Special Purpose Financial statements - Fit For ITNL Consolidation N.A.M. Expressway Limited

CIN: U45209TG2010PLC068968 Balance Sheet as at 31 March 2018

(Rs in Millions)

|   | Notes | 31 March 2018 | 31 March 2017 |
|---|-------|---------------|---------------|
| Assets  | Hotes |               | 7             |
| Non-current assets                                |       |               |               |
|   | 4     | 1             | C             |
| Property, plant and equipment                     | 5     | 22,027        | 21,970        |
| Other intangible assets                           | , ,   | 22,021        | 21,010        |
| Financial assets                                  | 6     | 665           | 509           |
| Loans   | 7     | 34            | 39            |
| Other tax assets, net                             | 8     | 273           | 276           |
| Deferred lax assets, net Total non-current assets | 8     | 23,001        | 22,793        |
|   |       | 20,107        |               |
| Current assets                                    |       |               |               |
| Inventories                                       | 9     | 1             | 1             |
| Financial assets                                  |       |               |               |
| Cash and cash equivalents                         | 10    | 38            | 18            |
| Loans   | 11    | 25            | 25            |
| Other financial assets                            | 12    | ≋             | 22            |
| Other current assets                              | 13    | 11            | 9             |
| Total current assets                              |       | 76            | 75            |
| Total assets                                      |       | 23,077        | 22,867        |
|   |       |               |               |
| Equity and liabilities                            |       |               |               |
| Equity  |       | 2,335         | 2,335         |
| Equity share capital                              | 14    | 2,335         | 2,333         |
| Other equity                                      | 15    | 500           | 1 222         |
| Retained earnings                                 |       | 562           | 1,223         |
| Capital Reserve                                   |       | 4,353         | 4,353         |
| Total equity                                      |       | 7,250         | 7,911         |
| Liabilities                                       |       |               |               |
| Non-current liabilities                           |       |               |               |
| Financial liabilities                             |       |               | 00000         |
| Borrowings  | 16    | 14,094        | 10,248        |
| Other financial liabilities                       | 17    | a             | 174           |
| Provisions  | 18    | 392           | 175           |
| Deferred income                                   | 19    | -             | 12            |
| Total non-current liabilities                     |       | 14,486        | 10,597        |
| Current liabilities                               |       |               |               |
| Financial liabilities                             |       |               |               |
| Borrowings  | 20    | -             | 12            |
| Trade and other payables                          | 21    | 895           | 3,913         |
| Other financial liabilities                       | 22    | 319           | 280           |
| Provisions  | 23    | 1             | 2             |
| Other current liabilities                         | 24    | 127           | 151           |
| Total current liabilities                         |       | 1,341         | 4,359         |
| Total liabilities                                 |       | 15,827        | 14,956        |
|   |       |               |               |
| Total equity and liabilities                      |       | 23,077        | 22,867        |

The notes are an integral part of the financial statements

In terms of our report attached.

For MKPS & Associates

Chartered Accountants

irm Registration No. 302014E

S. Modi Partner

Membership Number: 051361

Place : Hyderabad Date : 24/05/2018 For and on behalf of the Board N.A.M. Expressway Limited

M B Bajulge

Director DIN: 02503289

Hydraubad

Vijay Kini Director

Director 2503289 DIN: 06612768

S Srikanth Reddy Chief Financial Officer Special Purpose Financial statements - Fit For ITNL Consolidation

N.A.M. Expressway Limited

CIN: U45209TG2010PLC068968

Statement of Profit and Loss for the year ended 31 March 2018

(Rs in Millions)

|  | 21.13 | For the year ended | For the year ended |
|--|-------|--------------------|--------------------|
|  | Notes | 31 March 2018      | 31 March 2017      |
| Revenue  |       |                    |                    |
| Revenue from operations  | 25    | 2,102              | 3,316              |
| Other income   | 26    | 6                  | 25                 |
| Total income   |       | 2,108              | 3,341              |
| Expenses   |       |                    |                    |
| Operation and maintenance expense  | 27    | 723                | 1,877              |
| Employee benefits expense  | 28    | 83                 | 74                 |
| Finance costs  | 29    | 1,454              | 1,241              |
| Depreciation and amortization expense  | 4 & 5 | 461                | 492                |
| Other expenses   | 30    | 48                 | 45                 |
| Total expenses   |       | 2,769              | 3,728              |
| Profit/(loss) before income tax  |       | (661)              | (387)              |
| Current tax  |       | -                  |                    |
| Deferred tax   |       | 2                  | (194)              |
| Income tax expense   |       | 2                  | (194)              |
| Profit/(loss) for the period   |       | (664)              | (193)              |
| Other comprehensive income   |       |                    |                    |
| Items that will not be reclassified subsequently to profit or loss           |       | 1 2                |                    |
| Remeasurements of defined benefit liability (asset)                          | 1     | 3                  | S#3                |
| Income tax relating to items that will not be reclassified to profit or loss |       | (1)                | :=                 |
| Other comprehensive income for the period, net of income tax                 |       | . 2                | :•                 |
| Total comprehensive income for the period                                    |       | (662)              | (193)              |
| Earnings per share   |       |                    |                    |
| Basic earnings per share (INR)   |       | (2.84)             | (0.83)             |
| Diluted earnings per share (INR)   |       | (2.84)             | (0.83)             |

The notes are an integral part of the financial statements

In terms of our report attached.

For MKPS & Associates

Chartered Accountants

Firm Registration No. 302014E

S. Modi

Partner

Membership Number: 051361

Place: Hyderabad Date: 24/05/2018

For and on behalf of the Board

N.A.M. Expressway Limited

M B Bajulge

Director

DIN: 02503289

Vijay Kini Director

DIN: 06612768

S Srikanth Reddy

Chief Financial Officer

Special Purpose Financial statements - Fit For ITNL Consolidation

N.A.M. Expressway Limited

CIN: U45209TG2010PLC068968

Statement of changes in equity for the year ended 31 March 2018

# a. Equity share capital

(Rs in Millions)

|   | Amount |
|---|--------|
| Balance as at 1 April 2017                      | 2,335  |
| Changes in equity share capital during the year | 55     |
| Balance as at the 31 March 2018                 | 2,335  |

#### b. Other equity

(Rs in Millions)

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| Surplus in the statement of profit and loss |               |               |
| Balance at the beginning of the year        | 1,223         | 1,417         |
| Add: (Loss) for the year                    | (662)         | (193          |
| Balance at the end of the year              | 562           | 1,223         |
| Capital Grant                               |               |               |
| Balance at the beginning of the year        | 4,353         | 4,083         |
| Changes during the year                     | . 5           | 270           |
| Balance at the end of the year              | 4,353         | 4,353         |
| Total .                                     | 4,915         | 5,576         |

The notes are an integral part of the financial statements

In terms of our report attached.

For MKPS & Associates

**Chartered Accountants** 

Firm Registration No. 302014E

S. Modi

Partner

Membership Number: 05136

Place: Hyderabad Date: 24/05/2018 For and on behalf of the Board

N.A.M. Expressway Limited

M B Bajulge

Director

DIN: 02503289

Vijay Kini Director

DIN: 06612768

S Srikanth Reddy

Chief Financial Officer

Special Purpose Financial statements - Fit For ITNL Consolidation

N.A.M. Expressway Limited

CIN: U45209TG2010PLC068968

Statement of Cash Flows for the year ended 31 March 2018

(Rs in Millions)

|  | For the year ended | For the year ended |
|--|--------------------|--------------------|
|  | 31 March 2018      | 31 March 2017      |
| Cash flows from operating activities   |                    |                    |
| Profit for the period (before tax)   | (661)              | (387               |
| Adjustments for:   |                    |                    |
| Depreciation and amortisation  | 461                | 492                |
| Interest expense   | 1,454              | 1,241              |
| Interest income  | -                  | (24)               |
| Construction Margin  | 47                 | (172)              |
| Outstand Hangin  | 1,301              | 1,149              |
| Working capital adjustments:   |                    |                    |
| (Increase)/decrease in inventories   | (1)                | 0                  |
| (Increase)/decrease in trade receivables and loans   | (157)              | 399                |
| (Increase)/decrease in other current assets  | (2)                | (2)                |
| Increase/(decrease) in trade payables  | (3.019)            | 1,335              |
| Increase/(decrease) in other financial liabilities   | (38)               | 0                  |
| Increase/(decrease) in deferred income   |                    | -                  |
| Increase/(decrease) in provisions  | 217                | 121                |
| Increase/(decrease) in other current liabilities   | (24)               | 16                 |
| Cash generated from operating activities   | (1,722)            | 3,020              |
| Income tax paid (net)  | 5                  | (12)               |
| Net cash from/(used in) operating activities (A)   | (1,718)            | 3,008              |
| Cash flows from investing activities   |                    |                    |
| Purchase of property, plant and equipment  | (567)              | (1,740)            |
| Interest received  | 22                 | 2                  |
| Net cash from /(used in) investing activities (B)  | (545)              | (1,738)            |
| Cash flows from financing activities   |                    |                    |
| Proceeds from /repayment of long-term borroiwngs   | 3,864              | (424)              |
| Proceeds from Government Grant   | =                  | 270                |
| Proceeds from short-term borroiwngs  | (12)               | 0                  |
| Interest expense   | (1,570)            | (1,122)            |
| Net cash flow from/(used in) financing activities (C)  | 2,282              | (1,275)            |
| Market Ma | 20                 | (5)                |
| Net increase/(decrease) in cash and cash equivalents (A+B+C)   | 18                 | 23                 |
| Cash and cash equivalents at the beginning of the period   | 38                 | 18                 |
| Cash and cash equivalents at the end of the period   | 38                 | 18                 |

The notes are an integral part of the financial statements

In terms of our report attached.

For MKPS & Associates

Chartered Accountants

Firm Registration No. 302014E

S. Modi Partner

Membership Number: 051361

Place: Hyderabad Date: 24/05/2018

For and on behalf of the Board

N.A.M. Expressway Limited

M B Bajulge Director

DIN: 02503289

Vijay Kini

Director

DIN: 06612768

S Srikanth Reddy

Chief Financial Officer

CIN: U45209TG2010PLC068968

Notes to Special Purpose financial statements for the year ended 31 March 2018

# 4. Property, plant and equipment

# Reconciliation of carrying amount

(Rs in Millions)

|  | Office equipment |
|--|------------------|
| Deemed cost (gross carrying amount)            |                  |
| Balance at 1 April 2017                        | 0                |
| Additions                                      | 1                |
| Disposals                                      | 2                |
| Balance at 31 March 2018                       | 1                |
|  |                  |
| Accumulated depreciation and impairment losses | 10               |
| Balance at 1 April 2017                        | 0                |
| Depreciation for the year                      | 0                |
| Disposals                                      | -                |
| Balance at 31 March 2018                       | 0                |
| Carrying amounts (net)                         |                  |
| At 1 April 2017                                | 0                |
| At 31 March 2018                               | 1                |

# 5. Intangible assets

# Reconciliation of carrying amount

|  | Road under Service<br>Concession |
|--|----------------------------------|
| Cost (gross carrying amount)   |                                  |
| Balance at 1 April 2017  | 22,748                           |
| Additions  | 519                              |
| Disposals  | -                                |
| Balance at 31 March 2018   | 23,267                           |
| Accumulated amortisation and impairment losses Balance at 1 April 2017 Amortisation for the period Impairment loss | 778<br>461<br>-                  |
| Balance at 31 March 2018   | 1,239                            |
| Carrying amounts (net)   |                                  |
| At 1 April 2017  | 21,970                           |
| At 31 March 2018   | 22,027                           |

#### 6. Loans

(Rs in Millions)

|                            | 31 March 2018 | 31 March 2017 |
|----------------------------|---------------|---------------|
| Unsecured, considered good |               |               |
| Loan to related party      | 665           | 509           |
|                            | 665           | 509           |

# 7. Other tax assets, net

(Rs in Millions)

|                                       | 31 March 2018 | 31 March 2017 |
|---------------------------------------|---------------|---------------|
| Advance tax, net of provision for tax | 34            | 39            |
|                                       | 34            | 39            |

# 8. Deferred tax assets/Liabilties, net

(Rs in Millions)

|  | 31 March 2018 | 31 March 2017 |
|--|---------------|---------------|
| Deferred tax assets  |               |               |
| Unabsorbed depreciation and business losses                                  | 783           | 555           |
| MAT Credit Entitlement   | 1             | 1             |
|  | 784           | 556           |
| Deferred tax liabilities Property, plant and equipment and intangible assets | (510)         | (280)         |
| ( topolity, plant and equipment and the                                      | (510)         | (280)         |
|  | 273           | 276           |

# 9. Inventories

(Valued at lower or cost or net realisable value)

(Rs in Millions)

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| Diesel/ lubricants and safety materials | 1             | 1             |
|   | 1             | 1             |

#### 10. Cash and cash equivalents

(Rs in Millions)

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| Cash on hand                                    | 7             | 6             |
| Balances with banks:                            |               |               |
| - current accounts                              | 31            | 11            |
| - deposits with maturity is less than 12 months |               |               |
|   | 38            | 18            |

11. Loans

(Rs in Millions)

| Luaiis                     |               | 11. 11. 11. 11. 11. 11. 11. 11. 11. 11. |
|----------------------------|---------------|---|
|                            | 31 March 2018 | 31 March 2017                           |
| Unsecured, considered good |               |   |
| Loan to related party      | 25            | 25                                      |
|                            | 25            | 25                                      |

12. Other financial assets

(Rs in Millions)

|  | 31 March 2018 | 31 March 2017 |  |
|--|---------------|---------------|--|
| Accrued interest on loan to related party  | -             | 22            |  |
| Martin power in second page 1925 and the secon | -             | 22            |  |

13. Other current assets

| Office Current assets                |               | The Control of the Co |
|--------------------------------------|---------------|--|
|                                      | 31 March 2018 | 31 March 2017  |
| Advances recoverable in cash or kind | 7             | 5  |
| Pre-paid expenses                    | 5             | 3  |
|                                      | TI            | 9  |

CIN: U45209TG2010PLC068968

Notes to Special Purpose financial statements for the year ended 31 March 2018

#### 14. Share capital

(Rs in Millions)

|                                | 31 March 2018 | 31 March 2017 |
|--------------------------------|---------------|---------------|
| Authorised                     |               |               |
| Equity shares of 10 each       | 2,335         | 2,335         |
| Issued, subscribed and paid-up |               |               |
| Equity shares of 10 each       | 2,335         | 2,335         |
|                                | 2,335         | 2,335         |

#### A. Reconciliation of equity shares outstanding at the beginning and at the end of the reporting period

(Rs in Millions)

|                                   | 31 Marc | 31 March 2018 |        | 31 March 2017 |  |
|-----------------------------------|---------|---------------|--------|---------------|--|
|                                   | Number  | Amount (INR)  | Number | Amount (INR)  |  |
| At the commencement of the period | 234     | 2,335         | 234    | 2,335         |  |
| Shares issued for cash            | 5 es    |               | (*)    |               |  |
| At the end of the period          | 234     | 2,335         | 234    | 2,335         |  |

#### B. Rights, preferences and restrictions attached to equity shares

The company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the company's residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

On winding up of the company, the holders of equity shares will be entitled to receive the residual assets of the company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

#### C. Shareholders holding more than 5% of equity share capital

(Rs in Millions)

|                                       | 31 March 2018 |           | 31 March 2017 |           |
|---------------------------------------|---------------|-----------|---------------|-----------|
|                                       | Number        | % Holding | Number        | % Holding |
| Ramky Infrastructure Limited          | 117           | 50%       | 117           | 50%       |
| IL&FS Transportation Networks Limited | 117           | 50%       | 117           | 50%       |
|                                       | 234           | 100%      | 234           | 100%      |

#### 15. Other equity

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| Surplus in the statement of profit and loss |               |               |
| Balance at the beginning of the period      | 1,223         | 1,417         |
| Add: (Loss) for the period                  | (662)         | (193)         |
| Balance at the end of the period            | 562           | 1,223         |
| Other comprehensive income                  |               |               |
| Balance at the beginning of the period      | 4,353         | 4,083         |
| Changes during the period                   |               | 270           |
| Balance at the end of the period            | 4,353         | 4,353         |
|   | 4,915         | 5,576         |



#### 16. Non-current borrowings

(Rs in Millions)

|                         | 31 March 2018 | 31 March 2017 |
|-------------------------|---------------|---------------|
| Secured                 |               |               |
| Term Loans              |               |               |
| - From Banks            | 13,393        | 9,567         |
| Unsecured               |               |               |
| Loan from related party | 701           | 682           |
|                         | 14,094        | 10,248        |

#### Security:

Term loans from banks are secured by hypothecation and second charge of:

- a) All movable, tangible and intangible assets, receivables, cash and investments created as part of the projects.
- b) All the monies lying in Escrow Account into which all the investments in the Project and all Project revenues and insurance proceeds are to be deposited.
- c) Assignment of all rights, title, benefits, claims and demands of the Borrowers under Project Agreements i.e. Concession agreement, Substitution agreement, Construction contract and operations contract, etc.
- d) Assignment of all rights under project guarantees obtained pursuant to development contract or operations contract, if any relating to the project.
- e) First ranking assignment of all contract, documents insurance contracts/insurance Proceeds (Security Trustee to be named as loss payee), clearances and interests of the Borrower.
- f) Debt Service Reserve Account and any other accounts required to be created by the Borrower under any Project agreement contract.

#### Repayment schedule

#### Secured loans:

a) Loan from Consortium bankers as on 31 March 2018 :

(Rs in Millions)

| Year     | Debt Amount |
|----------|-------------|
| Mar-17   | 23<br>52    |
| Mar-18   |             |
| Mar-19   | 50          |
| · Mar-20 | 100         |
| Mar-21   | 200         |
| Mar-22   | 299         |
| Mar-23   | 399         |
| Mar-24   | 599         |
| Mar-25   | 798         |
| Mar-26   | 998         |
| Mar-27   | 1197        |
| Mar-28   | 1197        |
| Mar-29   | 1397        |
| Mar-30   | 1497        |
| Sep-30   | 1172        |
|          | 9,979       |

b) Loan from State Bank Of india as on 31 March 2018 :

| Year   | Debt Amount |
|--------|-------------|
| Mar-18 | 16          |
| Mar-19 | 21          |
| Mar-20 | 36          |
| Mar-21 | 73          |
| Mar-22 | 109         |
| Mar-23 | 146         |
| Mar-24 | 218         |
| Mar-25 | 291         |
| Mar-26 | 364         |
| Mar-27 | 437         |
| Mar-28 | 437         |
| Mar-29 | 510         |
| Mar-30 | 546         |
| Sep-30 | 437         |
|        | 3,640       |



#### c) Loan from ICICI Bank as on 31 March 2018:

(Rs in Millions)

| Year   | Debt Amount |
|--------|-------------|
| Mar-15 | 20          |
| Mar-16 | 39          |
| Mar-17 | 53          |
| Mar-18 | 60          |
| Mar-19 | 65          |
| Mar-20 | 68          |
| Mar-21 | 77          |
| Mar-22 | 85          |
| Mar-23 | 96          |
| Mar-24 | 102         |
| Mar-25 | 102         |
| Dec-25 | 85          |
|        | 850         |

#### (ii) Unsecured Loan:

The Unsecured loan of Rs.694 Millions shall be repayable within 60 months or at the earliest possible by the Borrower after a moratorium period of 36 months from 31st December 2016

# 17. Other non-current financial liabilities

(Rs in Millions)

|  | 31 March 2018 | 31 March 2017 |
|--|---------------|---------------|
| Interest accrued but not due (Related Party) |               | 174           |
|  |               | 174           |

#### 18. Provisions

(Rs in Millions)

| (RS III MIIIIONIS                 |               |               |
|-----------------------------------|---------------|---------------|
|                                   | 31 March 2018 | 31 March 2017 |
| Provisions for employee benefits  |               |               |
| - Gratuity                        | 2             | 1             |
| - Compensated absences            | 4             | 0             |
| - Sick Leave liability            | 0             |               |
| Other provisions                  |               |               |
| - Provision for major maintenance | 386           | 174           |
|                                   | 392           | 175           |

### 19. Deferred income

|        | 31 March 2018 | 31 March 2017 |
|--------|---------------|---------------|
| Others | -             | - march 2017  |
|        |               |               |



# 20. Short-term borrowings

|                         | 31 March 2018 | 31 March 2017 |
|-------------------------|---------------|---------------|
| Unsecured               |               |               |
| Loan from related party | =             | 12            |
|                         |               | 12            |

# 21. Trade payables

|                            | 31 March 2018 | 31 March 2017 |
|----------------------------|---------------|---------------|
| Payable to related parties |               |               |
| Other payables             | 812           | 387           |
| Capital creditors          |               | 3,487         |
| Payable to Others          | 82            | 40            |
|                            | 895           | 3,913         |

# 22. Other financial liabilities

|  | 31 March 2018 | 31 March 2017 |
|--|---------------|---------------|
| Current maturities of long-term debts: |               |               |
| - Term loans                           | 44            | 23            |
| Loan outstanding for repayment         | 5             | 8             |
| Interest accrued and due on borrowings | 133           | 249           |
| Interest due (Related Party)           | 136           | 2             |
| Security deposit received              | 1.            | 1             |
|  | 319           | 280           |

# 23. Provisions

|                                  | 31 March 2018 | 31 March 2017 |
|----------------------------------|---------------|---------------|
| Provisions for employee benefits |               |               |
| - Gratuity                       | 0             | 0             |
| - Compensated absences           | 1             | 1             |
| - Sick leave liability           | 0             | 0             |
|                                  | 1             | 2             |

# 24. Other current liabilities

|                 | 31 March 2018 | 31 March 2017 |
|-----------------|---------------|---------------|
| Statutory dues  | 127           | 151           |
| Deferred income | -             | 97            |
|                 | 127           | 151           |



CIN: U45209TG2010PLC068968

Notes to Special Purpose financial statements for the year ended 31 March 2018

# 25. Revenue from operations

(Rs in Millions)

|                     | For the period ended<br>31 March 2018 | For the year ended<br>31 March 2017 |
|---------------------|---------------------------------------|-------------------------------------|
| Construction income | 519                                   | 1,890                               |
| Toll income         | 1,583                                 | 1,426                               |
|                     | 2,102                                 | 3,316                               |

#### 26. Other income

(Rs in Millions)

|                                     | Fo | For the period ended<br>31 March 2018 | For the year ended<br>31 March 2017 |
|-------------------------------------|----|---------------------------------------|-------------------------------------|
|                                     |    |                                       |                                     |
| Interest on loan to related parties |    | ñ                                     | 24                                  |
| Interest on bank deposits           |    | -                                     | 0                                   |
| Interest on Income tax refund       |    | 5                                     |                                     |
| Government grant                    | 1  | ¥                                     | 2                                   |
| Insurance claim received            |    | 0                                     | 0                                   |
| Other toll income                   |    | 0                                     | 0                                   |
| Miscellaneous income                |    | 0                                     | 1                                   |
|                                     |    | 6                                     | 25                                  |

# 27. Operation and maintenance expense

(Rs in Millions)

| R)                                      | For the period ended<br>31 March 2018 | For the year ended<br>31 March 2017 |
|---|---------------------------------------|-------------------------------------|
| Consumption of materials                | 9                                     | 12                                  |
| Hire charges                            | 14                                    | 15                                  |
| Security charges                        | 10                                    | 9                                   |
| Electricity charges                     | 10                                    | 12                                  |
| Repair and maintenance work             | 27                                    | Ħ                                   |
| Miscellaneous expenses                  | 0                                     | 1                                   |
| Construction contract cost under SCA    | 472                                   | 1,718                               |
| Expenses for periodic major maintenance | 181                                   | 111                                 |
|   | 723                                   | 1,877                               |

# 28. Employee benefits expense

|                                | For the period ended<br>31 March 2018 | For the year ended<br>31 March 2017 |
|--------------------------------|---------------------------------------|-------------------------------------|
| Salaries and wages             | 69                                    | 67                                  |
| Contribution to provident fund | 3                                     | 3                                   |
| Gratuity                       | 2                                     | 1                                   |
| Leave encashment               | 6                                     | 1                                   |
| Sick leave liability           | 0                                     | 0                                   |
| Staff welfare expenses         | 2                                     | 3                                   |
|                                | 83                                    | 74                                  |



CIN: U45209TG2010PLC068968

Notes to Special Purpose financial statements for the year ended 31 March 2018

# 29. Finance costs

(Rs in Millions)

|                       | For the period ended 31 March 2018 | For the year ended<br>31 March 2017 |
|-----------------------|------------------------------------|-------------------------------------|
| Interest expense      | 1,426                              | 1,230                               |
| Other borrowing costs | 28                                 | 10                                  |
|                       | 1,454                              | 1,241                               |

# 30. Other expenses

(Rs in Millions)

|   | For the period ended<br>31 March 2018 | For the year ended<br>31 March 2017 |
|---|---------------------------------------|-------------------------------------|
| Rent, rates and taxes                             | 2                                     | 2                                   |
| Engineers fees                                    | 3                                     | 4                                   |
| Legal and consultation and certification fees     | 3                                     | 5                                   |
| Travelling /conveyance and communication expenses | 0                                     | 0                                   |
| Auditor fee                                       | 2                                     | 1                                   |
| Printing and stationery                           | 1                                     | 1                                   |
| Repair and maintenance                            | 3                                     | 2                                   |
| Business promotion expenses                       | 2                                     | 1                                   |
| Insurance charges                                 | 4                                     | 4                                   |
| Director fee                                      | 0                                     | 0                                   |
| Other expenses                                    | 30                                    | 24                                  |
|   | 48                                    | 45                                  |

# (i) Payments to auditors

|                   | For the year ended<br>31 March 2018 | For the year ended<br>31 March 2017 |
|-------------------|-------------------------------------|-------------------------------------|
| As Auditor        |                                     |                                     |
| - Statutory audit | 1                                   | 1                                   |
| - Tax audit       | 1                                   | 0                                   |
| - Internal Audit  | 1                                   | 0                                   |
| - Certification   | 0                                   | 0                                   |
|                   | 2                                   | 1                                   |



Notes to Special Purpose financial statements for the year ended 31 March 2018

#### 31 Capital management

The Company's policy is to maintain a strong capital base so as to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and for the future development of the Company. In order to maintain or achieve an optimal capital structure, the Company may adjust the amount of dividend payment, return on capital to shareholders or issue of new shares.

The Company's adjusted net debt to equity ratio at 31 March 2018 was as follows:

(Rs in Millions)

|  | 31 March 2018 | 31 March 2017 |
|--|---------------|---------------|
| Total liabilities                          | 15,827        | 14,956        |
| Less: cash and cash equivalents            | (38)          | (18)          |
| Adjusted net debt                          | 15,789        | 14,938        |
| Total equity                               | 7,250         | 7,911         |
| Adjustments                                |               | 5             |
| Adjusted equity                            | 7,250         | 7,911         |
| Adjusted net debt to adjusted equity ratio | 2             | 2             |

#### 32. Earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the group
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares

(Rs in Millions)

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| i. Profit (loss) attributable to equity shareholders(basic) | (664)         | (193)         |
| ii. Weighted average number of equity shares (basic)        | 234           | 234           |
| Basic EPS   | (2.84)        | (0.83)        |

The Company does not have any potentially dilutive equity shares outstanding during the year.

#### 33. Assets and liabilities relating to employee benefits

For details about the related employee benefit expenses, see Note 28.

The Company operates the following post-employment defined benefit plan:

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972 (Plan A). Plan A entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen days wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned. This defined benefit plans expose the Company to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk. Apart from this, The Company is operating Leave Encashment policy (Plan B) and Sick leave encashment policy (Plan C).

# A. Funding

All the three plans are unfunded.

The Company expects to pay INR 7.5 Millions in contributions to its defined benefit plans in 2017-18.

#### B. Reconciliation of the net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset) liability and its components.

Plan A Reconciliation of present value of defined benefit obligation for Gratuity

| (NS III MIIIIC  |               | (ixa iii wiiiiotia) |
|---|---------------|---------------------|
|   | 31 March 2018 | 31 March 2017       |
| Balance at the beginning of the year                              | .1            | 1                   |
| Benefits paid   |               |                     |
| Current service cost  | 1             | 0                   |
| Interest cost   | 0             | 0                   |
| Past service cost   | 9             | *                   |
| Actuarial (gains) losses recognised in other comprehensive income |               |                     |
| - changes in demographic assumptions                              | (0)           | 7                   |
| - changes in financial assumptions                                | 0             |                     |
| - experience adjustments  | (0)           | (0)                 |
| Balance at the end of the year                                    | 2             | 1                   |



Plan B Reconciliation of present value of defined benefit obligation for Leave Encashment

(Rs in Millions)

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| Balance at the beginning of the year                              | 1             | 1             |
| Benefits paid   | =             | 9             |
| Current service cost  | 1             | 0             |
| Interest cost   | 0             | 0             |
| Past service cost   |               | *             |
| Actuarial (gains) losses recognised in other comprehensive income |               |               |
| - changes in demographic assumptions                              | (0)           | 9             |
| - changes in financial assumptions                                | 0             |               |
| - experience adjustments  | 2             | 0             |
| Balance at the end of the year                                    | 5             | 1             |

Plan C Reconciliation of present value of defined benefit obligation for Sick leave liability

(Rs in Millions)

|   | 31 March 2018 | 31 March 2017 |
|---|---------------|---------------|
| Balance at the beginning of the year                              | 0             | 0             |
| Benefits paid   | =             |               |
| Current service cost  |               | 0             |
| Interest cost   | 0             | 0             |
| Past service cost   |               |               |
| Actuarial (gains) losses recognised in other comprehensive income | 1             |               |
| - changes in demographic assumptions                              | 0             | *             |
| - changes in financial assumptions                                | 0             | *             |
| - experience adjustments  | (0)           | 0             |
| Balance at the end of the year                                    | 0             | 0             |

#### C. Expense recognised in profit or loss

Plan A

|                      | 31 March 2018 | 31 March 2017 |
|----------------------|---------------|---------------|
| Current service cost | 1             | 0             |
| Interest cost        | 0             | 0             |
| Past service gain    | <u> </u>      | ¥             |
|                      | 1             | 0             |

| Remeasurements recognised in other comprehensive income |               | (Rs in Millions |
|---|---------------|-----------------|
|   | 31 March 2018 | 31 March 2017   |
| Actuarial (gain) loss on defined benefit obligation     | 0             | (0)             |
|   | 0             | (0)             |

| Plan B               | (Rs in Millions) |               |  |
|----------------------|------------------|---------------|--|
|                      | 31 March 2018    | 31 March 2017 |  |
| Current service cost | 1                | 0             |  |
| Interest cost        | 0                | 0             |  |
| Past service gain    |                  | -             |  |
|                      |                  |               |  |

| Remeasurements recognised in other comprehensive income |               | (Rs in Millions) |
|---|---------------|------------------|
|   | 31 March 2018 | 31 March 2017    |
| Actuarial (gain) loss on defined benefit obligation     | 2.547         | 0.178            |
|   | 2.547         | 0.178            |

| Plan C                  |               | (Rs in Millions) |
|-------------------------|---------------|------------------|
|                         | 31 March 2018 | 31 March 2017    |
| Current service cost    |               | 0                |
| Interest cost           | 0             | 0                |
| Acturial (gains) / Loss | 0             | ā                |
| ast service gain        | -             | 5                |
|                         | 0             | 0                |

| Remeasurements recognised in other comprehensive income |               | (RS III WIIIIONS) |
|---|---------------|-------------------|
|   | 31 March 2018 | 31 March 2017     |
| Actuarial (gain) loss on defined benefit obligation     | 0.047         | 0.146             |
|   | 0.047         | 0.146             |

Notes to Special Purpose financial statements for the year ended 31 March 2018

#### D. Defined benefit obligation

#### i. Actuarial assumptions

#### Plan A

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

|                      | 31 March 2018      | 31 March 2017      |
|----------------------|--------------------|--------------------|
| Discount rate        | 8.00%              | 9.25%              |
| Future salary growth | 5.00%              | 4.00%              |
| Withdrawal Rate      | 2.00%              | 18.58%             |
| Mortality table      | IALM(2006-08) UII. | IALM(2006-08) Ult. |

#### Plan B

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

|                      | 31 March 2018      | 31 March 2017      |
|----------------------|--------------------|--------------------|
| Discount rate        | 8.00%              | 9.25%              |
| Future salary growth | 5.00%              | 4.00%              |
| Attrition rate       | 2.00%              | 18.58%             |
| Mortality table      | IALM(2006-08) Ult. | IALM(2006-08) Ult. |

#### Plan C

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

|                      | 31 March 2018     | 31 March 2017     |
|----------------------|-------------------|-------------------|
| Discount rate        | 8.00%             | 9.25%             |
| Future salary growth | 5.00%             | 4.00%             |
| Attrition rate       | 2.00%             | 18.58%            |
| Mortality table      | IALM(2006-08) UIL | IALM(2006-08) UIL |

#### ii. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Plan A

(Rs in Millions)

| T.M. P.                            | 31 March | 2018     | 31 Marci | h 2017   |
|------------------------------------|----------|----------|----------|----------|
|                                    | Increase | Decrease | Increase | Decrease |
| Discount rate (1% movement)        | 1        | 2        | 1        | 1        |
| Future salary growth (1% movement) | 2        | 1        | 1        | 1        |
| Withdrawal Rates                   | 2        | 2        |          |          |

# Plan B

(Rs in Millions)

|                                    | 31 March | 31 March 2018 31 March 2017 |          |          |
|------------------------------------|----------|-----------------------------|----------|----------|
|                                    | Increase | Decrease                    | Increase | Decrease |
| Discount rate (1% movement)        | 5        | 5                           | 1        | )        |
| Future salary growth (1% movement) | 5        | 4                           | 1        |          |
| Attrition rate (1% movement)       | 5        | 5                           | 1        |          |

Plan C

(Rs in Millions)

| Than 0                             | 31 March | 2018     | 31 Marc  | h 2017   |
|------------------------------------|----------|----------|----------|----------|
|                                    | Increase | Decrease | Increase | Decrease |
| Discount rate (1% movement)        | 0        | 0        | 0        | 0        |
| Future salary growth (1% movement) | 0        | 0        | 0        | 0        |
| Attrition rate (1% movement)       | 0        | 0        | - 0      | C        |

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

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Notes to Special Purpose financial statements for the year ended 31 March 2018

# 34. Financial instruments - Fair values and risk management

# Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

31 March 2018

(Rs in Millions)

|  | Other financial<br>assets -amortised<br>cost | Other financial<br>liabilities - amortised<br>cost | Total carrying amount |
|--|--|--|-----------------------|
| Financial assets measured at fair value          | -  |  |                       |
|  | 120  | *  | H <b>=</b> 3          |
| Financial assets not measured at fair value      |  | '  |                       |
| Loans to related party                           | 690  | -  | 690                   |
| Cash and cash equivalents                        | 38   |  | 38                    |
| Other financial assets                           | -  |  | •                     |
|  | 728  |  | 728                   |
| Financial liabilities not measured at fair value |  |  |                       |
| Secured bank loans                               |  | 13,441   | 13,441                |
| Loans from related parties                       | 1.51   | 701  | 701                   |
| Trade payables                                   |  | 895  | 895                   |
| Security deposits received                       | -  | 1  | 1                     |
|  |  | 15,039   | 15,039                |

The carrying amounts of financial assets and liabilities recognized in the financial statements approximate their fair values and hence no further details about the fair value measurements are given.

31 March 2017

|  | Other financial assets -amortised cost | Other financial liabilities - amortised cost | Total carrying<br>amount |
|--|--|--|--------------------------|
| Financial assets measured at fair value          |  | -  | - 34                     |
|  | <b>38</b>                              |  | 140                      |
| Financial assets not measured at fair value      |  |  |                          |
| Loans to related party                           | 533                                    |  | 533                      |
| Cash and cash equivalents                        | 18                                     |  | 18                       |
| Other financial assets                           | 22                                     |  | 22                       |
|  | 573                                    | 12   | 573                      |
| Financial liabilities not measured at fair value |  |  |                          |
| Secured bank loans                               |  | 9,597  | 9,597                    |
| Loans from related parties                       | 1.0                                    | 694  | 694                      |
| Trade payables                                   | *                                      | 3,913  | 3,913                    |
| Security deposits received                       |  | 1  | 1                        |
|  | -                                      | 14,205                                       | 14,205                   |

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Notes to Special Purpose financial statements for the year ended 31 March 2018

# 35. Financial instruments - Fair values and risk management

#### B. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- a) credit risk
- b) liquidity risk
- c) market risk

#### Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations

The Company's Board oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Board is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

#### a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers; loans and investments in debt securities

The carrying amounts of financial assets represent the maximum credit risk exposure.

#### Trade receivables and loans

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry in which customers operate.

#### Cash and cash equivalents

The Company holds cash and cash equivalents of INR 38 Millions at 31 March 2018 (31 March 2017; INR 18 Millions). The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

# b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company uses activity-based costing to cost its products and services, which assists it in monitoring cash flow requirements and optimising its cash return on investments.

The Company aims to maintain the level of its cash and cash equivalents at an amount in excess of expected cash outflows on financial liabilities (other than trade payables) over the next six months. The Company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities.

#### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements

#### 31 March 2018

|  |                    | Contractual Cashflows |                  |             |           |           |                      |
|--|--------------------|-----------------------|------------------|-------------|-----------|-----------|----------------------|
|  | Carrying<br>Amount | Total                 | 6 months or less | 6-12 months | 1-2 Years | 2-5 Years | More than 5<br>years |
| Non-derivative financial liabilities<br>Secured bank loans   | 13,441             | 13,441                | 35               | 35          | 136       | 1,226     | 12,009               |
| Unsecured loan from related party  | 701                | 701                   | -                | 54.5        |           | 701       | 1911                 |
| Trade payables   | 895                | 895                   | 895              | (9.)        | 27        |           | 157/1                |
| Other financial liabilities  | 270                | 270                   | 270              | S Section   | -         | 2         | -                    |
| The state of the s | 15,308             | 15,308                | 1,200            | 35          | 136       | 1,927     | 12,009               |



Notes to Special Purpose financial statements for the year ended 31 March 2018

31 March 2017

(Rs in Millions)

| 573. m                               |                    | Contractual Cashflows |                  |             |           |           |                      |
|--------------------------------------|--------------------|-----------------------|------------------|-------------|-----------|-----------|----------------------|
|                                      | Carrying<br>Amount | Total                 | 6 months or less | 6-12 months | 1-2 Years | 2-5 Years | More than 5<br>years |
| Non-derivative financial liabilities |                    |                       |                  |             |           |           |                      |
| Secured bank loans                   | 9,597              | 9,597                 | 23               | 23          | 46        | 1,679     | 7,825                |
| Unsecured loan from related party    | 694                | 694                   | 22               | - 1         | 12        | 694       | 14                   |
| Trade payables                       | 3,913              | 3,913                 | 3,913            |             |           |           | 22                   |
| Other financial liabilities          | 250                | 250                   | 250              |             | 68        |           | - 50                 |
| Other Interictal nationes            | 14,784             | 14,784                | 4,187            | 23          | 46        | 2,703     | 7,825                |

The interest payments on variable interest rate loans in the table above reflect market forward interest rates at the reporting date and these amounts may change as market interest rates change.

Except for these financial liabilities, it is not expected that cash flows included in the maturity analysis could occur significantly earlier, or at significantly different

#### c) Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates, interest rates and equity prices - will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Company adopts a policy of ensuring that between 80 and 90% of its interest rate risk exposure is at a fixed rate. This is achieved partly by entering into fixedrate instruments and partly by borrowing at a floating rate instruments.

#### Exposure to interest rate risk

Fixed rate instruments

Financial assets

Financial liabilities

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

(Rs in Millions) 31 March 2018 31 March 2017 509 665 10,291 14,143

(9,740)

# Fair value sensitivity analysis for fixed-rate instruments

A reasonably possible increase of 100 basis points in interest rates at the reporting date would have increased loss by INR 120.45 Millions (2016-17: increase loss by INR 100.31 Millions). This analysis assumes that all other variables remains constant.

(13,478)

A reasonably possible decrease of 100 basis points in interest rates at the reporting date would have decreased loss by INR 120.45 Millions (2016-17; decrease loss by INR 100.31 Millions). This analysis assumes that all other variables remains constant.



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Notes to Special Purpose financial statements for the year ended 31 March 2018

# 36. Related parties

List of related parties and nature of relationship

| S. No. | Name of the related party             | Nature of relationship |
|--------|---------------------------------------|------------------------|
| 1      | Ramky Infrastructure Limited          | Promoter Company       |
| 2      | IL&FS Transportation Networks Limited | Promoter Company       |
| 3      | IL&FS Trust Company Limited           | Group Company of ITNL  |
| 4      | Mr. I.W. Vijay Kumar                  | Director               |
| 5      | Mr. Y. R. Nagaraja                    | Director               |
| 6      | Mr. M Goutham Reddy                   | Director               |
| 7      | Mr. M.B. Bajulge                      | Director               |
| 8      | Mr. Vijay Kini                        | Director               |

# Transactions with related parties during the year ended

(Rs in Millions)

| S. No. | Name of the related party    | Nature of transactions              | 31 March 2018 | 31 March 2017 |
|--------|------------------------------|-------------------------------------|---------------|---------------|
|        | Ramky Infrastructure Limited | Milestone payment                   | 306           | 263           |
|        |                              | Milestone expenditure               | 472           | 1,718         |
|        |                              | Retention Money paid                | 16            | 24            |
|        |                              | Retention money deducted            | - 20          | 16            |
|        |                              | Unsecured loan taken                | 20            | 127           |
|        |                              | Interest on loan to related parties | 92            | 114           |
| 1      |                              | Interest expense                    | 97            | . 89          |
|        |                              | Short-term loan taken               | 203           | 27            |
|        |                              | Short-term loan re-paid             | 371           | 27            |
|        |                              | Interest paid                       | 64            | *             |
|        |                              | Operation and maintenance charges   | 13            | 14            |
|        |                              | Repairs and Maintenance             | 27            |               |
| 2      | IL&FS Trust Company Limited  | Security trustees fee               | je i          | 0             |

# Balances outstanding

| S No.  | Name of the related party             | Nature of transactions        | 31 March 2018 | 31 March 2017 |
|--------|---------------------------------------|-------------------------------|---------------|---------------|
| 0.110. | Ramky Infrastructure Limited          | Share capital                 | 1,168         | 1,168         |
|        |                                       | Trade payables - EPC          | 441           | 18            |
|        |                                       | Mobilisation advance          | -             | <u> </u>      |
|        |                                       | Capital creditors             |               | 3,471         |
|        |                                       | Retention money payable       | 20            | 16            |
|        |                                       | Withheld money                | 2             | 2             |
| 1      |                                       | Loans and advances receivable | 509           | 509           |
|        |                                       | Unsecured loan taken          | 701           | 682           |
|        |                                       | Current borrowings            | :÷            | 12            |
|        |                                       | Short-term loan Receivable    | 157           | -             |
|        |                                       | Interest Receivable           | (6)           | 22            |
|        |                                       | Interest payable              | 50            | 88            |
|        |                                       | Trade payables - Others       | 2             | 21            |
|        | IL&FS Transportation Networks Limited | Share capital                 | 1,168         | 1,168         |
|        |                                       | Trade payables - EPC          | 347           | 347           |
| 2      |                                       | Interest payable              | 86            | 86            |
|        |                                       | Mobilisation advance          | 25            | 25            |
|        |                                       | Trade payables - Others       | 1             | 1             |

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Notes to Special Purpose financial statements for the year ended 31 March 2018

#### 37. Service concession arrangement

The Company has entered into a Concession Agreement on 23 July 2010 with Chief Engineer (R&B) Core Road Network & Managing Director, A.P Road Development Corporation for Design, Construction, Finance, Operation and Maintenance of Narketpally-Addanki-Medarametla Road (SH-2) from Km 0.000 to 212.500 in the state of Andhra Pradesh under Public-Private Partnership on DBFOT (Toll) basis. The concession given under this agreement is for a total period of 24 years including 2.5 years for construction. The Company will be responsible for any maintenance services required during the concession period.

The Company has received the right to charge users a fee for using the toll road, which the Company will collect and retain. At the end of the concession period the toll road will become the property of the grantor and the Company will have no further involvement in its operation or maintenance

The service concession agreement does not contain a renewal option. The standard rights of the grantor to terminate the agreement include poor performance by the Company and the event of a material breach of the terms of the agreement by the Group. The standard rights of the Company to terminate the agreement include failure of the grantor to make payment under the agreement and a material breach by the grantor of the terms of the agreement

During the year, the Company has recorded revenue of INR 2102 Millions, consisting of INR 519 Millions on construction and INR 1583 Millions on operation of the toll road, which is the amount of tolls collected. The Company has recorded loss of INR 664 Millions on the operation of toll road.

The revenue recognised in relation to construction represents the fair value of the construction services provided in constructing the toll road.

The Company has recognised an intangible asset of INR 519 Millions in 2017-18, of which INR 461 Millions has been amortised in 2017-18. The intangible asset represents the right to charge users a fee for use of the toll road

Capitalised borrowing costs included in this intangible asset amount to INR 2002 Millions



N.A.M. Expressway Limited CIN: U45209TG2010PLC068968

Notes to Special Purpose financial statements for the year ended 31 March 2018

# 38 EXPENSES FOR PERIODIC MAJOR MAINTENANCE

Periodic MMR represents provision made for resurfacing obligation in accordance with the terms of Concession Agreement with APRDC.

39. Segment reporting

The Company is in the business of construction and maintainence of roads. Considering the core activities of the Company and internal reporting provided to the chief operating decision maker, the Company operates a single business segment. Further, the Company operates only in India. Hence, no separate financial disclosure have been provided for the segment reporting.

- 40. During the period the company has incurred Rs. 27 millions towards rectification of damages occurred due to intense rains. Since the Insurance claim against the said damages is not admitted as on the reporting date, costs incurred has been charged to statement of Profit and loss.
- Previous year figures have been re grouped, reclassified and recast wherever necessary to confirm to current year's classification.

The notes are an integral part of the financial statements

For MKPS & Associates

Chartered Accountants

Firm Registration No. 302014E

S. Modi -

Partner

Membership Number: 051361

Place: Hyderabad Date: 24/05/2018 For and on behalf of the Board

N.A.M. Expressway Limited

M B Bajulge

Director

DIN: 02503289

Vijay Kini

Director

DIN: 06612768

S Srikanth Reddy Chief Financial Officer

Notes to the special purpose financial statements for the year ended 31 March 2018

#### 1. Reporting entity

N.A.M. Expressway Limited (the 'Company') is a company domiciled in India, with its registered office situated at Ramky Grandiose, 15th Floor, Sy No 136/2 & 4, Gachibowli, Hyderabad, Telangana. The Company has been incorporated under the provisions of the Companies Act, 1956 as a Special Purpose Vehicle ("SPV") promoted by IL&FS Transportation Networks Limited ("ITNL") and Ramky Infrastructure Limited ("RIL").

The Company has entered into a Concession Agreement on 23 July 2010 with Chief Engineer (R&B) Core Road Network & Managing Director, A.P Road Development Corporation for Design, Construction, Finance, Operation and Maintenance of Narketpally-Addanki-Medarametla Road (SH-2) from in the state of Andhra Pradesh under Public-Private Partnership on DBFOT (Toll) basis.

#### 2. Basis of preparation

# A. Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other accounting principles generally accepted in India issued by the company in accordance with management of ITNL.

The financial statements were authorized for issue by the Company's Board of Directors on 24.05.2018.

Details of the Company's accounting policies are included in Note3.

#### B. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

### C. Basis of measurement

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

| Items                                    | Measurement Basis                            |
|--|--|
| Certain financial assets and liabilities | Fair value                                   |
| Net defined benefit (asset)/ liability   | Present value of defined benefit obligations |

#### D. Use of estimates and judgment

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

#### Judgments

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

- Note 3(c)(iv) revenue based amortization of intangible assets recognized under service concession;
- Note 3(h)(ii) realization of deferred tax assets



#### Notes to the special purpose financial statements for the year ended 31 March 2018

#### Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2018 is included in the following notes:

- Note 3(e)(i) impairment test of non-financial assets;
- Note 3(h)(ii) recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;
- Note 3(f) measurement of defined benefit obligations: key actuarial assumptions;
- Notes3(g)- recognition and measurement of provisions and contingencies: keyassumptions about the likelihood and magnitude of an outflow of resources;
- Note3(e)(ii) impairment of financial assets.

#### E. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

Note 3(a) - financial instruments;

# 3. Significant accounting policies

# a. Financial instruments

#### Non-derivative financial instruments

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame

# Notes to the special purpose financial statements for the year ended 31 March 2018

established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payable are recognized net of directly attributable transactions costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets at amortized cost; non derivative financial liabilities at amortized cost. The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition

#### Non- derivative financial assets

Financial assets are initially measured at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

The company's financial assets includes cash and cash equivalents, employee and other advances, trade receivables and eligible current and non-current assets.

# Non-derivative financial liabilities

Financial liabilities at amortized cost are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method.

The company has the following financial liabilities: loans and borrowings, trade and other payables including deposits collected from various parties.

# Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### b. Property, plant and equipment

# i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

#### ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.



Notes to the special purpose financial statements for the year ended 31 March 2018

#### iii. Depreciation

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

| Asset            | Management estimate of useful life | Useful life as per<br>Schedule II |  |
|------------------|------------------------------------|-----------------------------------|--|
| Office equipment | 5 years                            | 5 years                           |  |

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

#### c. Intangible assets

# i. Other intangible assets

#### Service concession arrangements

The Company recognises an intangible asset arising from a service concession arrangement to the extent it has a right to charge for use of the concession infrastructure. The fair value, at the time of initial recognition of such an intangible asset received as consideration for providing construction or upgrade services in a service concession arrangement, is regarded to be its cost. Subsequent to initial recognition the intangible asset is measured at cost, less any accumulated amortisation and accumulated impairment losses.

#### ii. Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates.

### iii. Amortisation

The Company has followed revenue based amortization for intangible assets which are recognized under service concession arrangements, by taking proportionate of actual revenue earned for a year over total projected revenue from project to cost of intangible assets i.e. proportionate of actual revenue earned for the year over total projected revenue from intangible assets expected to be earned over the balance concession period as estimated by the management. Total projected revenue shall be reviewed at the end of each financial year and the total projected revenue shall be adjusted to reflect any changes in the estimates which lead to actual collection at the end of the concession period.

#### d. Revenue recognition

#### i. Construction contracts

Construction contract revenue arises from construction of road as per the agreement with Chief Engineer (R&B) Core Road Network & Managing Director, A.P Road Development Corporation.

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments, to the extent that it is probable that they will result in revenue and can be measured reliably.

# Notes to the special purpose financial statements for the year ended 31 March 2018

If the outcome of a construction contract can be estimated reliably, contract revenue is recognised in profit or loss in proportion to the stage of completion of the contract. Contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable.

Contract costs are recognised as expenses as incurred unless they create an asset related to future contract activity. An expected loss on a contract is recognised immediately in profit or loss.

#### ii. Service concession arrangements

Revenue related to construction or upgrade services provided under a service concession arrangement is recognised based on the stage of completion of the work performed, consistent with the Company's accounting policy on recognising revenue on construction contacts (see (i) above). Operation or service revenue is recognised in the period in which the services are provided by the Company. Toll revenue from operations is recognized on actual collection of toll revenue.

#### e. Impairment

# i. Impairment of financial instruments

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, and bank balance.
- Trade receivables.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component. The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

#### Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expect to receive).

# Presentation of allowance for expected credit losses in the Balance Sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

#### Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

#### ii. Impairment of non-financial assets

The Company's non-financial assets, other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

# Notes to the special purpose financial statements for the year ended 31 March 2018

For impairment testing, assets that do not generate independent cash inflows are grouped together into cashgenerating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

# f. Employee benefits

### i. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

#### ii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

# iii. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods and discounting that amount.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

# N.A.M. Expressway Limited Notes to the special purpose financial statements for the year ended 31 March 2018

# g. Provisions (other than employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

#### Provision for major maintenance

Provisions are taken for contractual obligations to maintain the condition of infrastructure under concession, principally to cover the expense of major road repairs (surface courses, restructuring of slow lanes, etc.), bridges, tunnels etc. Provision for major maintenance is determined by discounting the expected maintenance expense spanning several years at a pre-tax rate that reflects the current market assessment of the time value and the risks specific to the liability, and is updated annually. Provisions are also taken whenever recognised signs of defects are encountered on identified infrastructure.

#### h. Income tax

Income tax comprises of current and deferred tax. It is recognized in profit or loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

#### i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

#### ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Minimum Alternate Tax (MAT)



#### Notes to the special purpose financial statements for the year ended 31 March 2018

Minimum Alternative Tax ("MAT") under the provisions of the Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

#### i. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

# j. Recognition of interest income or expense

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset or to the amortised cost of the liability.

# k. Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

#### 1. Segment reporting

The Board of Directors assess the financial performance of the Company and make strategic decisions and has been identified as being the Chief Operating Decision Maker (CODM). Based on the internal reporting provided to the CODM, the Company has only one reportable segment i.e. the DBFOT road project and hence no separate disclosures are required under Ind AS 108.

#### m. Earnings per share

The basic earnings per share ("EPS") for the year is computed by dividing the net profit/ (loss) after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The Company has no potentially dilutive equity shares.