

Corporate Office:
New Udaan Bhawan, Opp. Terminal 3
Indira Gandhi International Airport
New Delhi – 110 037
CIN U45200KA2005PLC049327
+91 11 47197003 +91 11 42532706
highways.secretarial@gmrgroup.in
www.gmrgroup.in

To, The National Stock Exchange of India limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai- 400051 30<sup>th</sup> May, 2018

Kind attention: Mr. Yogesh Deshmukh/ Mr. Harmeet Singh

Reference: Rated Non-Convertible Debentures (NCD's) of Face Value of Rs. 10,00,000/- each (No. of NCD's outstanding as on date 3919).

Description: GMR Pochanpalli Expressways 9.38% 2026 (GPEL26) ISIN- INE808H07010.

Sub: Submission of information under Regulation 52 of SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015 (LODR, 2015).

Dear Sir,

In relation to the above referred NCD's, we hereby submit the following information/documents in compliance with the requirements of regulation 52 of LODR, 2015;

- 1. The Financial Statement along with Auditor's report thereon for the year ended 31st March, 2018 with unmodified opinion, is enclosed as **Annexure A**.
- 2. Information as specified under Regulation 52(4) of LODR, 2015, is enclosed as **Annexure**
- 3. Letter of Credit Rating, issued by CARE Ratings, is enclosed as Annexure C.
- 4. Certification issued by Debenture Trustee under Regulation 52(5) of LODR, 2015 is enclosed as **Annexure D**.
- 5. Copy of Newspaper Publication of Financial results under regulation 52(8) LODR, 2015, is enclosed as **Annexure E**.

You are requested to take the same on record

Yours Faithfully,

For GMR Pochanpalli Expressways Limited

Paramjeet Singh Company Secretary

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Ms. Swati Borkar, Sr. Manager

The Debenture Trustee

M/s Axis Trustee Services Limited

Axis House Wadia International Centre

Pandurang Budhkar Marg, Worli, Mumbai-400025

Registered Office; 25/1, Skip House, Museum Road Bangalore - 560 025, Karnataka



# GMR POCHANPALLI EXPRESSWAYS LIMITED CIN: U45200KA2005PLC049327

Financials Statements
For the Financial year ended 31st March 2018

CERTIFIED TRUE COPY

For GMR Pochanpalli Expressways Limited

Company Secretary



Independent Auditor's Report
To the members of GMR Pochanpalli Expressways Limited

# Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of GMR Pochanpalli Expressways Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

# Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), Cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

# Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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





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

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

# Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the IND AS, of the state of affairs of the Company as at March 31, 2018, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

# Report on Other Legal and Regulatory Requirements

- As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this report are in agreement with the books of accounts
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act
  - e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.

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- f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - The Company has disclosed the impact of pending litigation on its financial position in its Ind AS financial statement- Refer note 33 to financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Luthra & Luthra Chartered Accountants Reg. No. 002081N

Naresh Agrawal

Partner

M.No. 504922

Place: New Delhi Date: April 24, 2018



Annexure - A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Ind AS financial statements for the year ended March 31, 2018

- 1. a. The Company is generally maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
  - b. Fixed assets have not been physically verified by the management during the year in accordance with a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.
  - c. According to the information and explanations given to us, the Company does not own any freehold immovable properties and lease/sub-lease deeds of leasehold land are registered with Appropriate Authorities
- 2. As per the information and explanations given to us, inventories have been physically verified at reasonable interval during the year by the Management. The discrepancies noticed on verification between the physical stock and book records are not material and have been properly dealt with in the books of accounts.
- 3. The Company has granted loans to Companies covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act')
  - a) In our opinion terms and conditions on which the loans had been granted to the bodies corporate listed in the register maintained under Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.
  - b) In the case of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act, the borrowers have been regular in the payment of the principal and interest as stipulated.
  - c) There are no overdue amounts in respect of the loan granted to a body corporate listed in the register maintained under section 189 of the Act

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- 4. In our opinion and according to the information and explanations given to us, the Company has been complied with provisions of section 185 and 186 of the Act in respect of loans and investments made.
  - 5. According to the information and explanations given to us the company has not accepted deposits.
  - 6. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.



a. According to the information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax (considering the management view on computation of Minimum Alternate Tax-Refer Note 39 of financial statement), sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it with the appropriate authorities during the year.

There was no undisputed amounts payable on account of the above dues in arrears (considering the management view on computation of Minimum Alternate Tax-Refer Note 39 of financial statement) as at March 31, 2018 for a period of more than six months from the date they became payable.

- b. According to the information and explanation given to us, there is no due on account of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of dispute.
- 8. As per the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowing to banks and financial institutions during the year.
- 9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- 11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- 12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable Indian accounting standards.
- 14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.





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

For Luthra & Luthra Chartered Accountants

Reg. No. 002081N

Naresh Agrawal

Partner

M.No: 504922

Place: New Delhi Date: April 24, 2018

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# Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of GMR Pochanpalli Expressways Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

# Management's Responsibility for Internal Financial Controls

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

# Auditors' Responsibility

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

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

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





# Meaning of Internal Financial Controls over Financial Reporting

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

# Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

# Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Luthra & Luthra Chartered Accountants Reg. No. 002081N

Naresh Agrawal

Partner

M.No: 504922

Place: New Delhi Date: April 24, 2018

### GMR Pochanpalli Expressways Limited C1N: U45200KA2005PLC049327 Statement of assets and liabilities

₹ in Labbii
As at March 31, 2018 | As at March 31, 2017 **Particulars** (Audited) (Audited) 1 ASSETS a) Non-current assets Property, plant and equipment 60.98 48.37 Other intangible assets 0.00 0.00 Financial assets Investments 0.00 0.00 Other financial assets 36,069.04 38,588.73 Loans and advances 2,700.00 Other non-current assets 1,182.56 1,180.33 40,012.57 39,817.43 b) Current assets Inventories 18.54 6.89 Financial assets Investments 1,040.44 6,631.93 Loans and advances 17,612.00 16,280.00 Cash and cash equivalents 4,630.24 430.29 Other bank balances 1,680.01 2,800.01 Other financial assets 6,006.85 8,454,18 Current tax assets (net) 84 90 Other current assets 265.44 906.39 33,700.86 33,147.26 TOTAL ASSETS (a+b) 73,713.43 72,964.69 2 EQUITY AND LIABILITIES a) Equity Equity share capital 13,800.00 13,800.00 Other equity 8,022.94 6,918.03 Total equity 21,822.94 20.718.03 b) Non-current liabilities Pinencial liabilities Borrowings 39,059.88 42,496.08 Provisions 3,715.33 6,266.66 45,326.54 46,211.41 c) Current liabilities Financial liabilities Trade payables 107.22 104.40 Other financial liabilities 5,462.79 5,411.86 Other current liabilities 77.20 14.91 Provisions 185.61 129.66 Current tax liabilities (net) 731.12 374.42 6,563.95 6,035.25 TOTAL EQUITY AND LIABILITIES (a+b+c) 73,713.43 72,964.69

Note no 1 to 3 forming part of financial results

In terms of our report of even date

For Luthra & Luthra Chartered Accountants Reg. No. 002081N

Naresh Agarwal Partner (M.No.504922) Scorre-

For and on behalf of

GMR Pochanpalli Expressways Limited

Arun Kumar Sharma Director DIN.02281905 Mohan Rao M Director DIN 02506274

Amit Kumar Chief Financial Officer

Paramjeet Singh Company Secretary

Place: New Delhi Date: April 24, 2018

CERTIFIED TRUE COPY

For GMR Pochanpalli Expressways Limited

Company Secretary



₹ in Lakhs Statement of Audited Results for Quarter and Year ended March 31, 2018 Quarter ended 31-Dec-17 31-Mar-17 31-Mar-18 31-Mar-17 31-Mar-18 Audited (Refer Notes Below) Ref Note 1 Unaudited Ref Note 1 Audited 1 Income 2,208.38 1,824.61 1,920.38 7,951.60 8,090.11 Income from operations - Annuity 635.20 636.50 441.64 2,447.37 1,895.27 Other income 2,843.58 2,461.10 2,362.01 10,398.97 9,985.38 Total income 2 Expenses 2,390.49 2,179.74 632.92 581.61 581.37 (a) Sub-contracting expesses 273.32 312.11 131.82 886.35 445.09 (b) Employee benefits expense 4,836.75 1,369.23 1,16231 1,295.47 4,924.85 (c) Finance costs (d) Depreciation and amortisation expenses 2.56 1.82 1.86 8.01 8.43 155.64 144.71 119.65 534.32 389.57 (e) Other expenses 7,859.58 2,202.56 2,130.17 8,744.01 2,433.67 Total expenses 1,654.96 2,125,80 409.92 258.54 231.84 Profit/(loss) before tax expense (1-2) 131.31 84.65 53.32 538.82 375.30 Tax expenses 278.60 173.89 178.52 1,116.14 1,750.50 Profit/(loss) after tax (3 ± 4) 5 11.84 5.57 (11.23)1.06 (2.51)6 Other Comprehensive Income 276.09 185.73 184.09 1,104.91 1,751.56 Total comprehensive income for the respective periods (5 ±

Note no 1 to 3 forming part of financial results

In terms of our report of even date

For Luthra & Luthra Chartered Accountants Reg. No. 002081N

Oylan Naresh Agarwal

Partner

(M.No.504922)

Place: New Delhi Date: April 24, 2018 For and on behalf of GMR Pochanpalli Expressways Limited

Arun Kumar Sharma
Director
DIN.02281905

Amit Kumar Chief I'inancial Officer Director DIN 02506274

Mohan Rao M

Paramjeer Singh Company Secretary



# Notes to the Audited financial information for the year ended March 31, 2018

1. The figures of the last quarter of current and previous years are the balancing figures between the audited figures in respect of the full financials year and the published unaudited year to date figures for nine months ended for the respective years.

2. The Financial results for the year ended March 31, 2018 has been reviewed and approved by the Audit Committee and approved by the Board of Directors at their meeting conducted on April 24, 2018.

3. Figures pertaining to previous period / year have been regrouped, reclassified and rearranged, wherever necessary, to conform to the classification adopted in the current period.

For Luthra & Luthra Chartered Accountants Reg. No. 002081N

Ouru Naresh Agarwal

Naresh Agarwa Partner (M.No.504922)

Place: New Delhi

Date: April 24, 2018

For and on behalf of GMR Pochanpalli Expressways Limited

Arun Kumar Sharma Director DIN.02281905

Amit Kumar Chief Financial Officer Mohan Rao M Director DIN 02506274

Paramjeet Singh Company Secretary

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CIN: U45200KA2005PLC049327

Balance Sheet as at March 31, 2018 K in Lakh As At As At Note March 31, 2018 March 31, 2017 ASSETS Non Current Assets 60,98 48.37 (a) Property, plant and equipment (b) Other Intangible assets 4 0.00 0.00 (c) Financial Assets 5 (1) 0.00 0.00 (I) Investments 36,069.04 38,588.73 (li) Other Financial Assets 8 (i) 2,700.00 7(î) (iii) Loans (d) Other Non Current Assets 10 (i) 1,182.56 1,180.33 Total Non-Current Assets 40,012.57 39,817.43 Current Assets 11 18.54 6.89 (a) Inventories (b) Financial Assets (I) Investments 5 (ii) 1,040.44 6,631.93 (ii) Cash & Cash Equivalents 4,630.24 430.29 2,800.01 1,680.01 (iii) Other Bank Balance 6 17,612.00 16,280.00 (iv) Loans (v) Other Financial Assets 7(11) 8,454.18 6,006.85 8 (ii) (c) Current Tax assets ( net) 84.90 265.44 (d) Other Current Assets 10 (li) 906.39 Total Current Assets 33,700.86 33,147.26 73,713.43 72,964.69 TOTAL ASSETS EQUITY AND LIABILITIES Eaulty 13.800.00 (a) Share Capital 12 13,800.00 6,918.03 (b) Other Equity 13 8,022.94 20,718.03 21,822.94 **Total Equity** Liabilities Non-Current Liabilities (a) Financial Liabilities 39.059.88 42,496,08 (i) Borrowings 14 18 (I) 6,266.66 3,715,33 (b) Provisions Total Non-Current Liabilities 46,211.41 45,326.54 Current Liabilities (a) Financial Liabilities 107.22 5,462.79 104.40 (i) Trade payables 15 5,411.86 16 17 (li) Other Financial Liabilities 77.20 14.91 (b) Other current liabilities 18 (ii) 185.61 129.66 (c) Provisions (d) Current Tax Liabilities ( net) 19 731.12 374.42 Total Current Liabilities 6,563.95 6,035.25 72,964.69 TOTAL EQUITY AND LIABILITIES 73,713.43

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The accompanying notes are an integral part of the financial statements

In terms of our report attached For Luthra & Luthra Chartered Accountants Reg. No. 002081N

Notes forming part of the financial statements

Ova Naresh Agarwal

(M.No.504922)

Partner

For and on behalf of GMR Pochanpalli Expressways Limited

Stoom Arun Kumar Sharma

Director DIN.02281905

Skurroh Amit Kumar Chief Financial Officer

Director DIN 02506274

de Paramieet Singh Company Secretary

Place: New Delhi Date: April 24, 2018

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CIN: U45200KA2005PLC049327

# Statement of Profit & Loss for the year ended March 31, 2018

			₹ in Lakh
	Note	Year ended March 31, 2018	Year ended March 31, 2017
Revenue			
Revenue from Operation	20	7,951.60	8,090.11
Other Income	21	2,447.37	1,895,27
Total Income		10,398.97	9,985.38
Expenses	1 1		
Operating expenses	22	2,390.49	2,179.74
Employee benefits expense	23	886.35	445.09
Finance costs	24	4,924.85	4,836.75
Depreciation and amortization expense	25	8.01	8.43
Other expenses	26	534.32	389.57
Total Expenses		8,744.01	7,859.58
Profit / (Loss) for the year before taxation		1,654.96	2,125.80
Tax Expense:	27	538.82	375.30
Profit / (Loss) for the year after tax		1,116.14	1,750.50
Other Comprehensive Income			
Actuarial (gain)/loss in respect of defined benefit plan		(11.23)	1.06
		(11.23)	1.06
Total comprehensive Income for the period		1,104.91	1,751.56
Earning per Equity Share:		,	_,- =====
- Basic	28	0.81	1.27
- Diluted		0.81	1.27
Notes forming part of the financial statements	1-43		

The accompanying notes are an integral part of the financial statements

In terms of our report attached For Luthra & Luthra **Chartered Accountants** Reg. No. 002081N

Naresh Agarwal

Partner (M.No.504922)

For and on behalf of GMR Pochanpalli Expressways Limited

Arun Kumar Sharma Director

DIN.02281905

Amit Kumar **Chief Financial Officer**  Mohan Rao M Director

DIN 02506274

Paramjeet Singh **Company Secretary** 

Place: New Delhi Date: April 24, 2018



CIN: U45200KA200SPLC049327

Cash Flow Statement for the year ended March 31,2018

₹ In Lakhs

		₹ In Lakns
	Year ended March 31, 2018	Year ended March 31, 2017
46	2 0 0 0	
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit / (Loss) for the period	1,654.96	2,125.80
Adjustments For :	1	
Depreciation and Amortisation	8.01	8.43
Interest and Finance Charges	4,924.85	4,836.75
Overlay Expenses	2,038.48	1,841.74
Profit on Sale of Investment	(136.76)	(130.35)
Fixed assets written off	0.12	
Reameasurements of defined Benefit plans	(11.23)	1.06
Interest Income on Bank deposit and others	(2,296.02)	(1,730.83)
	6,182.40	6,952.59
Adjustments for Movement in Working Capital:		44 = -1
Decrease / (Increase) in Financial Assets and other non Current Assets	(4.16)	(1.74)
Decrease / (Increase) In Inventories, Financial Assets and other Current Assets	621.73	(785.69)
Increase / (Decrease) in Trade Payables	2.82	53.55
Increase / (Decrease) In Provision	(363.16)	60.66
Increase / (Decrease) in Other Current Liablities and Retention Money	(8.59)	(36.06)
Cash From/(Used In) Operating activities	6,431.04	6,243.30
Tax (Paid)/Refund	440.73	(0.27)
Net Cash From/(Used In) Operating activities	6,871.77	6,243.04
3. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase / Addition to Fixed Assets	(20.74)	(1.63)
Interest Income on Bank deposit and others	247.43	788.27
Profit on Sale of Investment	136.76	130.35
Decrease/(Increase) in Loan to Related Parties	(4,032.00)	(7,620.00
Decrease/(Increase) in Other Bank Balance	1,120.00	4,746.00
Decrease/(Increase) in Receivable under SCA	1,805.78	2,745.89
Decrease/(Increase) in Investment	5,591.49	(977.91
Cash From/(Used In) Investing Activities	4,848.72	(189.02
C. CACH FLOW FROM FINANCING ACTIVITIES.		
C. CASH FLOW FROM FINANCING ACTIVITIES:	(4,092.56)	(4,368.83
Interest paid on Debenture	(64.97)	(20.20
Other Finance Charges Paid	(3,363.00)	(3,175.00
Repayment of Debenture  Cash From/(Used In) Financing Activities	(7,520.53)	(7,564.04
assi from to see in financial see see		
Net increase / Decrese in Cash and Cash Equivalents	4,199.95	(1,510.02
Cash and Cash Equivalents as at beginning of the period	430.29	1,940.31
Cash and Cash Equivalents as at end of the period	4,630.24	430.29
Components of Cash and Cash Equivelants as at:	March 31, 2018	March 31, 2017
Cash in hand	0.13	0.06
Balances with the scheduled banks:		
- In Current accounts	60.12	355.24
Balances in Deposit dle within 3 months	4,570.00	75.00
paratices in Debosit die Mithin 2 montris	4,630.24	430.29





Note: - Effective April 1, 2017, the company adopted the amendment to Ind AS 7, which requires entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The reconciliation is given as below:

	1100		19 19 19 19 19 19 19 19 19 19 19 19 19 1	₹ in Lakh
Particulars	April 1, 2017	Cash Flow	Non cash changes	March 31, 2018
Long Term External Borrowing	44,195.46	(3,363.00)	24.83	40,857.29
Convertible preference shares	1,688.48	4 5	180.37	1,868.85

				₹ in Lakh
Particulars	April 1, 2017	Cash Flow	Non cash changes	March 31, 2018
Long Term External Borrowing	47,343.65	(3,175.00)	26.81	44,195.46
Convertible preference shares	1,525.52		162.96	1,688.48

In terms of our report attached For Luthra & Luthra Chartered Accountants Reg. No. 002081N

For and on behalf of GMR Pochanpalli Expressways Limited

Naresh Agarwal

Partner

(M.No.504922)

Arun Kumar Sharma Director

DIRECTOR DIN.02281905

Mohan Rao M Director

DIN 02506274

Place: New Delhi Date: April 24, 2018 Amit Kumar Chief Financial Officer Paramjeet Singh Company Secretary



CIN: U45200KA2005PLC049327

Statement of Change in Equity for the year ended March 31, 2018

A. Equity Share Capital

	Equity Share Capital
As at April 1,2016	13,800
Share Capital Issued during the year	-
As at March 31,2017	13,800
As at April 1,2017	13,800
Share Capital Issued during the year	
As at March 31,2018	13,800

B Other Faulty

₹ in Lakhs

B. Other Equity					/ III LOKII3
	Equity component of Preference shares	Debenture redemption reserve	Retained Earning	Other Comprehensive Income	Equity
As at April 1,2016	3,620.95	5,414.82	(3,863.75)	(5.55)	5,166.47
Net Profit	-	-	1,750.50		1,750.50
Actuarial (galn)/loss in respect of defined benefit plan		7. <del>4</del> 9	-	1.06	1.06
As at March 31,2017	3,620.95	5,414.82	(2,113.25)	(4.49)	6,918.03
As at April 1,2017	3,620.95	5,414.82	(2,113.25)	(4.49)	6,918.03
Net Profit	2.62	1.0	1,116.14	:::	1,116.14
Actuarial (gain)/loss in respect of defined benefit plan	N <del>7</del> /			(11.23)	(11.23)
As at March 31,2018	3,620.95	5,414.82	(997.11)	(15.72)	8,022.94

In terms of our report attached For Luthra & Luthra **Chartered Accountants** Reg. No. 002081N

For and on behalf of GMR Pochanpalli Expressways Limited

Naresh Agarwal Partner

(M.No.504922)

Arun Kumar Sharma Director

DIN.02281905

Mohan Rao M

Director DIN 02506274

Amit Kumar Chief Financial Officer

Paramjeet Singh **Company Secretary** 

Place: New Delhi Date: April 24, 2018



# Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

#### 1 Corporate Information

GMR Pochanpalli Expressways Limited(the Company) engaged in development of highways on build, operate and transfer model on annuity basis. This entity is a Special Purpose Vehicle which has entered into a Concession Agreement with National Highways Authority of India for carrying out the project of Design, Construction, Development, Improvement, Operation and Maintenance ifor rehabilitation and strengthening of existing 2-lane portion from km 367.000 (Adloor Yellareddy) to km 447.000 (Kalkallu), covering 80.745 kms, and Improvement, operation and maintenance of kms 447.000 (Kalkallu) – 464.000 (Gundia Pochanpalli) covering 17.00 kms on NH-7 in the state of Andhra Pradesh, to 4 lanes under a concession on build, operate and transfer (BOT) through with private sector participation thereof.

The Company is public limited company incorporated and domiciled in India and has its registered office atat 25/1, SKIP House , Museum Road, Bangalore , Karnataka-560025 . The Company has principal place of business at Toopran, Andhra Pradesh .

The Company's Holding Company is GMR Highways Limited while ultimate Holding Company is GMR Infrastructure Limited/GMR Enterprises Private Limited. The financial statements were approved for Issue in accordance with a resolution of the directors on April 24, 2018.

# 2 Significant accounting policies

The significant accounting policies applied by the company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

# 2 Basis of preparation

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of Companies Act, 2013 (the 'Act') (to the extent notified). The Ind AS are prescribed under section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly Issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements are presented in Indian Rupees (INR)

# 2 Summary of significant accounting policies

#### a) Current versus non-current classification

Assets and Liabilities in the balance sheet have been classified as either current or non-current based upon the requirements of Schedule III notified under the Companies Act, 2013.

An asset has been classified as current if

- (a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- (b) it is held primarily for the purpose of being traded; or
- (c) It is expected to be realized within twelve months after the reporting date; or
- (d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets have been classified as non-current.

A liability has been classified as current when

- (a) it is expected to be settled in the Company's normal operating cycle; or
- (b) It is held primarily for the purpose of being traded; or
- (c) It is due to be settled within twelve months after the reporting date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. All other liabilities have been classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The company's has identified twelve months as its operating cycle.

# b) Foreign currency and derivative transactions

The Company's financial statements are presented in INR, which is company's functional currency.

Foreign currency transactions are recorded at the exchange rate prevailing on the date of the respective transactions between the functional currency and the foreign currency.

Monetary foreign currency assets and liabilities remaining unsettled at the Balance Sheet date are translated at the rates of exchange prevailing on that date. Gains / losses arising on account of realisation / settlement of foreign currency transactions and on translation of foreign currency assets and liabilities are recognized in the Statement of Profit and Loss.

Exchange differences arising on the settlement of monetary items or on reporting 's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise,

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transuction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency, are reported using the exchange rates that existed when the values were determined.

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).





Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

(a) Any gains or losses arising due to differences in exchange rates at the time of translation or settlement are accounted for in the Statement of Profit & Loss either under the head foreign exchange fluctuation or interest cost, as the case may be, except those relating to long-term foreign currency monetary items.

(b) Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or before 31 March 2016:

Exchange differences on long-term foreign currency monetary items relating to acquisition of depreciable assets are adjusted to the carrying cost of the assets and depreciated over the balance life of the assets. In other cases, exchange differences are accumulated in a "Foreign Currency Monetary Item Translation Difference Account" and amortized over the balance period of such long-term foreign currency monetary item by recognition as income or expense in each of such periods.

Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or after 1 April 2016:

The exchange differences pertaining to long term foreign currency working capital loans obtained or re-financed on or after 1 April 2016 is charged off or credited to profit & loss account under Ind AS.

#### c) Fair value measurement

The Company's measures financial instruments at fair value at each balance sheet date.

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

i) In the principal market for the asset or liability, or

il) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company's

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company's uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 — Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company's determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period

### d) Revenue Recognition

Finance income for concession arrangements under financial asset model is recognized using the effective interest method. Revenues from operations and maintenance services and overlay services are recognized in each period as and when services are rendered in accordance with Ind AS 18 Revenue.

The Company recognizes and measures revenue, costs and margin for providing construction services during the period of construction of the infrastructure in accordance with Ind AS 11 'Construction Contracts'.

When the outcome of a construction contract can be estimated reliably and it is probable that it will be profitable, contract revenue and contract costs associated with the construction contract are recognised as revenue and expenses respectively by reference to the percentage of completion of the contract activity at the reporting date. The percentage of completion of a contract is determined considering the proportion that contract costs incurred for work performed up to the reporting date bear to the estimated total contract costs.

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

The percentage of completion method is applied on a cumulative basis in each accounting period to the current estimates of contract revenue and contract costs. The effect of a change in the estimate of contract revenue or contract costs, or the effect of a change in the estimate of the outcome of a contract, is accounted for as a change in accounting estimate and the effect of which are recognised in the [Consolidated] Statement of Profit and Loss in the period in which the change is made and in subsequent periods.

When the outcome of a construction contract cannot be estimated reliably, revenue is recognised only to the extent of contract costs incurred of which recovery is probable and the related contract costs are recognised as an expense in the period in which they are incurred.

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

Other interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

# e) Tangible Assets

Fixed Assets are stated at acquisition cost less accumulated depreciation and cumulative impairment. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

# Recognition

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if:

(a) it is probable that future economic benefits associated with the Item will flow to the entity; and

(b) the cost of the item can be measured reliably.

When significant parts of plant and equipment are required to be replaced at intervals, Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to note xx and xx regarding significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

CIN : U 45200HA2001PLC0491

# Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

Gains or losses arising from de-recognition of tangible assets are measured as the difference between the net disposable proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Further, When each major inspection is performed, its cost is recognised in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied.

Any remaining carrying amount of the cost of the previous inspection (as distinct from physical parts) is derecognised.

Machinery spares which are specific to a particular item of fixed asset and whose use is expected to be irregular are capitalized as fixed assets.

Spare parts are capitalized when they meet the definition of PPE, i.e., when the company intends to use these during more than a period of 12 months.

Depreciation on fixed assets is provided on straight line method, up to the cost of the asset (net of residual value, in accordance with the useful lives prescribed under Schedule II to the Companies Act, 2013 which are as below:

- Plant and equipments

4-15 years

- Office equipments
- Furniture and fixtures

5 years 10 years

- Vehicles

10 years 8-10 years

- Computers

3 years

Depreciation on additions is being provided on a pro-rata basis from the date of such additions. Similarly, depreciation on assets sold/disposed off during the year is being provided up to the dates on which such assets are sold/disposed off. Modification or extension to an existing asset, which is of capital nature and which becomes an integral part thereof is depreciated prospectively over the remaining useful life of that asset.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

#### f) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in an amalgamation in the nature of purchase is their fair value as at the date of amalgamation. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses. If any.

The useful lives of intangible assets are assessed as of ther finite or indefinite

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

### g) Financial Assets - Receivable towards the concession arrangement from the grantor

When the arrangement has a contractual right to receive cash or other financial asset from the grantor specifically towards the concession arrangement (in the form of grants) during the construction period or otherwise, such a right, to the extent eligible, is recorded as financial asset in accordance with ind AS 109 "Financial Instruments," at amortized cost.

# h) Taxe:

Tax expense comprises current and deferred tax.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the income Tax Act, 1961

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax Items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interprelation and establishes provisions where appropriate.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.





Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

i) Borrowing costs

Borrowing Cost includes interest and amortization of anciliary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the respective asset. All other borrowing costs are expensed in the period they occur.

#### )) Inventories

Raw materials, components, stores and spares are valued at lower of cost and net realizable value on First In First Out basis.

Net reatizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

#### k) Lease

### Finance Leases:

Where the Company is the lessee

Finance leases, which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalized on an accrual basis as per the terms of agreements entered into with lessees.

A leased asset is depreciated on a straight-line basis over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain the ownership by the end of the lease term, the capitalized asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset or the lease term.

#### Operating Leases

Where the Company is the lessee

Lease rentals are recognized as an expenses on a straight line basis with reference to lease terms and other considerations except where-

(i) Another systematic basis is more representative of the time pattern of the benefit derived from the asset taken or given on lease; or

(ii) The payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases

Lands obtained on leases, where there is no reasonable certainity that the Company will obtain ownership by the end of the lease term shalf generally be classified as finance leases. The minimum lease pyayments include upfront premium paid plus any annual recurring lease rental which is amortized over the lease term.

#### 1) Impairment

The Company assesses at each reporting date whether there is an indication that an asset may be Impaired, If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's orcashgenerating units' (CGUs) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are 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 asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the company's cash generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.

impairment losses of continuing operations are recognized in the statement of profit and loss, except for previously revalued tangible fixed assets, where the revaluation was taken to revaluation reserve. In this case, the impairment is also recognized in the revaluation reserve up to the amount of any previous revaluation.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no ionger exist or may have decreased, if such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change-in the assumptions used to determine the assets recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and Loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

# m) Provisions, Contingent Liabilities, Contingent Assets And Capital Commitments

Contingent Uabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent assets are only only disclosed when it is proable that the economic benefits will flow to the entity.





# Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

#### Provision

Provisions are recognised when the Company's has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company's expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

# n) Retirement and other Employee Benefits

Short term employee benefits and defined contribution plans.

All employee benefits payable/available within tweive months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc., are recognised in the statement of profit and loss in the period in which the employee renders the related service.

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund.

The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service, if the contribution payable to the scheme for service received before the reporting date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due forsservices received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

#### Compensated absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short—term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The company treats accumulated leave expected to be carried forward beyond twelve months, as long—term employee benefit for measurement purposes. Such long—term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year—end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non—current liability.

### Defined benefit plans

Gratulty

Gratulty is a defined benefit scheme. The cost of providing benefits under the scheme is determined on the basis of actuarial valuation under projected unit credit (PUC) method.

The company recognizes termination benefit as a liability and an expense when the company has a present obligation as a result of past event, it is probable that an outflow. of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market 'yields at the balance sheet date on government bonds.

# Remeasurement

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- ► The date that the Group recognises related restructuring costs

Net Interest is calculated by applying the discount rate to the net defined benefit liability or asset.

# o) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are only classified as Debt instruments at amortised cost

# Debt Instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows,

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After Initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.





Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

#### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company's of similar financial assets) is primarily derecognised (i.e. removed from the balance sheet) when:

► The rights to receive cash flows from the asset have expired, or

► The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred on retained substantially all the risks and rewards of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

### Impairment of financial assets

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

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial guarantee contracts which are not measured as at FVTPL

The company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables that 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.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- ► All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

# Financial liabilities

initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings etc.

# Subsequent measurement

Loans and borrowings

After Initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings and security deposits recieved:





# Notes Forming Part of Financial Statements For the Year Ended March 31, 2018

### Derecognition

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognision of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

### p) Cash and cash equivalents

Cash and cash equivalents in the cash flow statement comprises cash at bank and in hand and short term investments with an original maturity periods of three months or less.

# q) Earning per share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares

outstanding during the period.

For the purpose of calculating Diluted Earnings Per Share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.





Sr.No.	PARTICULARS		GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At 01-4-2017	Additions	Deductions	As At 31-03-2018	As At 01-4-2017	For the year	Deductions	As At 31-03-2018	As At 31-03-2018	As At 31-03-2017	
1	Plant & Machinery	55.22	£ 1		55.22	11.24	5.62	=	16.87	38.36	43.98	
2	Electrical Fittings	2.41	7.0		2.41	2.41		4	2.41	0.00	0.00	
3	Computers	0.00	-	3.0	0.00	2		1 1 1	123	0.00	0.00	
4	Office Equipments	2.70	0.15	0.06	2.78	1.35	0.36		1.70	1.08	1.39	
5	Vehicles	8.70	20.59	0.05	29.23	5.84	1.99		7.83	21.40	2,85	
6	Furniture & Fixtures	1.01		0.01	1.01	0.94	0,02		0.96	0.05	0.07	
7	Lab Equipment	0.14	*	38	0.14	0.03	0.01	>50	0.04	0.09	0.11	
	Total	70.17	20.74	0.12	90.79	21.80	8.01	-	29.81	60.98	48.37	

Sr.No.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At 01-04-2016	Additions	Deductions	As At 31-03-2017	As At 01-04-2016	For the year	Deductions	As At 31-03-2017	As At 31-03-2017	As At 31-03-2016
1	Plant & Machinery	55.22			55.22	5.62	5.62		11.24	43.98	49.60
2	Electrical Fittings	2.41		**	2.41	1.78	0.62		2.41	0.00	0.62
3	Computers	0.00			0.00			100	5	0.00	0.00
	Office Equipments	1.23	1.47		2.70	0.74	0.61	150	1.35	1.35	0.49
5	Vehicles	8.70	:+:	-	8.70	4.62	1.22	.154	5.84	2.85	4.07
6	Furniture & Fixtures	0.86	0.16	-	1.01	0.59	0.35	# 1	0.94	0.07	0.26
7	Lab Equipment	0.14	*		0.14	0.01	0.01	#	0.03	0.11	0.17
	Total	68.55	1.63		70.17	13.37	8.43		21.80	48.37	55.17





Notes forming part of Financial Statements for the year ended March 31, 2018

SI.No. PARTICULARS			GROS	BLOCK		DEPRECIATION				₹ in Lakh NET BLGCK	
		As At 01-4-2017	Additions	Deductions	As At 31-03-2018	As At 01-4-2017	For the year	Deductions	As At 31-03-2018	As At 31-03-2018	As At 31-03-2017
1	Software	0.00		0.00	0.00			-		0.00	0.00
	Total	0.00		0.00	0.00			7.9		0.00	0.00

SI.No. PARTICULARS		GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At 01-4-2016	Additions	Deductions	As At 31-03-2017	As At 01-4-2016	For the year	Deductions	As At 31-03-2017	As Al 31-03-2017	As At 31-03-2016
1	Software	0.00		(4)	0.00	*			6	0.00	0.00
	Total	0.00	-		0.00					0.00	0.00





CIN: U45200KA2005PLC049327

# Notes forming part of Financial Statements for the year ended March 31, 2018

Investments	As At March 31, 2018	₹ in Lakhs As At March 31, 2017
(i) Non Current Investments Investments in associates 1 (March 2017: 1) shares of ₹ 10 each fully paid-up in GMR Tambaram Tindivanam Expressways Limited 1 (March 2017: 1) shares of ₹ 10 each fully paid-up in GMR Tuni Anakapalli Expressways Limited	0.00	0.00
	0	0
(ii) Current investments at fair value through P&L  Quoted Investment in Mutual Fund  ICICI Prudential - Super Institutional - Growth 405806.94  (Previous Year: 2761501.83) units of @₹256.3882 (  Previous Year: ₹240.1565)	1,040.44	6,631.93
Flevious Teal . ( 240.1303 )	1,040.44	6,631.93
Aggregate book value of unquoted investments (in ₹)  Aggregate market value of unquoted investments (in ₹)	1,037.87 1,040.44	6,625.20 6,631.93

6. Cash and cash equivalents

6. Cash and cash equivalents		VIII LUMIIS
	As At March 31, 2018	As At March 31, 2017
(i) Balances with Local banks - In Current Account	60.12	355,24
- In Fixed Deposit Account (due within 3 months)	4,570.00	75.00
(ii) Cash on hand	0.13	0.06
page.	4,630.24	430.29
Other Bank Balances		
In Fixed Deposit Account (more than 3 months but less than 12 months). Fixed deposit of Rs 10 Crore are under lien to overdraft facility of Rs 8.00 Crore pertaining to group		
company.	1,680.01	2,800.01
	1,680.01	2,800.01





CIN: U45200KA2005PLC049327

# Notes forming part of Financial Statements for the year ended March 31, 2018

### 7. Loans (Unsecured, Considered Good) ₹ in Lakhs As At As At March 31, 2018 March 31, 2017 (i) Non Current Loan to Group Companies 2,700 2,700 . (ii) Current Loan to Group Companies 17,612 16,280 17,612 16,280

- (i) An unsecured loan of ₹ 60,80/-lakh (as at March 31, 2017: ₹5780/-Lakh) given to GMR Highways Ltd. shall be receivable within 1 yr from date of agreement. This loan carries an Interest rate of 11% p.a.
- (ii) An unsecured loan of ₹3732/-Lakh (NIL as at March 31, 2017) given to GMR Infrastructure Ltd and shall be repayable within 1 year.
- (iii) An unsecured loan of ₹1000/- Lakh ( ₹1000/-Lakh as at March 31, 2017) given to GMR Enterprises Pvt Ltd and shall be repayable within 1 year.
- (iv) An unsecured loan of ₹ 6800/-Lakh ( ₹ 6800/-Lakh as at March 31, 2017) given to Dhruvi Securities Pvt Ltd and shall be repayable within 1 year.
- (v) An unsecured loan of ₹2700/-Lakh (₹ 2700/- Lakh at March 31, 2017) given to Dhruvi Securities Pvt Ltd and shall be repayable within 3 years.

8. Other Financial Assets

	As At March 31, 2018	As At March 31, 2017
(i) Non Current		
Security Deposit	42.40	40,47
Receivable under SCA	35,739.59	38,548.26
Interest accrued on loan to group com.	287.05	
<b>4</b>	36,069.04	38,588.73
(ii) Current		
Security Deposit	2.52	2.52
Interest accrued on fixed deposit	28.01	46.13
Claim recoverable	10.03	2.47
Receivable under SCA	3,826.73	2,823.84
Interest accrued on loan to group com.	4,586.89	3,131.90
	8,454.18	6,006.85





CIN: U45200KA2005PLC049327

# Notes forming part of Financial Statements for the year ended March 31, 2018

9. Current Tax Assets		₹ in Lakhs
	As At March 31, 2018	As At March 31, 2017
Advance income tax (net of provision for current tax)	8	84.90
		84.90

# 10. Other Current Assets

# ₹ in Lakhs

. Other Current Assets		
	As At March 31, 2018	As At March 31, 2017
(i) Other Non Current Assets (Considered Good) Mobilisation Advance	1,182.56	1,180.33
	1,182.56	1,180.3
(ii) Other Current Assets (Considered Good)		
Advances recoverable in cash or kind	169.23	840.5
Prepaid Expenses	95.12	65.4
Advance to employees	0.62	8
Balances with statutory / government authorities	0.47	0.4
	265.44	906.3

# 11. Inventories

_K is	As At March 31, 2018	As At March 31, 2017	
Stores & Spares	18.54	6.89	
	18.54	6.89	





Notes forming part of Financial Statements for the year ended March 31, 2018

2. Share capital		₹In Lakh
Authorised	As At March 31, 2018	As At March 31, 2017
138,100,000 equity shares of ₹ 10 each { March 31, 2017: 138,100,000} equity shares of ₹ 10 each	13810	13,810
4,590,000 preference shares of ₹ 100 each ( March 31, 2017: 4,590,000 preference shares of ₹ 100 each)	4,590	4,590
Issued, Subscribed & Paid-Up	18,400	18,400
138,000,000 equity shares of Rs. 10 each ( March 31, 2017: 138,100,000) equity shares of Rs. 10 each	13,800	13,800
	13,800	13.800

### NOTES:

(i) Terms to Equity Shares

The Company has only one class of equity shares having a par value of \$\tilde{\chi}\$ 10 per share. Each holder of equity is entitled to one vote per share. The Company declares and pay dividend in indian rupees. The dividend proposed by the Board of director is subject to the approval of the shareholder in ensuing Annual General meeting.

In event of Ilquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all prefrential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

# (li) Terms to Preference Shares

8% Redeemable, Non-cumulative and Non-Convertible preference shares of ₹ 100 each. Preference Shares are redeemable at premium at the option of the Board of Directors of the Company on October 15, 2026, with one day prior notice to the preference shareholders. Refer note 13 and 14 for equity and liabilities portion of Preference Shares.

(iii) Reconcilation of the Equity shares outstanding at beginning and at end of the year

	As At March 31,	As At March 31, 2018		2017
	Number	₹ in Lakhs	Number	₹ In Lakhs
Shares outstanding at the beginning of the year Shares issued during the year	138,000,000	13,800	138,000,000	13,800
Shares outstanding at the end of the year	138,000,000	13,800	138,000,000	13,800

(iv) Reconcilation of the Preference shares outstanding at beginning and at end of the year

	As At March 31,	As At March 31, 2018		As At March 31, 2017	
	Number	₹ In Lakhs	Number	₹ In Lakhs	
Shares outstanding at the beginning of the year Shares Issued during the year	4,450,000	4,450	4,450,000	4,450	
Shares outstanding at the end of the year	4,450,000	4,450	4,450,000	4,450	

(v) Details of the shareholders holding more than 5% shares of the Company

Equity	As At March 31, 2018		As At March 31, 2017	
	No of Share	96	No of Share	%
GMR Highways Limited, the immediate holding Company	135,929,996	98.50%	135,929,996	98.50%

47	As At March 31, 2018		As At March 31, 2017	
Preference Share	No of Share	%	No of Share	94
GMR Highways Limited, the Immediate holding Company	4,450,000	100.00%	4,450,000	100.00%

(vi) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Equity	As Al March 31, 2018		As At March 31, 2017	
	Number	₹ In Laklıs	Number	₹ in Lakhs
GMR Highways Limited, the immediate holding Company	135,929,996	13,593	135,929,996	13,593
GMR Infrastructure Limited, the ultimate holding Company GMR Energy Limited, a subsidiary of GIL and an associate company	1,380,000	138	1,380,000	138
Company	690,000	69	690,000	69





Preference Share	As At March 31, 2018		As At March 31, 2017	
	Number	₹ in Lakhs	Number	₹ In Lakhs
GMR Infrastructure Limited, the ultimate holding Company	4,450,000	4,450	4,450,000	4,450

(vii) No Shares have been Issued by the Company for consideration other than cash, during the period of five years immediately preceding the reporting date.

and the second second	As At March 31,	2018	As At March 31, 2017	
(I) Equity component of Preference shares Opening Balance	3,620.95		3,620.95	
Add: Adjustment for the Year	×	3,620.95	· · · ·	3,620.95
(ii) Debenture redemption reserve	5,414,82		5,414.82	
Opening Balance Add: Adjustment for the Year	5,414.02	5,414.82	5,414.02	5,414.82
(III) Surplus / (Deficit) In the statement of Profit & Loss		1		
Opening Balance	(2,113)		(3,863.75)	
Add : Adjustment for the Year	1,116.14	(997.11)	1,750.50	(2,113.25
(Iv) Other Comprehensive income			1= ==1	
Opening Balance	(4.49)		(5.55)	44.40
Add: Adjustment for the Year	(11.23)	(15.72)	1.06	(4.49
		8,022.94	· · · · · · ·	6,918.03





# Notes forming part of Financial Statements for the year ended March 31, 2018

4. Borrowings		₹ In Lakh
Particulars	As At March 31, 2018	As At March 31, 2017
( Secured 4,098 ( March 31, 2017: 4,434) 9.38% secured debentures of face value Rs 1,0 lakh each fully paid		
Unsecured	37191.02	40,807.60
Liablitles Portion of Preference Shares	1,868.85	1,688.48
	39,059.88	42,496.08

(a) During the financial year 2009-2010, the company has issued 9.38% Non Convertible Debentures for value of 6,5000 lakh (6,500 Debentures of Face Value of \*10lakh each) which are secured by way of first charge on all the assets of the Company both movable (including future annuity receivable) and immovable properties, both present and future but excluding project assets (unless permitted by National Highways Authority of India (NHAI) under the Concession agreement).

Debentures are repayable in 34 half yearly unequal installments commencing from April 15, 2010 to October 15, 2026.

(b) The Company had issued \$44.50 lakh 8% Redeemable, Non-cumulative and Non-Convertible preference shares of Rs.100 each. Preference Shares are redeemable at premium at the option of the Board of Directors of the Company on October 15, 2026, with one day prior notice to the preference shareholders. Refer note 13 and 14 for equity and liablities portion of Preference Shares.

As these Preference share are non cumulative and the Company is not under obligation to pay dividend, only fair value of redemption value has been considered as financial liability using a market rate for an equivalent instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on redemption. The remainder of the proceeds is recognised and included in Equity (Refer Note 13)

15. Trade Payables

₹ in Lakhs

Particulars	As At March 31, 2018	As At March 31, 2017
Trade Payable		
- Payable to related parties	67.94	76.67
- Payable to Others	39.28	27.73
	107.22	104.40

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 60 days terms

Based on information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under 'The Micro, Small and Medium Enterprises Development Act, 2006" as at March 31, 2018

16. Other Current Financial Liability

Particulars	As At March 31, 2018	As At March 31, 2017
(a) Current maturities of long term secured debt	3,666.27	3,387.86
(b) Interest accured but not due	1,768.65	1,925.24
(c) Retention Money	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
- Payable to related parties	0.90	0.90
- Payable to others	4.39	14.82
(d) Non trade payables		24.02
- Payable to related parties		
- Payable to others	22.58	83.03
	5,462.79	5,411.86





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Particulars	As At March 31, 2018	As At March 31, 2017
Advances from others	34.13	
Statutory dues	43.07	14.91
	77.20	14.91

₹	ln	Lak	h:

Particulars	As At March 31, 2018	As At March 31, 2017
(i) Non Current		
(a) Provision for Employee Benefits	144.32	26,81
(b) Provision for Major Maintenance	6,122.34	3,688.52
	6,265.66	3,715.33
(ii) Current	452.70	407.00
(a) Provision for Employee Benefits	153.73	102.06
(b) Provision for Operation and Maintenance	31.88	27.60
	185.61	129.66

Provision for Major Maintenance

The Company has a contractual obligation to maintain, replace or restore infrastructure, except for any enhancement element. Cost of such obligation is measured at the best estimate of the expenditure required to settle the obligation at the balance sheet date and recognised over the period at the end of which the overlay is estimated to be carried out. Major Overlay activities have been completed and next major overlay is expected to be carried out in FY 2019-20, 2020-21.

	March 31, 2018		March 31, 20	17
	Non-Current	Current	Non-Current	Current
Opening Balance	3,688.52		1,668.54	=<<
Accretion during the year	2,433.83	2	2,019.98	Sept. 1
Utilised during the year	:*	5.	55	
Closing Balance	6,122.34		3,688.52	

19. Current Tax liabilities ( net)		Z IU Takuz
Particulars	As At March 31, 2018	As At March 31, 2017
Provision for taxation	731.12	374.42
	731.12	374.42





CIN: U45200KA2005PLC049327

# Notes forming part of Financial Statements for the year ended March 31, 2018

₹ in Lakhs

Particulars	Year ended March 31,2018	Year ended March 31,2017
20. Revenue from operations (a) Operation & Maintenance Income (b) Interest Income of Financial Assets	4,192.27 3,759.33	3,315.84 4,774.27
	7,951.60	8,090.11

# 21. Other income

Particulars Year ended March 31,2018		Year ended March 31,2017
(a) Interest Income on Bank Deposit	168.51	611.53
(b) Interest Income on Others	2,120.14	1,117.57
(c) Interest on Income Tax Refund	7.37	1.73
(d) Net gain on sale of Investments	136.76	130.35
(e) Excess provision written back	0.22	6.50
(f) Other non-operating income	14.37	27.59
	2,447.37	1,895.27





# **GMR Pochanpalli Expressways Limited**

CIN: U45200KA2005PLC049327

Notes forming part of Financial Statements for the year ended March 31, 2018

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Particulars	Year ended March 31,2018	Year ended March 31,2017
22. Operating expenses		
Highway Maintenance Expenses	256.00	269.40
Major Maintenance expenses	2,038.48	1,841.74
Toll/Highway Management Services	96.01	68.60
	2,390.49	2,179.74

Employee benefit expense

₹ in Lakhs

23. Employee benefit expense		VIII Editiis
Particulars	Year ended March 31,2018	Year ended March 31,2017
Salaries, Perquisites & Allowance	797.06	399.31
Contribution to provident and other funds	63.09	31.18
Gratuity expense	18.93	6.44
Staff welfare expenses	7.27	8.15
·	886.35	445.09

24. Finance costs

₹ in Lakhs

Particulars	Year ended March 31,2018	Year ended March 31,2017
Interest on Debentures	3,935.98	4,243.15
Interest on Financial Liablities	899.07	546.60
Other Finance Charges	89.80	47.01
	4,924.85	4,836.75

Total interest expense (calculated using the effective interest method) for financial liabilities that are not at fair value through profit or loss

₹ in Lakhs

	7	
(a) Interest on Debentures	3,935.98	4,243.15
(b) Interest on Loan portion of Preference Shares	180.37	162.96
(c)-Interest on Overlay Provision	394.03	178.24
(d) Interest loss on Modification of Loan to related parties	324.67	205,39
	4,835.05	4,789.74

25. Depreciation and amortization expense

₹ in Lakhs

25. Depreciation and amortization expense		t III Editiio
Particulars	Year ended March 31,2018	Year ended March 31,2017
Depreciation on Property, Plant & Equipment (note 3)	8.01	8.43
, , , , , , , , , , , , , , , , , , , ,	8.01	8.43





26. Other expenses

₹ In Lakhs

Particulars	Year ended March 31,2018	Year ended March 31,2017	
Consumption of Stores & Spares	32.68	17.47	
Utility Expenses (including Electricity charges)	75.25	58.32	
Rent	4.56	4.57	
Rates and taxes	4.96	4.74	
Insurance	42.13	40.26	
Repairs and maintenance (including vehicle maintenance)	42.34	28.28	
Travelling and conveyance	86.95	56.62	
Communication costs	6.07	3,14	
Printing and stationery	0.92	0.60	
Legal and professional fees	207.51	106.84	
Manpower Outsourcing	12.12	10.87	
Directors' sitting fees	3.34	3.16	
Payment to auditor	5.82	6.28	
Advertisement	0.50	0.44	
Office Maintenance	0.19	0.28	
Meeting & Seminar	6.38	0.77	
Books & Periodicals	0.08	0.03	
Business Promotions	0.24	90	
Donations	0.05	38,60	
Fixed Assets writte off	0.12	(*)	
Other Establishmnt Costs	2.10	8.29	
	534.32	389.57	

Payment to audi	itor
-----------------	------

₹ in Lakhs

r by metre to additor	
March 31, 2018	March 31, 2017
3.54	3.45
0.89	0.86
1.18	1.75
0.21	0.22
5.82	6.28
	3.54 0.89 1.18 0.21





# GMR Pochanpalli Expressways Limited CIN: U45200KA2005PLC049327

# Notes forming part of Financial Statements for the year ended 31st March 2018

### 27. Income Tax

The Company, being Infrastructure Company, enjoys the benefit of tax holiday period for 10 years out of first 20 years of operations. In initial years of operations, the Company has incurred losses and hence not claimed benefit of tax holiday period. The Management expects that all temporary differences as well as unused tax losses will reverse in tax holiday period and accodignly has not recognised resulting deferred tax. Summary of temporary differences & unused tax losses for which deferred tax assets/liablity has not been recognized is as under:

₹ In Lakhs

18 March	31, 2017
5.56	1,615.45
6.87	6,974.31
5.75	37.59
26	26.75

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Income tax expense for the years ended March 31, 2018 and March 31, 2017 are as under:

₹ In Lakhs

	As at	As at
	March 31, 2018	March 31, 2017
Accounting profit	1,654.96	2,125.80
Tax at the applicable tax rate	538.82	375.30
Deferred tax asset not recognised	£	16
Tax expense	538.82	375.30





### Notes forming part of Financial Statements for the year ended March 31, 2018

### 28 Earning/ (Loss) Per Share

Basic EPS amounts are calculated by dividing the profit/ loss for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity shareholders (after adjusting for Interest on the convertible securities) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Amount in ₹

	Year ended March 31, 2018	Year ended March 31, 2017
Face value per share (Rs)  Profit/ (loss) attributable to equity shareholders  Weighted average number of equity shares used for computing earning per share (basic and diluted)	10.00 1,116 1,380	10,00 1,751 1,380
Earning Per Share (Basic) (Rs)	0.81	1,27

### 29 Significant accounting Judgements, estimates and assumptions

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimate and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which are estimate is revised and future periods affected.

Significant judgements and the estimates relating to the carrying values of assets and liabilities, provision for employee benefits and others provisions, commitments and contingencies and fair value measurements of investments.

### i) Estimates and assumptions

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

### a) Taxes

Deferred tax assets are recognised for Mat Credit Entitlement to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Refer note 27 for further disclosures.

## b) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 38 for further disclosures.

## c) Contingencles

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal and contractual claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

### d) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in note .35.

### li) Significant Judgements

## a) Provision for overlay:

As per the terms of concession agreement, the Company is required to carry out overlay activities in 2019. The Management has estimated amount to be incurred on such overlay activities to recognise the provision for overlay as per the requirements of IND AS 37. Further details are given in note no. 18.





### GMR Pochanpalli Expressways Ltd

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Notes forming part of Financial Statements for the year ended March 31, 2018

### 30 Capital Commitments

Estimated amount of Contracts remaining to be executed on capital account and not provided, as on March 31, 2018 for ₹ Nil (March 31, 2017: ₹ Nil.).

### 31 Contingent Liabilities

The Contingent Liabilities as on March 31, 2018 is ₹ Nil (31 March 2017: ₹ Nil).

The Company has entered into certain cancellable operating lease agreements and an amount of ₹ 4,56/-Lakh (March 2017: ₹ 4.57/-lakh) paid during the period under such agreements.

### 33 Litigation

NHAI has levied a penalty of Rs. 10.31 Crore for delay in completion of major maintenance of the Project which was subsequently enhanced by CAG to Rs. 23 Crore, The penalty levied by NHAI was disputed by the Company and same was referred to Independent Engineer for amicable resolution as per the provisions of the Concession Agreement. After various meetings, the disputes between the Company and NHAI could not be resolved. Accordingly, Company vide its letter dated 7th December, 2017 has invoked Arbitration against NHAI and appointed its nominee arbitrator. Company has requested NHAI to appoint its nominee Arbitrator. Further, Company has raised a claim of Rs. 104 Crore on NHAI, which Company has incurred on unwarranted major maintenance.

NHAI has deducted Rs 10.47 Crore while releasing 18th Annuity in March 2018. The Management is following up with the Authority and expect a favourable outcome during Arbitration proceedings.

- 34 Based on information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under The Micro, Small and Medium Enterprises Development Act, 2006" as at March 31,2018 which has been relied upon by the auditors.
- 35 Gratuity and other post-employment benefit plans:

### (a) Defined Contribution Plans

Contributions paid / payable to defined contribution plans comprising of provident fund, pension fund, superannuation fund etc., in accordance with the applicable laws and regulations are recognised as expenses during the period when the contributions to the respective funds are due.

A sum of ₹ 63.09/-Lakh (Previous year ₹ 31.18 lakh) has been charged to the Statement of Profit & Loss in this respect.

### (b) Defined Benefit Plans

The Company has defined benefit plan, namely gratuity. As per scheme, an employee who has completed five years or more of service gets gratuity equivalents to 15 days salary (last drawn salary) for each completed year of service.

The following table summarises the components of net expense recognised in the income statement and amounts recognised in the balance sheet for gratuity.

₹ in Lakhs Net Benefit Expenses Vone anded Year ended

Ī6	March 31, 2018	March 31, 2017
Components of defined benefit costs recognised in profit or loss		
Current service cost	1.52	4.11
Past Service cost - plan amendments	13.00	74 (8)
Interest cost on benefit obligation	0.24	0.05
Expected return on plan assets		- Involve
Total	10.76	4.16
Components of defined benefit costs recognised in other comprehensive income		
Actuarial (gains) / loss due to DBO experience	14.32	7,30
Actuarial (gains) / loss due to DBO assumption changes	(2.77)	(1.18)
Return on Plan assets (greater)/less than discount rate	(0.32)	(5.06)
Total	11.23	1.06

		₹ In Lakhs
	As at	As at March 31, 2017
Benefit Asset/ (Llability) Defined benefit obligation Fair value of plan assets Benefit Asset/ (Llability)	(90.18) 17.20 (72.99)	(19.00) 15.44 (3.56)
Changes In the present value of the defined benefit obligation: Opening defined benefit obligation Interest cost on the DBO Current service cost Amount recognised in OCI	(3.56) (0.24) (14.52) (11.23) 0.32	14.45 1.13 4.11
Benefits Paid Actuarial (gain)/loss - experience Actuarial (gain)/loss - financial assumptions Acquisition adjustment Closing defined benefit obligation	(43.76) (72.99)	(7.30) 1.18 5.43 <b>19.</b> 00





### GMR Pochanpalli Expressways Ltd

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### Notes forming part of Financial Statements for the year ended March 31, 2018

Changes in the fair value of plan assets:	3 3	
Opening fair value of plan assets	15.44	8.21
Net interest on net defined benefit liabilty/ (asset)	1,11	1.08
Acquisition adjustment	1.11	4.82
Return on plan assets greater/(lesser) than discount rate		*1.02
Contributions by employer	0.32	6.39
Benefits paid	0.32	(5,06)
Closing fair value of plan assets	17,20	15.44

		As at	As at
The major categories of plan assets as a percentage of total	_	31-Mar-18	31-Mar-17
Other (including assets under Schemes of Insurance)		100%	100%

The principal assumptions used in determining pension and post-employment benefit obligations for the Company's plans are shown below:

Discount rate	7.10%	7.80%
Future salary Increases	6.00%	6.00%
Rate of Interest	6.50%	6.50%
Mortality table used		6.50%
Mortanty (able used	Indian Assured	Indian Assured
	Lives Mortality	Lives Mortality
	(2006-08) Ult.	(2006-08) LIIt.

The estimates of future salary increases considered in the actuarial valuation take into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market

Contributions expected to be made by the Company during the next year is ₹ 0.32/- (previous year ₹₹ 1.37)

Risk Faced by Company:

The Gratulty scheme is a final salary Defined Benefit Plan that provides for a lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and pald as lump sum at exit. The Plan design means the risks commonly affecting the liabilities and the financial results are expected to be:

Interest rate risk: The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to Increase

Salary Inflation risk: Higher than expected increases in salary will increase the defined benefit obligation

Demographic risk: This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Particulars			31-Ma	r-18		
Sensitivity Level	Discount rate		Future salary increases		Withdrawal Rate	
	+1%	-1%	+1%	-1%	+1%	-156
	Amount In ₹					
mpact on defined benefit obligation	(5.82)	6.65	5.56	(5.08)	0,96	(1.10

Particulars			31-Mar	-17		
	Discount ra	te	Future salary	Increases	Withdrawa	Rate
Sensitivity Level	+1%	-1%	+1%	-1%	+1%	-1%
X	Amount In ₹					
Impact on defined benefit obligation	(1.65)	1.91	0.85	(0.95)	0.67	(0.75)

Maturity Plan of defined benefit obligation:	₹in Lakhs
Within 1 year	19.50
1-2 year	4.98
2-3 year	
3-4 year	6.16
4-5 year	14.41
5-10 year	7.78
3-10 year	65.32

# 36 List of Related parties and Transactions / Outstanding Balances:

a) Name of Related Parties and description of relationship:

Enterprises that control the Compan	y / excercie GMR Enterprises Private Limited ( GEPL)	
ignIficant Influence	GMR Infrastructure Limited (GIL)	
	GMR Highways Limited (GHWL)	
Fellow Subsidiaries	GMR Energy Ltd (GEL)	_
	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	
	Dhruvi Securites Private Limited ( DSPL)	
	Raxa Security Services Limited (RSSL)	





Notes forming part of Financial Statements for the year ended March 31, 2018

GMR Varalakshmi Foundation ( GVF)		
Mrs. Ragini Kiran Grandhi , Whole time director ( from May 1, 2016)		
Mr. B.L. Gupta, Independent Director ( from September 1, 2016 )		
Mr Arun Kumar Sharma, Director (from April 11, 2014)		
Mr.K.A.Somayajulu, Independent Director (from March 31, 2015)		
Mr. Mohan Rao M, Additional Director (from October 16, 2015 )		
Mr Janagani Pothalarah		
Mr.Amit Kumar Agarwal		
Mr. Paramjeet Singh		

b) Summary of transactions with above			₹ In Lakhs
Name of Entity	Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Transaction with Enterprises that cont	rol the Company / exercise significant influence		
GIL	Interest on compound financial instruments ( Preference Shares )	180.37	162.96
32	Interest on Unsecured Loan given	208.00	
	Unsecured Loan given/ (refunded)	3,732.00	2.50
	Share of Corporate Common expense	49.00	65,33
GHWL	Interest Income on Inter Corporate Deposit/Unsecured Loan	682.95	198.73
	Interest Income on Security Deposit	1.93	1.74
	Modification Loss on Loan given to related parties	64.60	10.47
	Monthly Maintenance of Highways (including change of scope works )	392.76	252.69
	Charges for Periodic Maintenance of Highways (Provision)	2,432.51	0.0
	Mobilisation Advance Given	2.23	
	Unsecured Loan given/ (refunded)	300.00	4,920.00
Transaction with Fellow Subsidiaries			
GEPL	Interest Income on Inter Corporate Deposit/Unsecured Loan	133.78	100.00
	Modification Loss on Loan given to related parties	35.30	26.21
DSPL	Interest Income on Inter Corporate Deposit/Unsecured Loan	1,093.46	795.26
_3/ =	Unsecured Loan given		2,700.00
	Modification Loss on Loan given to related parties	224.77	168.71
RSSL	Charges for Security & Toll management services	69,06	63.60
GVF	CSR Expenses		38.55

<sup>\*</sup> Reimbursement of expenses are not considered in the above statement.

Details of Key Managerial Personnel	Remuneration						
	Short-term employee benefits	Post employment benefits	Other long-term employee benefits	Termination benefits	Sitting Fee	Others	loans/advances recelvables
Dr. Kavitha Gudapati	-		¥ T	*	(0.80)		
Mr. BAJRANG LAL GUPTA	*	*			1.70 '(0.75)	2	
Mr.K.A.SomayaJulu		9	*-	= ==	1.52 '(1.61)		-
Mrs Ragini Kiran Grandhi	54.00 (49.36)		•	)0 2 <b>4</b>	*	-	•
Mr. O Bangaru Raju	47.31 (184.90)	•		•	(*)		
Mr. Janagani Pothalalah	25.24 (9.07)	•	7-	3	16	=	
Mr V.S.S Srikanth	(3.30)		-				

Previous year are in brackets			₹ In takh
Name of Entity	Particulars	As At March 31, 2018	As At March 31, 2017
Closing Balances with Enterpris	es that control the Company / exercise significant influence		
GIL	Equity Shares Outstanding	138,00	138.00
	Equity Portion of compound financil instrument of Preference Shares	3,620.95	3,620.95
	Liability Portion of compound financil instrument of Preference Shares	1,868.85	1,688.48
	Unsecured Loan Given	3,732.00	
	Interest Receivable on Loan Given	190.17	
	Mobilisation Advance Paid		775.00
	Trade and Other Payables	7.15	66.2
GHWL	Equity Shares Outstanding	13,593.00	13,593.00
	Trade and Other Payables	54.27	2,4
	Unsecured Loan Given	6,080,00	5,780,0
	Interest Receivable on Loan Given	1,449.55	836.1
	Provision for Major Maintenance	6,122,34	3,688.5
	Mobilisation Advance Pald	1,182.56	1,180.3
	Security/Other Deposit Recoverable	20,00	18.0
Closing Balances with Fellow St	ubsidiaries		
GEL	Equity Shares Outstanding	69.00	69.00
GHVEPL	Trade and Other Payables		0.0
	Receivable - other reimbursement	0.02	0.113



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### Notes forming part of Financial Statements for the year ended March 31, 2018

DSPL	Unsecured Loan Given	9,500.00	9,500.00
	Interest Receivable on Loan Given	2,769.26	2,106.02
GACEPL	Trade and Other Payables		0.20
GPPL	Unsecured Loan Given	1,000.00	1,000.00
	Interest Receivable on Loan Given	464.96	367.23
GTTE	Investment in equity instruments	0.00	0.00
GTAE	Trade and Other Payables		0.05
	Investment in equity instruments	0.00	0.00
RSSL	Trade and Other Payables	13.67	9.98
	Security/Other Deposit Recoverable	16.67	16.67
DIAL	Trade and Other Payables	0.64	
GVF	Trade and Other Payables		4.25

Commitments with related parties: As at year end March 31, 2018, there is no commitment outstanding with any of the related parties

### Terms and conditions of transactions with related parties

The transaction from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2018, the Company has owed amount to related parties however impairment of receivables relating to amounts owed to related parties does not arise. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

For terms and condition related to Preference Share please refer Note no 14

### 37 Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Company<sub>+</sub>. For the purpose of the Company's capital management, capital includes Issued equity capital, Preference Share and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company includes within net debt, borrowings, trade and other payables, less cash and cash equivalents.

		Amount in ₹
Particulars	As at March 31, 2018	As at March 31, 2017
External Borrowings	42,625.95	46,120.70
Net debts	42,625.95	46,120.70
Capital Components		
Share Capital	13,800.00	13,800.00
Other Equity	8,022.94	6,918.03
Borrowings- Related party	1,868.85	1,688.48
Total Capital	23,691,79	22,406.51
Capital and net debt	66,317.74	68,527.21
Gearing ratio (%)	64%	67%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objet\*lives, policies or processes for managing capital during the years ended March 31, 2018 and March 31, 2017.

### 38 Disclosures on Financial Instruments

This section gives an overview of the significance of finandal instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Notes to the financial statements.

### (a) Financial assets and liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2018 and March 31, 2017.





Amount in ₹

Particulars	As at N	Narch 31, 2018		As	at March 31, 2017	7
	At Amortised Cost	At FV	TPL	At Amortised	At FVTPI	
		Cost	Fair Value		Cost	Fair Value
Assets						
Investment in Mutual Funds	0.00	1,037.87	1,040.44	0.00	6,625,20	6,631,93
Loans to group companies	25,185.94			19,411.90		
Receivable under SCA	39,566.31			41,372.10	260	
Interest accrued on fixed deposit	28.01			46.13		30
Other Financial Assets	54.95	ľ		45.46	Sec. 1	45
Cash and cash equivalents	6,310,26			3,230.31		X
Total	71,145.47	1,037.87	1,040.44	64,105.89	6,625.20	6,631.93
Liabilitles						
Borrowings (including interest)	42,625.95			46,120.70		80
Trade Payable	107.22			104.40	- 1	£
Other Financial Uability	1,896.73			1,787.24		
Total	44,629.89			48,012.33	-	

### Fair values

The following methods and assumptions were used to estimate the fair values:

- The fair values of the unquoted mutual funds are based on NAV available at the reporting date.

### (b) Fair Value Hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2018:

			Fair Value meas	urement at end	of the reporting
Particulars	As a 2018	at March 31,	Level 1	Level 2	Level 3
Assets Investment in Mutual Funds (Refer note 5)	W.	1,040.44	1,040.44	2	2

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2017:

		Fair Value meas	urement at end	of the reporting
Particulars	As at	Level 1	Level 2	Level 3
	March 31, 2017			
Assets				
Investment in Mutual Funds (Refer note 5)	6,631.93	6,631.93	93	-

# (C) Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets is Receivable under SCA, Cash and Cash equivalents, Investment and other bank balance.

The Company's exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the company's senior management that the company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the company's policies and risk objectives. The Board of Oirectors reviews and agrees policies for managing each of these risks, which are summarised below.





# Notes forming part of Financial Statements for the year ended March 31, 2018

### Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Interest rate risk, currency risk and commodity risk. Financial Instruments affected by market risk include loans and borrowings and Investment measured at FVTPL

The sensitivity analyses in the following sections relate to the position as at March 31, 2018 and March 31, 2017

The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt are all constant.

The analyses exclude the impact of movements in market variables on: the carrying values of gratulty and other post-retirement obligations; provisions. The analysis for the contingent consideration liability is provided in Note 31.

The following assumptions have been made in calculating the sensitivity analyses:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2018 & March 31, 2017.

### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company's policy is to manage its interest cost using only interest free/ fixed rate debts from related parties.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Increase/ decrease in basis points	Effect on profit before tax
31-Mar-18		
INR	+50	(210)
INR	-50	210
31-Mar-17		
INR	+50	(226)
INR	-50	226

### Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. With respect to credit risk arising from other financial assets of the Company's, which comprise Cash and cash equivalents, loans and advances and investment, the Company's exposure to credit risk arises from default of the counterparty, with maximum exposure equal to the carrying amount of these instrument.

### Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecast on the basis of expected cash flows.

The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments.

₹ In Lakhs

50,907.39

	On Demand	Within 1 year	1-2 years	2-3 years	3-5 years	More than 5 Years	Total
Year ended							
March 31, 2018	1 1		1		1		
Term Loan from Banks	*	3,689.00	4,059.00	4,625.00	9,122.00	19,471.00	40,966.00
Interest Payable	1	1,768.65	3.67	\$ 1			1,768.65
Preference Shares at amortised cost	1 1		€.		- 1	4,450.00	4,450.00
Trade payables		107.22	3.50	+=	*:	*	107.22
Other financial liabilitles		27.87					27.87
<u> </u>		5,592.74	4,059.00	4,625.00	9,122.00	23,921.00	47,319.74

₹ In Lakhs On Demand Within 1 year 1-2 years 2-3 years 3-5 years More than 5 Years Year ended March 31, 2017 Term Loan from Banks 3.363.00 3,689,00 4.059.00 9,509.00 23,709.00 44,329.00 Interest Payable 1.925.24 1,925.24 Preference Shares at amortised cost 4,450,00 4,450.00 Trade payables 104.40 104.40 Other financial Ilabilities 98.75 98.75

5.491.39



3.689.00

4.059.00

9.509.00



28.159.00

### GMR Pochanpalli Expressways Ltd CIN: U45200KA2005PLC049327

### Notes forming part of Financial Statements for the year ended March 31, 2018

### Excessive risk concentration

The Company needs to assess the risks in relation to excessive risk concentration and the measures adopted by the Company to mitigate such risks.

Concentrations arise when a number of counterpartles are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Selective hedging is used within the company to manage risk concentrations at both the relationship and industry levels.

### 39 Note on Non-consideration of Service Concession Agreement adjustment for the purpose of computing income under section 115/B.

The Company has entered into concession agreement with National Highways Authority of India for rehabilitation and strengthening of existing 2-lane portion from km 367.000 (Adloor Yellareddy) to km 447.000 (Kalkallu), covering 80.745 kms, and improvement, operation and maintenance of kms 447.000 (Kalkallu) - 464.000 (Gundla Pochanpalli) covering 17:00 kms on NH-7 in the state of Andhra Pradesh, to 4 lanes under a concession on build, operate and transfer (BOT). Indian Accounting Standards ("Ind-AS") are applicable to the Company from financial year ("FY") 2016-17. Under IND-AS the company has classified Carriagoways as financial assets and every year the company is charging proportionate amount of Annuity received by it to the financial assets so that at the end of concession period the assets becomes NIL. The company is not charging any depreciation on carriageways as was done under IGAAP. The proportionate amount of annuity charges to carriageways is not shown as income / revenue in the profit and loss account and similarly depreciation is not claimed as expenses.

As per the provision of section 4 and 5 of the Act, the above amount of Annuity which is not included in the profit and loss account is chargeable to tax under normal provision of Income Tax Act, Similarly the company is eligible to claim expenses of Major maintenance and depreciation under the normal provision of Act. As such the above amount of annuity has been offered for tax and corresponding depreciation and expenses towards major maintenance has been claimed while computing book profit under section 115IB of the Act.

In this regard, the company also places reliance on the rationale of introducing the MAT provisions (by way of section 80VVA of the Act) which is, that actual income of the company without allowing deduction under any of the listed provision has to be taxable. As such the above adjustment made towards SCA i.e. annuity, depreciation will lead to taxable of notion income and expenses which will defeat the purpose of introduction of the provision of MAT. As such while computing the book profit under 115.B of the Act, the company has removed the notional adjustment as required for SCA model under IND-AS scenario and offered actual profit under MAT.

### 40 Segment Reporting

The Company is engaged in the business of Construction, Operation & Maintenance of Highways. This being the only segment, the reporting under the provisions of IND AS 108 ( Segment Information) does not arise.

### 41 Sallent aspects of Service Concession Arrangement

NHAI has granted the exclusive right and authority during the concession period for designing, engineering, financing, procurement, construction, completion, operation and maintenance of the Project Highway. It shall include Improvement, Operation and Maintenance of NH-7 in the state of Andhra Pradesh.

The Concession period is 20 year commencing from the commencement date .i.e. 27th Sep 2006

NHAI has further granted the exclusive right and authority during the concession period in accordance with terms and condition of the agreement to:

-to develop, design, engineer, finance, procure, construct, operate and maintain the Project Highway during the Concession Period.

upon Completion of the Projec Highway and during the Operation Period to manage, operate & maintain the Project Highway and regulate the use thereof by third parties.

to allow NHAI to levy, demand, collect and appropriate the Fees from vehicles and persons liable to payment of Fees for using the Project Highway or any part thereof.

## -perform and fulfill all of the obligations under this agreement.

-bear and pay all expenses, costs and charges incurred in the fulfillment of all the obligations under this Agreement

-not assign or create any lien or Encumbrance on the Concession hereby granted on the whole or any part of the Project Highway nor transfer, lease or part possession therewith save and except as expressly pemitted by this Agreement or the Substitution Agreement.

### Annuity

Subject to the provisions of the Concession Agreement and In consideration of the Company accepting the Concession and undertaking to perform and discharge its obligations in accordance with the terms, conditions and covenants set forth in this agreement, NHAI agrees and undertake to pay to the Concessionaire, on each Annuity Payment Date, the sum of Rs. 5418 Lakhs.

The Company should not levy, demand or collect from or in respect of any vehicle or Person, for the use of Project Facilities, any sum whatsover in the nature of a toll or fee.

The Company should not permit or allow any advertisement/hoarding or other commercial activity and should not be entitled to charge, collect or receive any sums on account of any such activity. The Company agrees that unless otherwise provided in this Agreement, the project revenue shall consist of Annuity only.

in consideration of the grant of Concession under this Agreement, the Concession fee payable by the Company to the NHAI is Rs. 1 per year during the terms of the concession agreement.

# Operation and Maintenance

The Company shall operate and maintain the Project Highway by itself or through O&M Contractor and if required, modify, repair or otherwise make improvement to the Project Highway to comply with Specifications and Standards, and other requirements set forth in this Agreement, Good industry Practice, Applicable laws and Applicable Permits and manufacturer's guidlines and instructions with respect to toll systems and more specifically:

i) permitting safe, smooth and uninterrupted flow of traffic during normal operating conditions.

il) to allow NHAI to levy, demand, collect and appropriate the Fees from vehicles and persons liable to payment of Fees for using the Project Highway or any part thereof as per Article VII of the Concession Agreement

iii) minimizing disruption to traffic in the event of accidents or other incidents affecting the safety and use of the Project Highway by providing a rapid and effective response and maintaining liaison procedures with emergency services

iv) undertaking routine maintenance including prompt repairs of potholes, cracks, Concrete joints, drains, line marking, lighting and signage.

yl undertaking major maintenance such as resurfacing of pavements, repairs to structures and hardware and other equipment.





### GMR Pochanpalli Expressways Ltd CIN: U45200KA2005PLC049327

### Notes forming part of Financial Statements for the year ended March 31, 2018

- vi) carrying out periodic preventive maintenance to Projecy Highway.
- vii) preventing with the assistance of concerned law enforcement agencles unauthorised entry to and exit from the Project Highway.
- viii) preventing with the assistance of the concerned law enforcement agencies encroachments on the Project Highway including site and preserve the right of way of the Project Highway
- ix) maintaining a public relations unit to interface with and attend to suggestions from users of the Project Highway, the media, Government Agencies, and other external agencies.
- x) adherence to the safety standrads

### Monitoring and Supervision during Operation

The Compnay is required to undertake periodic inspection of the Project Highway to determine the condition of the Project Highway including its compliance or otherwise with the Maintenance Manual, the Maintenance Programme, Specifications and Standards and the maintenance required and shall submit report of such inspection ("Maintenance Report") to NHAI and the independent Consultant.

### 42 Recent accounting pronouncements

## a) New Indian Accounting Standard (Ind AS) Issued but not yet effective

ind AS 115 'Revenue from Contracts with Customers' was notified on 28 March 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under Ind AS. This new standard requires revenue to be recognized when promised goods or services are transferred to customers in amounts that reflect the consideration to which the Company expects to be entitled in exchange for those goods or services. Adoption of the new rules could affect the Uning of revenue recognition for certain transactions of the Company. Ind AS 115 is effective for the Company in the first quarter of fiscal 2019 and permits two possible methods of transition:

- (i) retrospectively to each prior reporting period presented in accordance with Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors, with the option to elect certain practical expedients as defined within Ind AS 115 (the full retrospective method); or
- (ii) retrospectively with the cumulative effect of initially applying Ind AS 115 recognized at the date of initial application (1 April 2018) and providing certain additional disclosures as defined in Ind AS 115 (the modified retrospective method).

The Company continues to evaluate the available transition methods and its contractual arrangements. The ultimate impact on revenue resulting from the application of Ind AS 115 will be subject to assessments that are dependent on many variables, including, but not limited to, the terms of the contractual arrangements and the mix of business. The Company's considerations also include, but are not limited to, the comparability of its financial statements and the comparability within its industry from application of the new standard to its contractual arrangements. The Company has established an implementation team to implement Ind AS 115 related to the recognition of revenue from contracts with customers and it continues to evaluate the changes to accounting system and processes, and additional disclosure requirements that may be necessary.

Upon adoption the Company expects there to be a change in the manner that variable consideration in certain revenue arrangements is recognized from the current practice of recognizing such revenue as the services are performed and the variable consideration is earned to estimating the achievability of the variable conditions when the Company begins delivering services and recognizing that amount over the contractual period. The Company also expects a change in the manner that it recognizes certain incremental and fulfilment costs from expensing them as incurred to deferring and recognizing them over the contractual period. A reliable estimate of the quantitative impact of Ind AS 115 on the financial statements will only be possible once the implementation project has been completed.

### b) Amendments to Indian Accounting Standards (Ind AS) Issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the financial statements are disclosed below. The Company Intends to adopt these standards, if applicable, when they become effective.

The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2017 and Companies (Indian Accounting Standards) Amendment Rules, 2018 amending the following standard:

### Amendments to Ind AS 12 - Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entitles are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after 1 April 2018. These amendments are not expected to have any impact on the company as the company has no deductible temporary differences or assets that are in the scope of the amendments.





# Notes forming part of Financial Statements for the year ended March 31, 2018

43 Previous year figures

Previous year's figures have been regrouped where necessary to conform to this year's classification.

The accompanying notes are an integral part of the financial statements

In terms of our report attached For Luthra & Luthra

Chartered Accountants Reg. No. 002081N

Quant Naresh Agarwal Partner (M.No.504922)

Place: New Delhi Date: April 24. 2018 GMR Pochanpalli Expressways Limited

Director DIN.02281905

> Deumar Amit Kumar Chief Financial Officer

Director DIN 02506274

Paramjeet Singh **Company Secretary** 





Related Purty Transaction Details For the period ended March 31,2018 Balance Sheerl

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Place: New Delhi Date: 24-Apr-2018

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Related Party Transaction Details
For the period ended March 31,2018
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GMR Pochapalii Expressways Limited (GFEDL)
Code: C130

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3 CMENT	GMR Hishway Limber (GMBIIL)	103300	Resident Maintenance & repairs (Including	C/Sub contracting expenses	Other subcontracting	5101010002	39.275.989.00		19 275 98 69	
4 611	GMR Infrastructure United (GIL)	10,6100	Interest on Profesence share	Flance costs	Interest	10		1903731162	19 017 217 2	
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Fer and on behalf of the Board of Directors



# GMR POCHANPALLI EXPRESSWAYS LIMITED

CIN: U45200KA2005PLC049327

Reg Off: No. 25/1, SKIP House, Museum Road, Bengaluru - 560 025, India T + 91 80 40432000 , F + 91 80 40433233



Email ID: Highways.Secretarial@gmrgroup.in, W: www.gmrgroup.in Audited Financial Results — for the year ended March 31, 2018

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V 5	111	LEEKEI	

(1)	(2)	(3)	(4)
Sl No	Particulars	Current Accounting Year ended	Previous Accounting Year ended
		31.03.2018	31.03.2017
		Aud	dited
1	Total Income from Operations	10,398.97	9,985,38
2	Net Profit/ (Loss) for the period (before tax, Exceptional and / or Extraoridinary items)	1,654.96	2,125,80
3	Net Profit/ (Loss) for the period before tax ( after Exceptional and / or Extraoridinary items)	1,654.96	2,125.80
4	Net Profit/ (Loss) for the period after tax ( after Exceptional and / or Extraoridinary items)	1,116.14	1,750.50
5	Total Comprehensive Income for the period ( Comprising Profit/( Loss) for the period ( after tax) and Other Comprehensive Income ( after tax)	1,104.91	1,751.56
- 6	Paid-up equity share capital	13,800.00	13,800.00
	(Face Value of Rs. 10 each )		
7	Reserves excluding revaluation reserves (as per balance sheet) of previous accounting year		3
8	Net Worth (₹ Lakhs) **	16,408,12	15,303.21
9	Secured Debt ( Including interest accrued )	42,625.95	46,120.70
10	Outstanding Redeemable Preference Shares		*
11	Debt Equity Ratio **	1.95	2.23
12	Earning Per Share (EPS) ( of Rs10/- each		
	1. Basic	1.61	2.54
	2. Diluted	1.61	2,54
13	Capital Redemption Reserve		
14	Debenture Redemption Reserve	5,414.82	5,414.82
15	Debt Service Coverage Ratio (Adjusted) **	0.83	0.82
16	Interest Service Coverage Ratio (Adjusted) **	1.54	1.37

### Notes:

- 1 The aforesaid results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on 24th April 2018
- \*\* The definition of ratio / formulas used for actual computation are as follows;
- i Debt / Equity Ratio: Total Debt / (Equity Share Capital plus other equities). However, as per IGAAP financials, the Debt Equity ratio shall be 2.20 for YTD March 2018 ( 2.47 for YTD March 2017).
- ii Debt Service Coverage Ratio (DSCR): Earnings After Tax Plus Depreciation & Finance cost / (Interest on secured debts (ie NCDs) + Redemption of NCDs). As per IGAAP financials, the DSCR shall be 1.20 for YTD March 2018 (1.54 for YTD March 2017).
- iii Interest Service Coverage Ratio (ISCR): Earnings After Tax Plus Depreciation & Finance cost / (Interest on NCDs). As per IGAAP financials, the ISCR shall be 2.23 for YTD March 2018 ( 2.69 for YTD March 2017).
- iv Net Worth : Equity Share Capital plus other equities less Debenture Redemption Reserve. As per IGAAP financials, the Net worth shall be Rs 14043.10 Lakhs for YTD March 2018 (Rs 13339.97 Lakhs for YTD March 2017)

For GMR Pochanpalli Expressways Limited

Arun Kumar Sharma

(DIN 02281905)

Date: April 24, 2018 Place: New Delhi

For GMR Pochanpall Expressways Limited

Company Secretary



CARE/DRO/RL/2017-18/2684 Mr. Amit Kumar Head-F&A (Transportation Sector) GMR Pochanpalli Expressways Limited New Udaan Bhawan, Ground Floor Opposite Terminal-3,IGI Airport, New Delhi-110037

December 27, 2017

# Confidential

Dear Sir,

# Credit rating for outstanding Long-term Non-Convertible debentures

On the basis of recent developments including operational and financial performance of your company for FY17 (Audited) our Rating Committee has reviewed the following rating:

Facilities	Amount (In Rs. crores)	Ratings <sup>1</sup> Rem		
Non-Convertible Debenture issue	426.94 (reduced from 443.29)	CARE A-(SO)*; stable [single A minus (Structured Obligation); Outlook: stable]	Revised from CARE AA(SO)*	
Total	426.94 (Rupees Four Hundred twenty Six crores and Ninety Four lakhs only)			

<sup>\*</sup>backed by securitization of the future NHAI annuity receivables

- 2. The redemption date of the bonds is attached as Annexure-1.
- The rationale for the rating will be communicated to you separately. A write-up (press 3. release) on the above rating is proposed to be issued to the press shortly, a draft of which is enclosed for your perusal as Annexure. We request you to peruse the annexed document and offer your comments if any. We are doing this as a matter of courtesy to our clients and with a view to ensure that no factual inaccuracies have inadvertently crept in. Kindly revert

<sup>&</sup>lt;sup>1</sup> Complete definition of the ratings assigned are available at <u>www.careratings.com</u> and other CARE publications



Page I of 8 CARE Ratings Limited

(Formerly known as Credit Analysis & Research Limited)

CORPORATE OFFICE: 4" Floor, Godrej Coliseum, Somalya Hospital Road, Off Eastern Express Highway, Sion (E), Mumbai - 400 022. Tel.: +91-22-6754 3436 • Fax: +91-22-6754 3457 Email: care@careratings.com • www.careratings.com

CIN-L67190MH1993PLC071691

13th Floor, E-1 Block, Videocon Tower Jhandewalan Extension, New Delhi - 110 055. Tel: +91-11-4533 3200 . Fax: +91-11-4533 3238

CERTIFIED TRUE COPY

For GMR Pochanpalli-Expressways Limited

Company Secretary

as early as possible. In any case, if we do not hear from you by December 29, 2017, we will proceed on the basis that you have no any comments to offer.

4. CARE reserves the right to undertake a surveillance/review of the rating from time to time, based on circumstances warranting such review, subject to at least one such review/surveillance every year.

5. CARE reserves the right to revise/reaffirm/withdraw the rating assigned as also revise the outlook, as a result of periodic review/surveillance, based on any event or information which in the opinion of CARE warrants such an action. In the event of failure on the part of the entity to furnish such information, material or clarifications as may be required by CARE so as to enable it to carry out continuous monitoring of the rating of the debt instrument, CARE shall carry out the review on the basis of best available information throughout the life time of such instrument. In such cases the credit rating symbol shall be accompanied by "ISSUER NOT COOPERATING". CARE shall also be entitled to publicize/disseminate all the afore-mentioned rating actions in any manner considered appropriate by it, without reference to you.

6. Users of this rating may kindly refer our website <a href="www.careratings.com">www.careratings.com</a> for latest update on the outstanding rating.

7. CARE ratings are **not** recommendations to buy, sell, or hold any securities.

If you need any clarification, you are welcome to approach us in this regard.

Thanking you,

Yours faithfully,

[Kartik Makhija] Analyst

Exterplied o

kartık.makhija@careratings.com

[Sudhir Kumar]
Associate Director

sudhir.kumar@careratings.com

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### Disclaimer

CARE's ratings are opinions on credit quality and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. CARE has based its ratings/outlooks on information obtained from sources believed by it to be accurate and reliable. CARE does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by CARE have paid a credit rating fee, based on the amount and type of bank facilities/instruments.

In case of partnership/proprietary concerns, the rating/outlook assigned by CARE is based on the capital deployed by the partners/proprietor and the financial strength of the firm at present. The rating/outlook may undergo change in case of withdrawal of capital or the unsecured loans brought in by the partners/proprietor in addition to the financial performance and other relevant factors.

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# Annexure-1

Name of the Instrument with ISIN No.(NCD)	Date of Issuance	Coupon Rate	Maturity Date	O/s (Rs.crore)
INE808H07010	April 15, 2010	9.38%	October 15, 2026	426.94

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### Annexure 2

### Press release

# GMR Pochanpalli Expressways Limited

# Ratings

Facilities	Amount (In Rs. crs)	Ratings <sup>1</sup>	Remarks
Non-Convertible Debenture issue	426.94 (reduced from 443.29)	CARE A-(SO)*; stable  [single A minus Revised from CA (Structured Obligation); AA(SO)*  Outlook: stable]	
Total	426.94 (Rupees Four Hundred Twenty Six Crores and Ninety Four lakhs only)		

<sup>\*</sup>backed by securitization of the future NHAI annuity receivables

# **Detailed Rationale and Key Rating Drivers**

The revision in rating of GMR Pochanpalli Expressways Ltd (GPEL) factors in the significant increase in exposure towards group companies, which was inconsistent with the terms of the Debenture Trust Deed and Trust Retention Agreement entered into by GPEL. This has weakened the strength of structure as originally envisaged.

The rating continues to draw comfort from the 'annuity' nature of the project revenues with no exposure to traffic risk and low counterparty risk as per the terms of the concession agreement.

The rating also factors in the credit enhancement measures including structured payment mechanism for servicing the NCDs in the form of escrow mechanism of annuity receivables from National Highways Authority of India (NHAI - rated CARE AAA), satisfactory operational status of the project stretch and experience of the sponsor.

Going forward, timely receipt of funds from group companies, adhering with transaction structure including, inter-alia, maintenance of Major Maintenance Reserve Account (MMRA) shall remain key rating sensitivity. Also, any further increase in exposure to group companies shall also be a key monitorable from credit perspective.

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<sup>&</sup>lt;sup>1</sup> Complete definition of the ratings assigned are available at <u>www.careratings.com</u> and other CARE publications

Detailed rationale of key rating drivers

Weakening of structure with increase in exposure to group companies

GPEL has advanced additional funds of Rs.76.20 cr during FY17 to group companies increasing the advances to group companies at Rs. 162.80 cr as on March 31, 2017 (PY: Rs.86.60 cr.). The transfer of fund is inconsistent with the structure originally envisaged

Although, the company has provided for major maintenance during FY17, however, part of the money has been provided as loans to group companies instead of being invested in permitted securities which may lead to shortfall of funds required for major maintenance during FY19 and FY20.

Though, as per the company, the transferred funds are callable at short notice, the release of funds to the group companies has diluted the strong credit quality inbuilt in the structure on which the rating took considerable comfort.

Structured payment mechanism and Credit enhancement measures

The project is an NHAI annuity project thereby providing strong revenue visibility. Furthermore, NHAI has also provided letter of credit to GPEL equivalent to one annuity payment to take care of any possible delay in disbursal of annuity payment.

Established track record of annuity receipt

GPEL has received seventeen annuities from NHAI till now. The annuity payments are due semi-annually in mid of September and March of every year. The annuity payments have been regular without any substantial delays but always before NCD schedule repayment date.

Maintenance of DSRA

The company is required to maintain DSRA as per the terms of the concession agreement. Earlier the DSRA of Rs.20 cr was funded however during December, 2016 company has provided Bank Guarantee of the same amount against the DSRA requirements.

About the Company

GMR Pochanpalli Expressways Private Limited (GPEL) was incorporated as a Special Purpose Vehicle (SPV) by the GMR group on October 18, 2005 to develop and maintain the 102-km stretch on the National Highway (NH) -7 connecting Adloor Yellareddy and Gundla Pochanpalli in the state of Andhra Pradesh. As on March 31, 2017, GMR Highways Limited (GHL) along with GMR Infrastructure Limited (GIL) and GMR Energy Limited (GEL), held 100% stake of GPEL. The concession was awarded by NHAI on Build, Operate and Transfer (BOT) Annuity Basis to the consortium based on its lowest annuity quote of

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CARE Ratings Limited (Formerly known as Credit Analysis & Research Limited) Rs.108 crore (payable semi-annually). GPEL has entered into a Concession Agreement (CA) with NHAI on March 31, 2006 for the project. The project cost of Rs.702.26 crore has been funded by way of equity Rs.138 crore, preference shares of Rs.12.26 crore from the promoters and the balance Rs.552 crore by way of bank loans. The project achieved Commercial Operations Date (COD) on March 26, 2009. GPEL received its first annuity from NHAI in September 2009.

Particulars* for the year ended at March 31,	2016(A)	2017(A)
Total Operating Income	98.95	98.26
PBILDT	72.00	68.11
PAT	24.20	21,27
Overall Gearing (times)	3.42	2,90
Interest Coverage (times)	1.49	1.41

<sup>\*</sup>These numbers are in accordance with IND-AS

Status of non-cooperation with previous CRA: NA

Any other information: NA

Rating History for last three years: Please refer Annexure-2

Note on complexity levels of the rated instrument: CARE has classified instruments rated by it on the basis of complexity. This classification is available at www.careratings.com. Investors/market intermediaries/regulators or others are welcome to write to care@careratings.com for any clarifications."

# **Analyst Contact:**

Name: Mr. Sudhir Kumar

Tel: 011-45333232

Email: sudhir.kumar@careratings.com

# \*\*For detailed Rationale Report and subscription information, please contact us at www.careratings.com

# About CARE Ratings:

CARE Ratings commenced operations in April 1993 and over two decades, it has established itself as one of the leading credit rating agencies in India, CARE is registered with the Securitles and Exchange Board of India (SEBI) and also recognized as an External Credit Assessment Institution (ECAI) by the Reserve Bank of India (RBI), CARE Ratings is proud of its rightful place in the Indian capital market built around investor confidence. CARE Ratings provides the entire spectrum of credit rating that helps the corporates to raise capital for their various requirements and assists the investors to form an informed investment decision based on the credit risk and their own risk-return expectations. Our rating and grading service offerings leverage our domain and analytical expertise backed by the methodologies congruent with the international best practices.

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CARE Ratings Limited (Formerly known as Credit Analysis & Research Limited) believed by it to be accurate and reliable. CARE does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by CARE have paid a credit rating fee, based on the amount and type of bank facilities/instruments.

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# Annexure-1: Details of Instruments/Facilities

Name of the Instrument	Date of Issuance	Coupon Rate	Maturity Date	Size of the Issue (Rs. crore)	Rating assigned along with Rating Outlook
Debentures-Non Convertible Debentures	a		=	426.94	CARE A- (SO); Stable

# Annexure-2: Rating History of last three years

Sr.	Name of the	Current Ratings		Rating history				
No.	Instrument/Bank Facilities	Туре	Amount Outstanding (Rs. crore)	Rating	Date(s) & Rating(s) assigned in 2017-2018	Date(s) & Rating(s) assigned in 2016-2017	Date(s) & Rating(s) assigned in 2015-2016	Date(s) & Rating(s) assigned in 2014-2015
	Debentures-Non Convertible Debentures	LT	426.94	CARE A- (SO), Stable	7	1)CARE AA (SO) (14-Oct-16)	1)CARE AA (SO) (08-Oct-15)	1)CARE AA (SO) (12-Feb-15)

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May 30, 2018

GMR Pochanpalli Expressways Limited New Udaan Bhawan, Opp Terminal 3, Indira Gandhi International Airport, New Delhi - 110037

# Kind Attn: Mr. Utsav Sainl

Dear Sir,

Re.: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015)

This has reference to the private placed, secured, redeemable, non-convertible, tax free, bonds aggregating to Rs. 650 Crores issued by GMR Pochanpalli Expressways Limited ("the Company") and listed on the Stock Exchange ("Listed Debt Securities").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said aforesaid information vide your letter dated May 30, 2018 along with the relevant/necessary supporting (enclosed herewith) and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Further please note that we have not independently verified the contents submitted vide your above letter and the aforesaid noting is subject to the following:

- 1. The Debenture Trustee is relying on the information/status as submitted by the company for the purpose of submission to the Stock Exchange; without reconfirming.
- 2. Any commitment pertaining to the interest /principal payable on the future due dates are sole commitment on the company's part and Trustee is not liable in any manner if company fails to fulfill / does not fulfill its commitments.

Yours Faithfully
For Axis Trustee Services Limited

NO

Swali Borkar

**Assistant General Manager** 

657

Encl.: a/a

Cc: The Life Insurance Corporation of India Yogakshema, C.O., Investment Deptt, 6th Floor, West Wing, Jeevan Bima Marg, Mumbai – 400021

AXIS TRUSTEE SERVICES LTD. (A wholly owned subsidiary of Axis Bank)

Corporate Identity Number (CIN): U74999MH2008PLC182264

CORPORATE & REGISTERED OFFICE: Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worll, Mumbai - 400 025 TEL: 022-6226 0054 / 6226 0050 Website: www.axistrustee.com

Karnataka's Chief Electoral Officer Sanjiv Kumar demonstrating the M3 VVPAT machine at a press conference in Bengaluru on Wednesday. The M3, or third-generation EVM, will be used for the first time in seven constituencies in the State. It is claimed to have tamper detection and self-diagnostic features V SREENIVASA MURTHY

jected that Congress will be the single largest party after the election.

Modi will start his campaign in the state from May 1 and is expected to address 15-20 rallies, agency reports said.

# n', says Congress

Congress spokesperson Raieev Gowda said Indian professionals who get 60 per cent of all HiB visas are the worst hit by this limit and the requirement for revision every three years.

"No wonder newly approved H1B visa jobs for the top six Indian IT companies have gone down from 40 per cent to 68 per cent. An estimated 7.5 lakh Indians may consequently get deported after losing H1B status," he added.

Karnataka Pradesh Congress Committee head G Parameshwara exuded confidence about the Congress returning to power in the State on the back pro-people programmes.

# Pro-people programmes

Recalling his recent tour of his constituency Koratagere in Tumakuru district, he said: "What we heard from the people was - 'can we let down those who gave us food?"

# DMK endorses Mamata's federal alliance against BJP

PRESS TRUST OF INDIA

Chennal, April 25

Tamil Nadu's principal opposition party DMK on Wednesday said it "endorsed" the efforts of West Bengal Chief Minister and Trinamool Congress chief Mamata Banerjee to bring together various parties against the BIP.

"DMK has always stood for the unity of regional parties and stronger federal co-opera-

tion," DMK working president M K Stalin said in a tweet. "I endorse the efforts of @MamataOfficial to bring together various political parties to oppose the autocratic and antidemocratic rule of the BIP."

Responding, Mamata tweeted: "Thank you. We extend our full support."

The Congress is a key ally of the DMK in Tamil Nadu.

# me PM'

that lotus blooms in Amethi." Charging the SP, BSP and Congress of being "anti-farmers, anti-Dalit and anti-poor". he said "after coming to power they think only about their families and not about the needy".

Criticising BSP President Mayawati, he alleged she is "anti-Dalit" and has only been "selling" their votes.

Janardhan Reddy in Cong

Meanwhile, former BJP national executive member Nagam Janardhan Reddy and some other leaders from lelangana joined the Congress in the presence of Rahul Gandhi in New Delhi today.

Apart from Reddy, G Surya Kiran and others joined the Congress at the party's headquarters in the Capital.

Reddy, who had unsuccessfully contested the 2014 Lok Sabha election from Mahbubnagar constituency in the State on a BJP ticket, quit the party last month.

Prior to his stint with the BJP, Reddy was part of the Telugu Desam Party (TDP) and has also been a minister.

AICC in-charge Ram Chandra Khuntia and Telangana PCC chief N Uttam Kumar Reddy were also present on the occasion.

# GMR Pochanpalli Expressways Limited

. 0	Audited Financial Results – for the year end	led March 31, 2018	to Waller will
(1)	(2)		(₹ in Lakhs)
10	The state of the s	(3)	(4)
Slno		Current Accounting Year ended	Previous Accounting Year ended
2010	Particulars	31.03.2018	31.03.2017
119		Aud	llted
1	Total Income from Operations	10,398.97	9,985.38
2	Net Profit / (Loss) for the period (before tax, Exceptional and / or Extraoridinary items)	1,654.96	2,125.80
3	Net Profit/ (Loss) for the period before tax ( after Exceptional and / or Extraoridinary items)	1,654.96	2,125.80
4	Net Profit / (Loss) for the period after tax ( after Exceptional and / or Extraoridinary items)	1,116.14	1,750.50
5	Total Comprehensive Income for the period ( Comprising Profit/( Loss) for the period ( after tax) and Other Comprehensive Income ( after tax)	1104.91	1751.56
6	Paid-up equity share capital (Face Value of ₹ 10 each)	13,800.00	13,800.00
7	Reserves excluding revaluation reserves (as per balance sheet) of previous accounting year	3 1 1 2 -	13,800.00
8	Net Worth (₹ Lakhs) **	16,408,12	15,303,21
9	Secured Debt (including interest accrued)	42,625.95	46,120.70
10	Outstanding Redeemable Preference Shares	10,023,23	40,120.70
	Debt Equity Ratio **	1.95	2.23
12	Earning Per Share (EPS) ( of₹ 10/- each)		2.23
1	1. Basic	0.80	1.27
	2. Diluted	0.80	1.27
13	Capital Redemption Reserve	0.00	1.21
14	Debenture Redemption Reserve	5,414,82	5,414.82
15	Debt Service Coverage Ratio (Adjusted) **	0.83	0.82
_	nterest Service Coverage Ratio (Adjusted) **	1.54	1.37
		1,3-4	637

- The aforesaid results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on 24th April 2018
- •• The definition of ratio / formulas used for actual computation are as follows:
  - Debt / Equity Ratio : Total Debt / Equity Share Capital plus other equities). However, as per IGAAP financials ,the Debt Equity ratio shall be 2.20 for YTD March 2018 ( 2.47 for YTD March 2017).

    Debt Service Coverage Ratio (DSCR): Earnings After Tax Plus Depreciation & Finance cost / (Interest on secured debts (ie NCDs) + Redemption of NCDs). As per IGAAP financials, the DSCR shall be 1.20 for YTD March 2018 ( 1.54 for YTD March 2017).
  - iii) Interest Service Coverage Ratio (ISCR): Earnings After Tax Plus Depreciation & Finance cost / (Interest on NCDs). As per IGAAP financials, the ISCR shall be 2.23 for YTD March 2018 ( 2.69 for YTD March 2017).
- iv) Net Worth: Equity Share Capital plus other equities less Debenture Redemption Reserve. As per IGAAP financials, the Net worth shall be ₹ 14043.10 Lakhs for YTD March 2018 (₹ 13339.97 Lakhs for YTD March 2017)

For GMR Pochanpalli Expressways Limited

Place: New Delhi Date: April 24, 2018

Arun Kumar Sharma Director - (DIN 02281905)

GMR GROUP - PE/ 18/ PREM ASSOCIATES





BM-X

For GMR Pochanpalli Expressways Limited



1. -11.