) Long-term loans and advances (net)	9	833,140	50,838,739	795,952	50,827,322
2	CURRENT ASSETS					
	(a) Trade receivables (net)	11	17,044,700		1,628,390	
	(b) Cash and cash equivalents	12	7,823,186		25,666,731	
	(c) Short-term loans and advances	10	5,655,250		5,700,990	
	(d) Other current assets	13		30,523,136	79,562	33,075,673
	TOTAL			81,361,875		83,902,995
			· -			

Note 1 to 23 form part of the special purpose financial statements

In terms of our report attached. For Deloitte Haskins & Sells LLP Chartered Accountants

Kalpesh J. Mehta

Partner

Mumbai Date: May 05, 2015

For and on behalf of the Board

SPECIAL PURPOSE FINANCIAL STATEMENTS
ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI) Statement of Profit and Loss for the Year ended March 31, 2015

Equivalent ₹

	Particulars	Note	Year Ended March 31, 2015	Year Ended March 31, 2014
I	Revenue from operations	14	14,974,224	9,860,175
11	Other income	15	11,763	392,287
III	Total revenue (I + II)		14,985,987	10,252,462
IV	Expenses			
	Employee benefits expense Finance costs	16 17	59,503,046 427,464	43,052,196 -
	Administrative and general expenses Depreciation and amortization expense	18 8	37,011,384 2,504,242	24,629,401 4,283,033
	Total expenses (IV)		99,446,136	71,964,630
٧	Loss before Taxation (III-IV)		(84,460,149)	(61,712,168)
VI	Tax expense:  (a) Current tax expense (b) (Less): MAT credit (where applicable) (3) Deferred tax (c) Short / (Excess) provision for tax relating to prior years (d) Net current tax expense (e) Deferred tax Net tax (benefit)/expense (VI)		#0 #0 #0 #0 #0 #0	* * *
VII	Loss for the Year ( V-VI)		(84,460,149)	(61,712,168)
	Earnings per equity share (Face value per share AED 1,000/-) (1) Basic (2) Diluted	19	(7,871.80) (7,871.80)	(6,593.95) (6,593.95)

Note 1 to 23 form part of the special purpose financial statements

In terms of our report attached. For Deloitte Haskins & Sells LLP Chartered Accountants

Kfuvelila Kalpesh J. Mehta Partner

Mumbai Date: May 0 5, 2015

For and on behalf of the Board

Director Director

ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)

Cash Flow Statement for the year ended March 31, 2015

		Equivalent ₹	
Particulars	Year Ended March	Year Ended	
	31, 2015	March 31, 2014	
Cash Flow from Operating Activities			
Loss Before Taxes	(84,460,149)	(61,712,168	
Adjustments for :-			
Interest Income	(11,763)	(392,28)	
Finance costs	427,464		
Provision for employee benefits (net)	4,246,710	1,979,37	
Interest income written off	81,293	:=1	
Depreciation and amortization expense	2,504,242	4,283,033	
Operating profit before Working Capital Changes	(77,212,203)	(55,842,047	
Adjustments changes in working capital:			
Increase in Current Assets	(14,457,264)	(2,094,258	
Increase/(Decrease) in liabilities (current and non current)	2,666,119	(306,818	
Cash used in Operations	(89,003,348)	(58,243,12	
Direct Taxes paid (Net)	*	9	
Net Cash used in Operating Activities (A)	(89,003,348)	(58,243,120	
Cash flow from Investing Activities			
Additions to fixed assets and capital work in progress	(230,643)	(2,873,002	
Interest received	10,033	349,422	
Net Cash used in Investing Activities (B)	(220,610)	(2,523,580	
Cash flow from Financing Activities			
Loan Taken	20,497,324	3.	
Proceeds from Issue of Shares	50,412,750	68,246,100	
Interest and Finance costs paid	(6,171)	-	
Net Cash generated from Financing Activities (C)	70,903,903	68,246,100	
(Decrease)/Increase in Cash and Cash Equivalents (A+B+C)	(18,320,055)	7,479,400	
Cash and Cash Equivalent at the beginning of the year	25,666,731	10,706,374	
(+)(-) Impact of forex differences	476,510	7,480,957	
Cash and Cash Equivalent at the end of the year	7,823,186	25,666,731	
(Decrease)/Increase in Cash and Cash Equivalents	(18,320,055)	7,479,400	

Components of Cash and Cash Equivalents		
Cash on hand	51,088	137,971
Balances with Banks in current accounts	7,772,098	9,120,695
Balances with Banks in deposit accounts	i et	16,408,065
Cash and Cash Equivalents as per Balance Sheet	7,823,186	25,666,731

Note 1 to 23 form part of the special purpose financial statements

In terms of our report attached, For Deloitte Haskins & Sells LLP **Chartered Accountants** 

Kalpesh J. Mehta Partner

Mumbai

Date: May 05,295

For and on behalf of the Board

Managing Director

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ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI) Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

#### Note 1A Company and Operation

ITNL International DMCC (IIDMCC) (formerly known as ITNL International JLT, Dubai till February 2 2015) was incorporated on 10 May 2012 as a limited liability company in Dubai, United Arab Emirates. The object of incorporating this Company is to source infrastructure business in the UAE and the Middleeast. The source of income will be from project management consultancy services, success fees etc.

The subscribed share capital of the Company is stated at historical rate of Million and is held 100% by ITNL International Pte Ltd., based in Singapore which is the wholly owned subsidiary of IL&FS Transportation Networks Limited.

During the year, the Company has incurred losses aggregating ₹ 84,460,149 (Previous year accumulated loss equivalent to ₹ 61,712,168), resulting in accumulated losses of ₹ 168,902,231 as on March 31, 2015. In spite of these accumulated losses eroding the net worth substantially, the financial statements have been prepared on going concern basis due to the following reasons:

- (i) The Company is identified as center for providing Project Consultancy and Development services for all international projects of Parent Company mainly in Africa and Dubai. For this purpose key Employees from business development department of parent company ("ITNL") have been deputed to IIJLT.
- (ii) The Parent Company, ITNL International Pte. Ltd in consortium with Hemby Holdings Limited (a 20% Kenyan JV Partner) in the ratio of 80:20 equity partnership has been awarded a bid for development of 175 Kms of road on Finance, Design, Build, Maintain and Transfer basis ("the Project") by Kenya National Highways Authority (KeNHA) ("the Authority") with total project cost of USD 325 Million and Semi-Annual Annuity of USD 47,50 Million, IIJLT had been actively leading the group Companies effort in winning concessions under Public private partnership in the Republic of Kenya and the business development team from IIJLT led this bid submission

There are few more bids which are in the process of submission only in Kenya

(ii) The Company is assured of continuing operational and financial support from its parent company, vide its letter dated September 30, 2014 which is effective for the period of 12 months following September 30, 2014,

#### Note 1B: Significant Accounting Policies

#### Basis for preparation of Financial Statements

The primary books of account of the Company are prepared and maintained as per the Local GAAP, These Special Purpose Financial Statements have been specifically prepared in accordance with the Accounting Principles generally accepted in India, including the Accounting Standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The accounting policies followed in the preparation and presentation of the Special Purpose Financial Statements are consistent with those followed by IL&FS Transportation Networks Limited ("ITNL") (the Intermediate Holding Company) i.e. the accounting principles generally accepted in India and also the accounting policies given in the Group Referral Instructions issued by ITNL The functional currency of the company is AED.

These special purpose financial statements have been prepared for the limited purpose of inclusion in the preparation of the consolidated financial statements of ITNL and these special purpose financial statements have been prepared in Indian Rupees (Reporting Currency) in accordance with the principles for conversion laid down in Accounting Standard -11 notified under the Rules.

#### Use of estimates

The preparation of special purpose financial statements requires the Management to make estimates and assumptions considered in the reported amounts of Assets and Liabililies (including Contingent Liabilities) as of the date of the special purpose financial statements and the reported Income and Expenses during the reporting period. Management believes that the estimates used in the preparation of the special purpose financial statements are prudent and reasonable. Actual results could differ from these estimates. Any Change in such estimates is recognised prospectively.

#### Fixed Assets and Depreciation/Amortisation

#### Tangible assets and depreciation

The useful lives of the tangible assets as determined by the Company are as stated below:

- (i) All tangible assets are depreciated on a Straight Line Depreciation Method, over the useful life of assets as prescribed under Schedule II of the Companies Act 2013 other than assets specified in para (ii) below,as included in the accounting policy of ITNL Group
- (ii)Following assets are depreciated over a useful life which is shorter than the life prescribed under Schedule II of the Companies Act 2013 based on internal technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.
- a) Data Processing Equipment Server and Networking equipment are depreciated over a period of 4 years
- b) Mobile Phones and I pad / Tablets are fully depreciated in the year of purchase
- c) Specialised office equipment's are depreciated on Straight Line Method over a period of three years
- d) Vehicles purchased by the company for employees, are depreciated over a period of five years e) Assets provided to employees are depreciated over a period of three years
- f) Leasehold improvement costs are capitalised and amortised over the period of lease agreement
- g) All categories of assets costing less than Equivalent ₹ 5,000/- each are fully depreciated in the year of purchase.
- (iii) During the year, pursuant to the change in depreciation policy of ITNL with effect from April 1, 2014, the Company changed its method of depreciation for certain categories of fixed assets from written down value (WDV) method to straight line method (SLM). Consequent to this change, all assets are now being depreciated under SLM. The Company also revised the estimated useful life of some of its assets to align the useful life with those specified in Schedule II. The details of previously applied depreciation method, rates / useful life are as follows:

Asset	Previous depreciation method	Previous depreciation rate/useful life	Revised useful life based on SLM
Furniture & Fixtures	SLM	6.33% / ~ 15 Years	10 Years
Office Equipment	SLM	33,33% / ~ 3 Years	5 Years
Vehicle	WDV	25.89% / ~4 Years	5 Years
	SLM	25% / ~ 4 Years	3 Years
Dala Processing Equipment			
Office Premises	SLM	1 63% / ~ 60 Years	60 Years



ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

Pursuant to the transition provisions prescribed in Schedule iII to the Companies Act, 2013, the Company has fully depreciated the carrying value of assets (determined after considering the change in the method of depreciation from WDV to SLM), net of residual value, where the remaining useful life of the asset was determined to be ₹ Nil as on April 1, 2014, and has adjusted an amount of ₹ Nil *I*- against the opening Surplus balance in the Statement of Profit and Loss under Reserves and Surplus.

The depreciation expense in the Statement of Profit and Loss for the year is lower by ₹ 3,120,497/- consequent to the above change in the method of depreciation.

The depreciation expense in the Statement of Profit and Loss for the year is higher by ₹1,997,480 /-consequent to the change in the useful life of the assets.

#### IV Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation as a result of a past event 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. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligation at the Balance Sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes to the financial statement. A contingent asset is neither recognised nor disclosed.

#### V Foreign Currency Transactions

Transactions in foreign currencies (other than the Company's functional currency) are translated to the functional currency based on the exchange rate on the date of the transaction, Exchange difference arising on selllement thereof during the period is recognised as income or expense in the Statement of Profit and Loss

Foreign currency (other than company's functional currency) denominated cash and bank balances, receivables (other than those that are in substance the Company's net investment in a non integral foreign operation), and liabilities (monetary items) outstanding as at the period end are revalued to the functional currency rate as at period end and unrealised translation differences are included in the Statement of Profit and Loss.

Since these financial statements have been prepared for the purpose of inclusion in the preparation of the consolidated financial statements of ITNL, the assets and liabilities, both monetary and non - monetary have been translated into Indian Rupees at the closing exchange rate. Income and expense items are translated into Indian Rupees at the average exchange rate for the period. The equity share capital has been translated into Indian Rupees at the historical exchange rates, All resulting exchange differences are accumulated in a foreign currency translation reserve.

#### VI Cash and Cash Equivalents

Cash comprises of Cash on Hand, Cheques on Hand and demand deposits with Banks, Cash Equivalents are short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risks of changes in value.

#### VII Cash Flow Statement

The Cash Flow Statement is prepared in accordance with the "Indirect Method" as explained in the Accounting Standard (AS) 3 on Cash Flow Statements as notified under the Rules,

#### VIII Earnings per Share

Basic earnings per share is calculated by dividing the profit / (loss) after tax for the period attributable to equity shareholders of the Company by the weighted average number of equity shares in issue during the period.

Diluted earnings per share is calculated by dividing the profit / (loss) after tax for the period altributable to equity shareholders of the company by the weighted average number of equity shares determined by assuming conversion on exercise of conversion rights for all potential dilutive securities.

#### IX Employee Benefits

Provision for employee benefits are recognised as an expense at the undiscounted amount expected to be paid over the period of services rendered by the employees to the Company.

#### χ Revenue Recognition

The Company's service offering includes management services. Revenue is recognised when it is realised or realisable and earned. Revenue is considered as realised or realisable and earned when it has persuasive evidence of an arrangement, services provided, the sale price / contract price is fixed or determinable and collectability is reasonably assured.

#### XI Taxation

No Tax is Applicable to Business Profits as per Dubai Law





SPECIAL PURPOSE FINANCIAL STATEMENTS
ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI) Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

#### Note 2: Share capital

Particulars	As at March 31, 2015		As at March 31, 2014	
	Number	Equivalent ₹	Number	Equivalent ₹
Authorised Equity Shares of AED 1,000/- each	13,000	NOT APPLICABLE	10,000	NOT APPLICABLE
Issued, Subscribed and allotted Equity Shares of AED 1,000/- each fully paid up (refer foot note no. i,ii and iii	13,000	198,747,970	10,000	148,335,220
Total	13,000	198,747,970	10,000	148,335,220

#### Foot Notes:

- i. All the above shares are held by ITNL International Pte. Ltd., Singapore (the immediate holding Company)
- ii. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period.

	As at Mar	ch 31, 2015	As at March 31, 2014		
Particulars	Equity Shares		Equity Shares		
	No. of Shares	Equivalent ₹	No. of Shares	Equivalent ₹	
Shares outstanding at the beginning of the year	10,000	148,335,220	5,500	80,089,120	
Shares issued during the year	3,000	50,412,750	4,500	68,246,100	
Shares outstanding at the end of the year	13,000	198,747,970	10,000	148,335,220	

#### iii. Shareholding more than 5% shares

Name of Shareholder	As at Ma	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of total holding	No. of Shares held	% of total holding	
ITNL International Pte. Ltd., Singapore	13,000	100%	10,000	100%	
Total	13,000	100%	10,000	100%	

#### Note 3: Reserves and surplus

Particulars	As at March 31, 2015		As at March 31, 2014	
(a) Foreign currency translation reserve				
Opening balance	12,863,017	ľ	1,358,104	
Created during the year	2,243,071	15,106,088	11,504,913	12,863,017
(b) Deficit in Statement of Profit and Loss				
Opening balance	(84,442,082)		(22,729,914)	
Loss for the current year	(84,460,149)	(168,902,231)	(61,712,168)	(84,442,082)
Total		(153,796,143)		(71,579,066





ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

#### Note 4:Long-term borrowings

Equivalent ₹

Particulars	As at March 31, 2015	As at March 31, 2014	
Term Loan (Unsecured) From Related party	21,305,875	=0	
Total	21,305,875		

Loan from a related party is obtained for working capital requirements. The loan is unsecured, carries interest rate at 3.5% per annum and is repayable in one bullet payment at end of 3 years from the date of drawdown i.e., August 28, 2017 is the maturity date.

#### Note 5: Long-term provisions

Equivalent ₹

Particulars	As at March 31, 2015	As at March 31, 2014	
Provision for employee benefits.	6,955,618	2,708,908	
Total	6,955,618	2,708,908	

#### Note 6: Short-term provisions

Equivalent ₹

Particulars	As at March 31, 2015	As at March 31, 2014	
Provision for Performance Bonus	6,391,763	2,649,260	
Total	6,391,763	2,649,260	

#### Note 7: Other current liabilities

Particulars	As at Mar	ch 31, 2015	As at March 3	31, 2014
(a) Interest accrued but not due on borrowings				
From related parties	437,912			
(b) Retention Money payable	1,018		327,420	
(c) Payable to Related Party	668,050	1,106,980	638,231	965,651
Total		1,106,980		965,651





SPECIAL PURPOSE FINANCIAL STATEMENTS ITNL INTERNATIONAL JLT, DUBAI) ITNL INTERNATIONAL JLT, DUBAI) Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

Note 8: Fixed assets Current Year / períod

Equivalent ₹	Net block	as at Balance as at March 31,2015		73,119 38,910,126	2,076,616 3,559,981				8 103 275 50 005 599
		Balance as at March 31,2015		1,6	2,0	4	2,9	o o	8
		Deletions		27.	- 10	18:	18.	128	
	Depreciation and Amortisation	Charge for the period / year		929'099	269,133	-118,739	1,827,013	-133,791	2 504 242
	Depreciatio	Adjustments / Reclassifications		60,632	86,959	23,751	298,307	-161,256	308 392
		Balance as at April 1, Adjustments / Reclassifications		951,861	1,720,524	570,458	829,942	1,217,857	5.290.641
		Balance as at March 31,2015		40,583,245	5,636,597	1,626,405	5,178,470	5,084,157	58.108.874
		Deletions		32	61	40	*	98.	
	Gross block (at cost)	Additions		9	60		77,400		77.400
	Gros	Adjustments / Reclassifications		1,811,457	251,593	100,685	229,497	316,231	2.709.463
		Balance as at April Adjustments / 1, 2014 Reclassification		38,771,788	5,385,004	1,525,720	4,871,573	4,767,926	55.322.011
	Particulars		Tangible assets	Office Premises	Vehicles	Office & Guest House equipments	Data processing equipments	Furniture and fixtures	Grand Total

Foot Notes;
Adjustment amount pertains to difference on account of foreign currency conversion of Fixed Asset at closing rate

Fixed assets

		Gros	Gross block (at cost)				Depreciation	Depreciation and Amortisation	u		Net block
ž –	ce as at April 1, 2013	Balance as at April Adjustments / 1, 2013 Reclassifications	Addítions	Deletions	Balance as at March 31,2014	Balance as at April 1 <sub>p</sub> 2013	Adjustments / Reclassifications	Charge for the period / year	Deletions	Balance as at March 31,2014	Balance as at March 31,2014
1											
	35,225,543	3,546,245	(0)	•	38,771,788	290,640	23,445	637,775	9	951,861	37,819,927
	4,715,007	266,699	197,121		5,385,004			1		1,720,524	3,664,480
	580,684	50,307	894,729		1,525,720		995	513,255	er.	570,458	955,262
	(*	(44,792)	4,916,365	2	4,871,573		(7,631)	837,573	99	829,942	4,041,631
	4,331,830	436,096		Œ	4,767,926	165,921	7,185	1,044,751	397	1,217,857	3,550,069
	44.853.064	4.657.853	6.008.215		55,322,011	950,887	56,719	4,283,033		5.290.641	50.031.370

Foot Notes: Adjustment amount pertains to difference on account of foreign currency conversion of Fixed Asset at closing rate





ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

#### Note 9: Long-term loans and advances

Equivalent ₹

Particulars	As at Ma	arch 31, 2015	As at Marc	h 31, 2014
Security Deposits Unsecured, considered good		833,140		795,952
Total		833,140		795,952

#### Note 10: Short-term loans and advances

Equivalent ₹

Particul	ars	As at March 31, 2015		As at March 31, 2014	
(a)	Loans and advances to related parties Unsecured, considered good - Advance to related parties		;#:	673,896	673,896
(b)	Other loans and advances Unsecured, considered good	4.050.440		000.004	
	- Staff Loans	1,258,410	[	936,324	
	- Prepaid expenses	4,396,840		3,797,139	
	- Other Advances	¥	5,655,250	293,631	5,027,094
Total			5,655,250		5,700,990

#### Note 11: Trade receivables

Equivalent ₹

Particulars	As at Mar	ch 31, 2015	As at March	31, 2014
Trade receivables outstanding for a period less than six months from the date they are due for payment				
Unsecured, considered good - Related party	10,226,820	10,226,820	1,628,390	1,628,390
Trade receivables outstanding for a period more than six months from the date they are due for payment				
Unsecured, considered good - Related party	6,817,880	6,817,880	2	=
Total Total		17,044,700		

#### Note 12: Cash and cash equivalent

Equivalent ₹

Particulars	As at March	31, 2015	As at March	31, 2014
Cash and cash equivalents				
Cash on hand	51,088		137,971	
Balances with Banks in current accounts	7,772,098		9,120,695	
Balances with Banks in deposit accounts	×	7,823,186	16,408,065	25,666,73
Total		7,823,186		25,666,731

#### Note 13: Other Current assets

Particulars	As at March 3	1, 2015	As at March 31, 2014	
Interest accrued		~	79,562	
Tótal	ERNA	-	79,562	

ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

### Note 14: Revenue from operations

Equivalent ₹

Particulars	Year Ended	Year Ended
	March 31, 2015	March 31, 2014
Income from services Advisory and project management fees	14,974,224	9,860,175
	14,974,224	9,860,175

#### Note 15: Other income

Particulars	Year Ended March 31, 2015	Year Ended March 31, 2014	
Interest Income Interest on short-term bank deposits	11,763	392,287	
	11,763	392,287	





SPECIAL PURPOSE FINANCIAL STATEMENTS
ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

#### Note 16: Employee benefit expenses

Equivalent ₹

Particul	ars	Year Ended March 31, 2015	Year Ended March 31, 2014
(a) (b)	Salaries, Wages and allowances Employee End-of-Service Indemnity Expense Total Employee Cost	62,968,302 4,021,844 66,990,146	41,128,739 1,923,457 <b>43,052,196</b>
Less	Salaries & benefits recharged to a related party	(7,487,100)	-
	Total	59,503,046	43,052,196

Foot Note: Represents expenses recovered for one of the employee deputed in IL&FS Maritime International FZE (a related party) amounting INR 7,487,100 (2014: Nil).

#### Note 17: Finance costs

Equivalent ₹

Particulars	Year Ended March 31, 2015	Year Ended March 31, 2014
Interest on loans for fixed period	427,464	*
Total	427,464	

#### Note 18: Administrative and general expenses

Particulars	Year Ended March 31, 2015		Year Ended March 31, 2014	
Rent	4,533,330	3,953,536		
Travelling and conveyance	16,267,536	11,453,273		
Legal and consultation fees	5,948,644	437,480		
Communication Expenses	2,669,975	1,902,949		
Miscellaneous expenses	1,387,308	512,466		
Electricity charges	1,147,236	738,484		
Office Administration Expenses	1,043,032	1,165,743		
Business Promotion Expenses	994,776	1,263,326		
Printing and stationery	551,682	505,012		
Rates and taxes	594,594	432,074		
Books & Periodicals	292,680	167,496		
Directors' fees	382,675	427,274		
Repairs and maintenance	309,700	166,418		
Audit Fees	306,140	308,130		
Guest House Expenses	217,585	1,001,580		
Insurance	186,196	135,052		
Bank Commission	97,002	53,269		
Interest income written off	81,293			
Exchange rate fluctuation loss (net)	-	5 839		
Total	37,011	,384 24	4,629,401	





ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

Note 19: Earnings per equity share

Particulars	Unit	Year Ended March 31, 2015	Year Ended March 31, 2014
Loss for the year	Equivalent ₹	(84,460,149)	(61,712,168)
Weighted average number of Equity Shares	Numbers	10,729	9,359
Nominal Value of equity shares	AED	1,000	1,000
Basic Earnings per share	Equivalent ₹	(7,871.80)	(6,593.95)
Equity shares used to compute diluted earnings per	Numbers	10,729	9,359
Diluted Earnings per share	Equivalent ₹	(7,871.80)	(6,593.95)





ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015
Note 20: Related Party Disclosure

#### **Current Year**

a Name of related parties and description of relationship

Nature of Relationship	Name of Entity	Acronym used
Ultimate Holding Company	Infrastructure Leasing & Financial Services Limited,	IL&FS
Immediate Holding Company	ITNL International Pte. Ltd.	IIPL
Intermediate Holding Company	IL&FS Transportation Networks Limited	ITNL
Key Management Personnel	Ravi Sreehari	Managing Director
	Sharjah General Services Company LLC(Khadamat)	SGSC
Fellow Subsidiaries (Only with whom there are transaction during the year)	ILFS Maritime International FZE	IMIF

#### b Transactions / Balances with related parties as mentioned (a) above

		Equivalent ₹
Account head	Name of Entity	As at March 31, 2015
Balances:		
Other current liabilities	ITNL	668,050
Long Term Borrowings	IIPL	21,305,875
Interest Payable but not due	IIPL	437,912
Trade Receivable	SGSC	17,044,700
Account head	Name of Entity	Year Ended March 31, 2015
Transactions:		
Interest Expenses	IIPL	427,464
Advisory and Project management fees	SGSC	14,974,224

#### Previous Year

c Name of related parties and description of relationship

Nature of Relationship	Name of Entity	Acronym used	
Ultimate Holding Company	Infrastructure Leasing & Financial Services Limited	IL&FS	
Immediate Holding Company	ITNL International Pte. Ltd.	IIPL	
Intermediate Holding Company	IL&FS Transportation Networks Limited	ITNL	
Key Management Personnel	Ravi Sreehari (Managing Director)		
Fellow Subsidiaries (Only with whom there are transaction during the year)	ITNL Africa Projects Ltd., Nigeria	IAPL	

#### d Transactions / Balances with related parties as mentioned (c) above

Account head	Name of Entity	As at March 31,2014
Balances:		
Other current liabilities	ITNL	638,231
Short Term Loans & Advances	IAPL	23,403
Short Term Loans & Advances	SGSC	650,493
Trade Receivable	SGSC	1,628,390
Account head	Name of Entity	Year Ended March 31, 2014
Transactions:		
Short Term Loans & Advances	SGSC	650,493
Advisory and Project management fees	SGSC	9,860,175

#### Foot Notes

Reimbursement of expenses are not included above





SPECIAL PURPOSE FINANCIAL STATEMENTS
ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI)
Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015
Note 21: Contingent liabilities and capital commitments

#### A) Contingent liabilities :

Sr No	Name of party	Description	As at December 31, 2014	As at March 31, 2014
1		Guarantees issued on behalf of Group Companies		-
2		Guarantees issued on behalf of other than Group Companies	7-	i i
3		Guarantees / counter guarantees issued in respect of borrowing facilities of foreign subsidiary companies		
4		Claims against the Group not acknowledged as debt		¥:
5		Income tax demands contested by the Company	-	
6		Other tax demands contested by the Company	*	
		- Service tax		
		- VAT	-	12
		- Others (Please give description)		
7		Others (Please give description)		
8			-	F

#### B) Financial commitments pending to be executed :

Sr No	Name of party	Description	As at December 31, 2014	As at March 31, 2014
1			×	
2			=	- Dec
3				72

#### C) Other commitments pending to be executed:

Sr No	Name of party	Description	As at December 31, 2014	As at March 31, 2014
1				
2			-	
3			*	3#3

#### D) Estimated amount of contracts remaining to be executed on capital and other account:

Sr No	Name of party	Description	As at December 31, 2014	As at March 31, 2014
1		Estimated amount of contracts remaining on capital account and not provided for. [Net of advances paid of Rs	5	
2			¥	567
3				





ITNL INTERNATIONAL DMCC, DUBAI (Formerly Known as ITNL INTERNATIONAL JLT, DUBAI) Notes forming part of the Special Purpose Financial Statements for the year ended March 31, 2015

#### Note 22: Segment Information

The Company is in the business of Project Management Consultancy Services as such all activities undertaken by the Company are incidental to the main business and thus the Company operates in single business segment. Also it operates in a single geographic segment. In the absence of separate reportable business or geographic segments, disclosure required under the Accounting Standard (AS) 17 - "Segment Reporting" has not been made.

#### Note 23: Previous year

Figures for the previous year have been regrouped, reclassified where necessary, to conform to the classification of the current period.

For and on behalf of the Board

Director

Date: May 05, 2015