INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF KIRATPUR NER CHOWK EXPRESSWAY LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Kiratpur NER Chowk Expressway Limited "the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the period then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the 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 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 Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the

Change of Accounts not be

Company's Directors, as well as evaluating the overall presentation of the 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its loss and its cash flows for the period ended on that date.

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 enclosed in the annexure a statement on the matters specified in paragraph 3 and 4 of the said 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid 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. There are no observations or comments on the financial transactions or matters which have any adverse effect on the functioning of the company.
 - f. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record, none of the directors is disqualified as on 31st March, 2016 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-A".
 - 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 has not pending litigation which would impact its financial position;

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- ii. The company did not have any long-term contract including derivative contract for which there were any material foreseeable losses;
- iii. There were no amounts which were required by the company to be transferred to the Investor Education and Protection Fund.

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

Ramesh Koul

(Partner)

(Membership No. 077804)

Place: New Delhi Date: 26th April, 2016 Annexures to the Independent Auditor's Report of Kiratpur Ner Chowk Expressway Limited for the Year ended as on 31st March 2016

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) Company does not own any immovable property hence reporting under this clause not applicable.
- 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 in terms of the provisions of section 73 to 76 of the Companies Act, 2013 and rules framed there under. Therefore, the paragraph 3(v) of the Order is not applicable to the company.
- vi. Cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 are not applicable to the company.
- 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 2016, there are no undisputed statutory dues payables for period exceeding for a period more than six months from the date they become payable.
 - b) According to the information and explanations given to us, there were no statutory dues pending in respect of income tax, sales tax, VAT, custom duty and cess etc. on account of any dispute.
- viii. The Company has not defaulted in repayment of any loans or borrowings from any bank or financial institution. Company has not issued debentures and taken any loan from Government.
- ix. The company has not raised any money by way of term loan or 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.

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- xi. In our opinion, the managerial remuneration paid or provided by the company are in accordance with the provision of section 197 read with Schedule V of the Companies Act 2013.
- xii. The company is not a Nidhi Company, therefore para 3(xii) of the Order is not applicable.
- xiii. In our opinion and according to the information provided to use, the transaction entered with the related partied are in compliance with section 177 and 188 of the Act and are disclosed in the financial statements as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment of shares or debentures during the year.
- xv. According to the information provided to us, the company has not entered into any non-cash transaction with directors or the persons connected with him covered under section 192 of the Companies Act 2013. Therefore, paragraph 3(xv) of the Order is not applicable to the company.
- xvi. According to the information provided to us, the company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934. Therefore, paragraph 3(xvi) of the Order is not applicable to the company.

For Gianender & Associates Chartered Accountants

(Membership No. 077804)

Ramesh Koul

(Partner)

(Firm's Registration No. 004661N)

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Place: New Delhi

Date: 26th April, 2016

Annexure-A

Annexure referred to in paragraph 2 under the heading "Report on Other Legal and Regulatory Requirements" of our report on 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 Kiratpur NER Chowk Expressway Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 on Audit of Internal Financial Controls Over Financial Reporting (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

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judgement, including the assessment of the risks of material misstatement of the 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 my /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 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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, 2016, 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)

Ramesh Koul (Partner)

Membership No. 077804)

Place: New Delhi Date: 26th April, 2016

KNCEL FY 2015-16

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Balance Sheet as at March 31, 2016 CIN No.: U45203MH2012PLC226792

	Particulars	Note No.	As March 3		As March 3	
1	EQUITY AND LIABILITIES SHAREHOLDERS' FUNDS (a) Share Capital (b) Reserves and Surplus NON-CURRENT LIABLITIES (a) Long Term Borrowings (b) Other Long Term Liabilities	2 3 4 5	4,159,500,000 (35,925,545) 8,946,600,000 3,057,366	4,123,574,455 8,949,657,366	3,207,500,000 (32,698,667) 6,636,900,000 3,793,465	3,174,801,333 6,640,693,465
3	CURRENT LIABILITIES (a) Other Current Liabilities	6	882,230,860	882,230,860	534,545,211	534,545,211
	TOTAL			13,955,462,681		10,350,040,00
	ASSETS					
1	NON CURRENT ASSETS (a) Fixed Assets (i) Tangible Assets (Net) (ii) Intangible Assets under Development	7	279,053 12,731,096,254	12,731,375,307	876,297 7,747,943,097	7,748,819,394
	(b) Long-term Loans and Advances (Net) (c) Other non-current assets	8 10	977,364,222 200,000	977,564,222	1,369,150,292 200,000	1,369,350,292
2	CURRENT ASSETS (a) Other current assets (b) Trade Receivables (Net)	11	67,701,589		2,960,376	
	(c) Cash and Cash Equivalents (d) Short-term Loans and Advances	12 9	150,582,202 28,239,361	246,523,152	1,183,247,678 45,662,269	1,231,870,323
	TOTAL			13,955,462,681		10,350,040,00

Note 1 to 19 forms part of the financial statements.

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In terms of our report attached.

For Gianender & Associates

Chartered Accountants

Firm Registration no. 004661N

Ramesh Koul Partner

Membership Number: 077804

Place: New Delhi Date: April 26, 2016 For and on behalf of the Board

Managing Director

Chief Pinancial Officer Place: Mumbai Date: April 26, 2016

Statement of Profit and Loss for the Year Ended March 31, 2016

CIN No.: U45203MH2012PLC226792

	Particulars	Note	For the year ended March 31, 2016	For the year ended March 31, 2015
ı	Revenue from operations		-	S#2
П	Other income	13	18,276	18,000
Ш	Total revenue (I + II)		18,276	18,000
IV	Expenses			
	Operating expenses Administrative and general expenses	14	3,245,154	9,995,941
	Total expenses (IV)		3,245,154	9,995,941
v	Profit / (Loss) before taxation (III-IV)		(3,226,878)	(9,977,941)
VI	Tax expense: (1) Current tax (2) Tax relating to earlier period (3) MAT credit entitilement Total tax expense (VI)		•	5 2 4
VII	Profit / (Loss) before consolidation adjustments (V-VI)		(3,226,878)	(9,977,941)
VIII	Share of profit transferred to minority interest (net)		282	E .
ΙX	Share of profit / (loss) of associates (net)		:*·	×
	Profit / (Loss) for the period (VII+VIII+IX)		(3,226,878)	(9,977,941)
	Earnings per equity share (Face value per share Rupees 10/-): (1) Basic (2) Diluted	15	(0.01) (0.01)	(0.03) (0.03)

Note 1 to 19 forms part of the financial statements.

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In terms of our report attached. For Gianender & Associates Chartered Accountants
Firm Registration no. 004661N

Ramesh Koul Partner

Membership Number: 077804

Place: New Delhi Date: April 26, 2016 For and on behalf of the Board

Managing Director

Chief Financial Officer

Place: Mumbai Date: April 26, 2016

Cash Flow Statement for the Year Ended March 31, 2016

CIN No.: U45203MH2012PLC226792

	For the year ended	For the year ended
Particulars	March 31, 2016	March 31, 2015
Cash Flow from Operating Activities		
Profit Before Taxes, Minority Interest and Share of Associates	(3,226,878)	(9,977,941
Adjustments for :-		
nterest Income Construction income	(18,276)	(18,000
Construction contract costs	0	
Profit on sale of investments (net) Dperating profit before Working Capital Changes	(3,245,154)	(9,995,941
Adjustments changes in working capital:		2
(Decrease) / Increase in other assets & loans and advances (current and non		
current) increase in liabilities (current and non current)		
Cash Generated from Operations	(3,245,154)	(9,995,941
Direct Taxes paid (Net)	(2,168,652)	(2,975,886
Net Cash generated from Operating Activities (A)	(5,413,806)	(12,971,827
Cash flow from Investing Activities Payment for Intangible Assets	(4,982,555,913)	(3,389,891,03
(Decrease) / Increase in other assets & loans and advances (current and non current)	346,636,417	(346,287,459
increase in liabilities (current and non current) Payment for fixed assets	346,949,550	(3,146,867,766
Interest received	18,276	18,000
Net Cash used in Investing Activities (B)	(4,288,951,670)	(6,883,028,260
Cash flow from Financing Activities		
Proceeds from Issue of Shares (Decrease)/ Increase in share capital	952,000,000	1,437,500,000
Proceeds from borrowings	2,597,900,000	6,636,900,000
Repayments of borrowings	(288,200,000)	
Net Cash generated from Financing Activities (C)	3,261,700,000	8,074,400,000
Net Decrease in Cash and Cash Equivalents (A+B+C)	(1,032,665,476)	1,178,399,91
Cash and Cash Equivalent at the beginning of the year / period Cash and Cash Equivalent at the end of the year / period	1,183,247,678 150,582,202	4,847,765 1,183,247,678
Net Decrease in Cash and Cash Equivalents	(1,032,665,476)	1,178,399,91
Components of Cash and Cash Equivalents	₹	
•	1,111	6,42
Cash on Hand Balances with Banks in current accounts	150,581,091	383,241,25
Balances with Banks in deposit accounts		800,000,00
Unopid Dividend Accounts	150,582,202	1,183,247,67
Unpaid Dividend Accounts Bank balances held as margin money or else security against borrowings		
Cash and Cash Equivalents as per Balance Sheet	150,582,202	1,183,247,67

Note 1 to 19 forms part of the financial statements

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Account

In terms of our report attached.
For Gianender & Associates
Chartered Accountants
Firm Registration no. 004661N

Ramesh Koul

Partner
Membership Number : 077804
Place: New Delhi
Date: April 26, 2016

For and on behalf of the Board

Managing Director

Chief Financial Officer

Place: Mumbai Date: April 26, 2016

Notes forming parts of the Financial Statements for the year ended March 31, 2016

Note 1 - SIGNIFICANT ACCOUNTING POLICIES

1. Backgound

Kirarpur Ner Chowk Expressway Limited ("KNCEL") a Special Purpose Vehicle ("SPV") promoted by IL&FS Transportation Networks Limited (ITNL), has been awarded the project involving development and operation involving 4-lanning of the Kiratpur - Ner - Chowk section of NH-21, under a design, build, finance, operate & transfer ("DBFOT") basis (the "Project") was signed on March 16, 2012 and the concession period of the Project is 28years from the appointed date.

2. Basis of preparation of Financial Statements

The financial statement is prepared in accordance with the Generally Accepted Accounting Principles in India, Accounting Standards as per section 133 of the companies act 2013 read with rule 7 of companies (accounts) rules 2014. All income and expenditure having a material bearing on the financial statements are recognised on an accrual basis.

3. Use of estimates

The preparation of financial statements in conformity with IGAAP requires the Management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities on the date of financial statements. The recognition, measurement, classification or disclosures of an item or information in the financial statements have been made relying on these estimates to a greater extent.

4. Fixed Assets and Depreciation

(a) Tangible Fixed assets and depreciation

Tangible fixed assets are reported at acquisition cost, with deductions for accumulated depreciation and impairment losses, if any.

The acquisition cost includes the purchase price (excluding refundable taxes) and expenses, such as delivery and handling costs, installation, legal services and consultancy services, directly attributable to bringing the asset to the site and in working condition for its intended use.

Where the construction or development of any asset requiring a substantial period of time to set up for its intended use is funded by borrowings, the corresponding borrowing costs are capitalised up to the date when the asset is ready for its intended use.

Depreciation on tangible fixed assets is computed as under:

As per notification dated, March 26, 2014 issued by the Ministry of Corporate Affairs, Schedule II of the Companies Act 2013 comes into effect from April 1, 2014 which prescribes the useful life of depreciable assets. The Company has adopted the useful life prescribed under the Schedule II of the Companies Act 2013.

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



Notes forming parts of the Financial Statements for the year ended March 31, 2016

of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.:

Asset	Useful Life (years)	Method
Data Processing Equipment (Server & Networking)	4	SLM
Mobile Phones and I pad / Tablets	Fully depreciated in the year of purchase	લ
Specialised office equipment's	3	SLM
Vehicles	5	SLM
Assets provided to employees	3	SLM
Leasehold improvement costs	Amortised over Primary period of Lease	SLM
All categories of assets costing less than ' 5,000/- each	Fully depreciated in the year of purchase	-

The residual value of all the assets is retained at ₹ 1/- each.

(b) Intangible assets and Amortisation

- a. An intangible asset is 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.
- b. Carriageway representing toll collection rights are obtained in consideration for rendering construction, operation and maintenance services in relation to building and maintenance of the project on Build, Operate and Transfer basis. The cost of such carriageway comprises of construction cost and other pre-operative costs incurred during the construction phase.
- c. Administrative and other general overhead expenses net of income from temporary investments, incurred upto the date of commencement of commercial operations that are specifically attributable to the construction / acquisition / development of the Intangible assets is allocated and capitalised as part of cost of the asset. Other expenses have been written off in the year of incurrence of such expenditure.
- d. The Intangible rights which are recognised in the form of right charge users of the infrastructure assets are amortised in proportion to revenue for the year to projected revenue i.e. based on toll revenue for the year to projected revenue that is expected to be collected over the Concession period as estimated by the management.

A review of the estimated revenue over the balance period, of useful life / the concession period of the rights is undertaken by the management based on technical evaluation by independent experts at periodic intervals to assess the additional charge for amortisation, if any.

Notes forming parts of the Financial Statements for the year ended March 31, 2016

Other Intangible assets are amortised on a "Straight line" basis over the estimated useful lives. The estimated useful life of software is four years.

(c) Intangible Asset under development

The construction cost includes borrowing cost, administrative and general overhead expenses specifically attributed to the construction project are part of the cost of the project and debited to intangible asset under development up to the date when the asset is ready for its intended use, which is when the complete length of the project as specified in the Concession Agreement is complete and on receipt of final completion certificate from the authority as specified in the Concession Agreement and not on component basis certifications received. Discounted Revenue collected on receipt of the component based certification received as an intermediate mechanism provided in the Concession Agreement is reduced from the cost of the Intangible asset as the construction work is still in progress and the entire asset is not ready for its intended purpose. However, where there is other than temporary delay due to reasons beyond the control of the Company, the management may treat asset is ready for its intended use and discontinue reducing the revenue from the cost of the Intangible assets, and asset will be capitalised.

5. Impairment of Assets

The carrying values of assets of the Company's cash-generating unit are reviewed for impairment annually or more often if there is an indication of decline in value. If any indication of such impairment exists, the recoverable amounts of those assets are estimated and impairment loss is recognised, if the carrying amount of those assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the estimated future cash flows to their present value based on appropriate discount factor.

6. Borrowing Cost

Borrowing costs incurred in respect of borrowings made towards construction of the Project assets are treated as a part of Intangible Assets under Development for subsequent capitalization as on commencement of commercial operations of the road. Borrowing costs incurred subsequent to the capitalisation date are charged to the Statement of Profit and Loss. In accordance of Accounting Standard – 16 "Borrowing Costs", income earned on investment (short term) of funds intermittently surplus but inextricably linked with the project is set off against related borrowing cost.

7. Taxes on Income

Taxes include taxes on the Company's taxable profits, adjustment attributable to earlier periods and changes in deferred taxes. Valuation of all tax liabilities / receivables is conducted at nominal amounts and in accordance with enacted tax regulations and tax rates or in the case of deferred taxes those that have been substantially enacted.

Deferred tax is calculated to correspond to the tax effect arising when final tax is determined. Deferred tax corresponds to the net effect of tax on all timing differences,



Notes forming parts of the Financial Statements for the year ended March 31, 2016

which occur as a result of items being allowed for income tax purposes during a period different from when they were recognised in the financial statements.

Deferred tax assets are recognised with regard to all deductible timing differences to the extent that it is probable that taxable profit will be available against which deductible timing differences can be utilised. When the Company carries forward unused tax losses and unabsorbed depreciation, deferred tax assets are recognised only to the extent there is virtual certainty backed by convincing evidence that sufficient future taxable income will be available against which deferred tax assets can be realised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced by the extent that it is no longer probable that sufficient taxable profit will be available to allow all or a part of the aggregate deferred tax asset to be utilised.

8. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate 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.

9. Revenue Recognition

Fee collections from the users of the facility are accounted as and when it becomes due and the recovery is certain.

Interest income is accrued at applicable interest rates on time proportionate basis.

10. Accounting of Claims:

Price Escalation and other claims or variation are recognized and reduced from the capital cost only when:-

- (a) Negotiations have reached to an advanced stage such that it is probable that authority will accept the claim; and/or
- (b) The amount that is probable will be accepted by the authority and can be measured reliably.
- (c) Claims against the company are recognised as and when accepted...

11. Earnings per Share

Basic earnings per share is calculated by dividing the net profit after tax for the year attributable to equity shareholders of the Company by the weighted average number of equity shares in issue during the year.

Diluted earnings per share is calculated by dividing the net profit after tax for the year attributable to equity shareholders of the company by the weighted number of equity shares determined by assuming conversion on exercise of conversion rights for all potential dilutive securities.

Notes forming parts of the Financial Statements for the year ended March 31, 2016

12. Cash and Cash Equivalents

Cash and bank balances, and current investments that have insignificant risk of change in value, which have duration of up to three months, are included in the Company's cash and cash equivalents in the Cash Flow Statement.

13. Cash Flow Statements

The Cash Flow Statement is prepared in accordance with "indirect method" as prescribed in the Accounting Standard (AS) 3 on "Cash Flow Statements".

14. Preliminary Expenditure

Preliminary expenses incurred on incorporation of the Company are written off in the period during which it was incurred.

15. Current/Non-Current Assets and Liabilities:

Assets are classified as current when it satisfies any of following criteria:

- It is expected to be realized within twelve months after the reporting date,
- · It is held primarily for the purpose of being traded,
- It is Cash or cash equivalent unless it restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as Non-current.

Liabilities are classified as current when it satisfies any of following criteria:

- It is expected to be settled within twelve months after the reporting date,
- It is held primarily for the purpose of being traded,
- The company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting date.

All other liabilities are classified as Non-current



Notes forming part of the financial statements for the year ended March 31, 2016

Note 2:Share Capital

Particulars	As at March 31, 2016		As at March 31, 2015	
	Number	₹	Number	₹
Authorised Equity Shares of Rupees 10/- each	501.000.000	5,010,000,000	501,000,000	5,010,000,000
Issued				
Equity Shares of Rupees 10/- each Subscribed and Paid up	415,950,000	4,159,500,000	320,750,000	3,207,500,000
Equity Shares of Rupees 10/- each fully paid (refer foot note no. i, ii, iii and iv)	415,950,000	4,159,500,000	320,750,000	3,207,500,000
Total	415,950,000	4,159,500,000	320,750,000	3,207,500,000

Foot Notes:

i. Of the above 415,950,000 shares are held by the holding Company and its nominees (As at March 31, 2015 : 320,750,000).

ii. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at Mar	As at March 31, 2015 Equity Shares		
	Equity			
	No. of Shares	₹	No. of Shares	₹
Shares outstanding at the beginning of the year / period	320,750,000	3,207,500,000	177,000,000	1,770,000,000
Shares issued during the year / period	95,200,000	952,000,000	143,750,000	1,437,500,000
Shares bought back during the year / period			3	3,65
Shares outstanding at the end of the year / period	415,950,000	4,159,500,000	320,750,000	3,207,500,000

iii.Shareholding more than 5% shares

Name of Shareholder	As at March 31, 2016		As at March 31, 2015	
	No. of Shares % of total		No. of Shares	% of total
	held	holding	held	holding
IL&FS Transportation Networks Limited (the Holding Company and its nominees)	415,950,000	100.00%	320,750,000	100.00%
Total	415,950,000	100.00%	320,750,000	100.00%

iv.Terms / Rights attached to Equity Shares:

The company has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Note 3:Reserves and Surplus

Particulars	As at Marc	h 31, 2016	As at Marc	h 31, 2015
(a) Profit / (Loss) Surplus Opening balance (+) Profit for the year (-) Consolidation adjustment (-) Transfer to general reserves (-)Tax on dividend and premium on preference shares of subsidiary	(32,698,667) (3,226,878)	(35,925,545)	(22,720,726) (9,977,941)	(32,698,667)
Total		(35,925,545)		(32,698,667)

Notes forming part of the financial statements for the year ended March 31, 2016

Note 4:Long-term borrowings

Particulars	As at March	As at March 31, 2016		31, 2015
(a) Term Loans (i) Secured From banks From financial institutions From related party From others	5,551,300,000 2,301,500,000 551,300,000	8,404,100,000	4,398,700,000 1,715,700,000	6,114,400,000
(ii) Unsecured From banks From financial institutions From related party From others	542,500,000	542,500,000	522,500,000	522,500,000
Total		8,946,600,000		6,636,900,000

Foot Notes:

1. Secured By:

- a) First charge on all theaccounts of the Company, including the Escrow Account, only to the extent permitted under the concession agreement.
- b) Assignment of all the rights and interest of the Company to or in favour of the Senior Lenders to the extenet covered by and in accordance with Substitution Agreement,
- c) Assignment of all rights of the Company under any guarantees that may be provided by any counter-party under any contract / agreement / document relating to the project, to the extent permissible under concession agreement.

2. Terms of Repayment:

- (a) a) The Borrower shall repay the term loans to each of the senior lenders in54 unequal quarterly installments commencing on quarter ending June 30, 2019 and terminating on September 30, 2032 and to promoters in 7 unequal quarterly installments commencing on quarter ending December 31, 2030 and terminating on June 30, 2032, as per the Repayment schedule, as set out in Footnote (a).
- (b) Amounts repaid by the Company shall not be re-borrowed.
- (c) Any senior lenders may, in suitable circumstances, at the request of the Company and subject to consent of the other senior lenders revise or vary the repayment schedule or postpone the payment of any specific repayment installment(s) or part thereof, upon such terms and conditions shall form a part of this agreement as an amendment to repayment schedule hereto.
- (d) If for any reason the amount finally disbursed by the senior lenders is less than the total commitments, the repayment installments shall stand reduced proportionately but shall be paid on the repayment dates as set out in the repayment schedule.
- (e) In the event of any default in the payment of the repayment installments of principal, interest and default interest, postponement, if any, allowed by any of the senior lenders shall be at the rate of interest as may be stipulated by the concerned senior lenders at the time of postponement.

(a). Repayment Schedule:

Total Loans Commitment is Rs. 1,4748,600,000/- from Banks and Rs.1,807,600,000/- from Promoters.

Senior Debt: In 54 unequal quarterly installments commencing on quarter ending June 30, 2019 and terminating on September 30, 2032 Sub Debt: In 7 unequal quarterly installments commencing on quarter ending December 31, 2030 and terminating on June 30, 2032

Financial Year	Repayment (% of	Amount of Debt	Amount of Sub	
	Senior Debt)	Repayment	Debt Repayment	
2018-2019	0,04	5,899,440	2	
2019-2020	0.04	5,899,440		
2020-2021	0,40	58,994,400		
2021-2022	1.00	147,486,000	-	
2022-2023	2,00	294,972,000		
2023-2024	2.00	294,972,000		
2024-2025	5.00	737,430,000		
2025-2026	7.00	1,032,402,000	-	
2026-2027	9.00	1 327 374 000		
2027-2028	12.00	1,769,832,000	2	
2028-2029	17.00	2,507,262,000		
2029-2030	17.00	2,507,262,000	-	
2030-2031	18.00	2,654,748,000	271,200,000	
2031-2032	9.52	1,404,066,720	1,355,600,000	
2032-2033			180,800,000	
Total	100.00	14,748,600,000	1,626,800,000	



Notes forming part of the financial statements for the year ended March 31, 2016

Note 5:Other long term liabilities

Particulars	As at Marc	As at March 31, 2016		31, 2015
(a) Trade Payables Related parties Others		2		-
(b) Others (i) Other long term liabilities From related parties From others	3,057,366	3,057,366	3,236,497 556,968	3,793,465
Total		3,057,366		3,793,465

Note:

The Company has not received any intimation from 'suppliers' regarding their status under the Micro, Small and Medium enterprises Development Act, 2006 and hence disclosures, if any relating to amount unpaid as at the year end together with interest paid/payable as required under the said Act have not been furnished.

Note 6:Other current liabilities

Particulars	As at Mar	ch 31, 2016	As at Mar	ch 31, 2015
(a) Interest accrued but not due on borrowings From related parties From others	107,208,758	107,208,758	41,760,213	41,760,213
(b) Interest accrued and due on borrowings From related parties From others	94,344	94,344	100,027	100,02
(c) Nomination Deposit Received		ŝ		
(d) Statutory dues		37,339,872		34,216,310
(e) Other Creditors From related parties From others	725,305,745 12,282,141	737,587,886	452,903,755 5,564,906	458,468,661
Total		882,230,860		534,545,211



Notes forming part of the financial statements for the year ended March 31, 2016

Note 7: Fixed assets

				Gross block				Accı	Accumulated depreciation	on		Net block	lock
	Particulars	Balance as at April 1, 2015	Opening adjustments	Additions	Disposals	Balance as at March 31, 2016	Balance as at April 1, 2015	Opening adjustments	Depreciation charge for the period	On disposals	Balance as at March 31, 2016	Balance as at March 31, 2016	Balance as at March 31,2015
ਰ	Tangible assets	400	3	1		1 281 216	736,003	,	450.252	12	1 186 344	44.874	405 193
	Data processing equipments Office equipments	491,302	r	i yi		491,302	127,836	c x	144,875	,	272,711	218,591	363,466
	Fumiture and fixtures	239,355		38		239,355	221,647	(36)	2,117		223,764	15,591	17,708
	Total	1,961,872	(0	7/4		1,961,872	1,085,575		597,244	į.	1,682,819	279,053	876,297
(a	Intangible assets	Θ	19	íi .	iæ	74	136	()4	68	M	0	34	¥
	Total		100	060						3	(0)	30	4
	Grand total	1,961,872			124	1,961,872	1,085,575		597,244		1,682,819	279,053	876,297
Û	Capital work-in-progress				Į,				·	in the second		•	F
Ŧ	Intangible assets under Development	7,747,943,097	36	4,983,153,157	ě	12,731,096,254	ж	ж		(#X	×	12,731,096,254	7,747,943,097
	Previous year	4,359,287,193	×	3,390,617,776		7,749,904,969	358,834		726,741	*	1,085,575	7,748,819,394	



Notes forming part of the financial statements for the year ended March 31, 2016

Note 8:Long-term Loans and Advances

Particulars	As at Mar	ch 31, 2016	As at Mar	ch 31, 2015
(a) Capital Advances Unsecured, considered good				
To related parties	947,736,981		1,300,861,844	
To others	2,227,797	949,964,778	14,994,394	1,315,856,238
(b) Security Deposits Secured, considered good Unsecured, considered good	1,000	1,000	1,000	1,000
(c) Other loans and advances Unsecured, considered good - Mobilisation & pre-construction advance recover - Advance payment of taxes (net of provision) - Prepaid expenses	able 5,162,228 22,236,216		2,993,576 50,299,478	
- Receivante from NHAI	н.	27,398,444	*	53,293,054
Total		977,364,222		1,369,150,292

Note 9:Short-term Loans and Advances

Particulars	As at Marci	h 31, 2016	As at March	31, 2015
(a) Other loans and advances Unsecured, considered good - Prepaid expenses - Other loans and advances	28,239,361	28,239,361	45,662,269	45,662,269
Total		28,239,361		45,662,269

Notes forming part of the financial statements for the year ended March 31, 2016

Note 10: Other non-current assets

Partic	culars	As at March	31, 2016	As at March	31, 2015
(a)	Long term Trade Receivables (unsecured, considered good)	×		*	
(b)	Receivables against Service Concession Arrangement	5.			
(c)	Toll Receivable account	¥		=	
(d)	Other non-current assets - Fixed deposits having maturity more than 12 months under lien	200,000	200,000	200,000	200,000
			200,000		200,000

Note 11: Other current assets

Particulars	As at Ma	rch 31, 2016	As at Mar	ch 31, 2015
(a) Receivable from NHAI	67,701,589	14	2,960,376	
(b) Interest accrued			9.	
otal		67,701,589		2,960

Note 12:Cash and Cash Equivalents

Particulars	As at Mar	ch 31, 2016	As at Mar	ch 31, 2015
(a) Cash and cash equivalents Cash on hand Balances with Banks in current accounts Balances with Banks in deposit accounts (Maturity period less than 3 months)	1,111 150,581,091	150,582,202	6,423 383,241,255 800,000,000	1,183,247,678
Total		150,582,202		1,183,247,678



Notes forming part of the financial statements for the year ended March 31, 2016

Note 13:Other Income

Partio	culars	For the year en		For the year en 201	
(a)	Interest Income Interest on loans granted Interest on call money Interest on bank deposits Interest on short term deposit Interest on advance towards property	18,276	18,276 18,276	18,000	18,000 18,000



Notes forming part of the financial statements for the year ended March 31, 2016

Note 14:Administrative and General Expenses

Particulars	culars For the year ended Ma		For the year 31, 2	ended March 2015
Legal and consultation fees Travelling and conveyance Rates and taxes Bank commission Registration expenses Communication expenses Printing and stationery Directors' fees Auditors' Remuneration Miscellaneous expenses	842,450 9,660 40,138 30,274 750,000 3,240 920 550,000 911,618 106,854	3,245,154 3,245,154	472,559 8,536 80,924 112,409 7,861,610 503,372 942,140 14,391	9,995,941 9,995,94 1

FOOT NOTES:

(a) Auditors' remuneration

Payments to the auditor as:	For the year ended March 31, 2016	For the year ended March 31, 2015
a. audit fees b. tax audit fees	220,000	200,000
c. for other assurances services d. for reimbursement of expenses	550,917 25,948	616,500 22,000
e. service tax on above	114,753	103,640
	911,618	942,140



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Notes forming part of the financial statements for the year ended March 31, 2016

Note 16: Earnings per equity share

Particulars	Unit	For the year ended March 31, 2016	For the year ended March 31, 2015
Profit after tax	₹	(3,226,878)	(9,977,941)
Premium on preference shares	2	-	
Tax on premium on preference shares			
Profit available for Equity Shareholders	₹	(3,226,878)	(9,977,941)
Weighted number of Equity Shares outstanding	Numbers	347,138,525	297,232,877
Nominal Value of equity shares	*	10	10
Basic Farnings per share	₹	(0.01)	(0.03)
Equity shares used to compute diluted earnings per share	Numbers	347 138 525	297 232 877
Diluted Earnings per share	₹	(0.01)	(0.03)

In the absence of clarity as to the impact of advance towards capital on the earnings of the Group, no adjustment has been made for potential dilution in computing diluted earnings per share.

Note 16: Related Party Statement

Current Year

a Name of related parties and description of relationship

Nature of Relationship	Name of Entity	Acronym used
Holding Company:	IL&FS Transportation Networks Limited	ITNL
Fellow Subsidiaries	Elsamex Maintenance Services Ltd.	Elsamex
(with whom the company had	IL&FS Securities Services Limited	ISSL
transactions during the year)	IL&FS Trust Company Limited	ITCL
,	IL&FS Financial Services Limited	IFIN
Associates:	NIL	NIL
Enterprise having significant influence over the Company	NIL	NIL
Co - Venture	NIL	NIL
Key Management personnel:	Nishant Srivastava	Managing Director
5) 5(5) 5)	Chetan Panchal	Chief Financial Office

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

Account head	Name of Entity	As At March 31,2016	As At March 31, 2015
Balances:			
Share Capital	ITNL	4,159,500,000	3,207,500,000
Other Creditors	ITNL	725,305,745	374,775,676
Interest Payable	ITNL	107,208,758	41,760,213
Sub Debt	ITNL	542,500,000	522,500,000
Bridge Loan	ITNL	551,300,000	*
Nomination Deposit	ITNL	-	
Other Creditors	Elsamex		1,513,596
Other Creditors	IFIN		76,599,114
Mobilisation Advance	ITNL	947,736,981	1,300,861,844
Other Creditors	ISSL		15,169
Other Creditors (Retention)	ITNL		
Other Creditors (Retention)	Elsamex		3,236,497
Gaurantee Given (refer Note 1 Below)	ITNL	100,000	909,300,000
Deposit Given	ITCL	1,000	1,000

Transactions:		For the year ended March 31, 2016	For the year ended March 31, 2015
Share Capital	ITNL	952,000,000	1,437,500,000
Construction Cost	ITNL	3,825,726,239	2,273,247,568
Project Development Fees	ITNL	228,000,000	602,248,000
OPE (Rates & Taxes)	ITNL	5,419	
Deputation Cost	ITNL	764,729	716,653
Sub Debt	ITNL	20,000,000	522,500,000
Bridge Loan	ITNL	551,300,000	
Mobilisation Advance	ITNL	3	433,872,449
Mobilisation Advance Recovery	ITNL	353,124,863	127,373,105
Interest Expenses - Sub Debt	ITNL	72,720,616	46,400,240
Interest Expenses - Bridge Loan	ITNL	37,311,905	90
O& M Cost	Elsamex	3	64,729,926
OPE	IFIN		212,518
Syndication Fees	IFIN		85,104,835
Documentaion Charges	ITCL	228,000	224,720
Security Trustee Fees paid	ITCL	227,453	224,720
Professional Fee	ISSL	4.	34,308
Director Sitting Fees	Kirshana Ghag	30,000	60,000
Director Sitting Fees	Ashutosh Chandwar	40,000	80,000
Director Sitting Fees	Ajay Menon	90,000	80,000
Director Sitting Fees	Shivali Parekh		10,000
Director Sitting Fees	Sumathy lyer	40,000	543
Director Sitting Fees	Milan Chakravarti	90,000	(a)
Director Sitting Fees	Goutam Mukherjee	90,000	
Director Sitting Fees	Nishant Shrivastava	40,000	40000
Director Sitting Fees	S C Sachdeva	10,000	
Deposit amount paid	ITCL	-	*

Note 1 : Gaurantee Given

Nature of Gaurantee	Gaurantee in favour of	As At March 31,2016	As at March 31,2015
Performance Gaurantee	National Highway Authority of India		
Central Sales Tax Registration	Asistant Excise & Taxation Comissioner,	50,000	50,000
Punjab Value Added Tax	Asistant Excise & Taxation Comissioner,	50,000	50,000
Total		100,000	100,000



Notes forming part of the financial statements for the year ended March 31, 2015

Note 17: Contingent liabilities and capital commitments

Particulars		As at	As at	
No.	Name of party	Description	March 31, 2016	March 31, 2015
NIL 1		Guarantees issued on behalf of Group Companies	NIL	NIL
NIL 2		Guarantees issued on behalf of other than Group Companies	NIL	NIL
NIL 3		Guarantees / counter guarantees issued in respect of borrowing facilities of foreign subsidiary companies	NIL	NIL
NIL 4		Claims against the Group not acknowledged as debt	NIL	NIL
NIL 5		Income tax demands contested by the Company	NIL	NIL
6 NIL		Other tax demands contested by the Company	NIL	NIL
		- Service tax		
		- VAT		
		- Others		
7 NIL		Others	NIL	NIL

B) Financial commitments pending to be executed

Particul	ars		As at	As at
Sr. No.	Name of party	Description	March 31, 2016	March 31, 2015
1	IL&FS Trust Company Limited	Security Trusteeship Fees	2,800,000	3,000,000

C) Other commitments pending to be executed :

Particulars		As at	As at	
Sr. No.	Name of party	Description	March 31, 2016	March 31, 2015
1	IL&FS Transportation Networks Limited	Project Development Fees	NIL	NIL
2	IL&FS Financial Services Limited	Advisory Fees	NIL	NIL
3	IL&FS Financial Services Limited	Debt Syndication Fees	NIL	NIL

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

Particulars			As at	As at
Sr. No.	Name of party	Description	March 31, 2016	March 31, 2015
1	IL&FS Transportation Networks Limited	Estimated amount of contracts to be executed on capital account and not provided for (net of capital advances of Rs. 947736981/-)	10,883,901,563	14,356,502,939



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Notes forming part of the financial statements for the year ended March 31, 2016

Note 18: Segment Information

As the Company operates in a single business as well as geographical segment, the disclosures required under the Accounting Standard on "Segment Reporting" (AS - 17) notified under the Companies Accounting Standards Rules, 2006 are not applicable.

Note 19: Previous Year Figures

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

In terms of our report attached. For Glanender & Associates Chartered Accountants Firm Registration no. 004661N

Ramesh Koul

Partner

Membership Number: 077804

Place: New Delhi Date: April 26, 2016 For and on behalf of the Board

Managing Director

Place: Mumbai Date: April 26, 2016