

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Wainganga Expressway Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Wainganga Expressway Private Limited ("the Company"), which comprise the balance sheet as at 31st March 2020, the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility Report and Report on Corporate Governance but does not include the financial statements and our auditors' report thereon. The above-referred information is expected to be made available to us after the date of this audit report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances and the applicable laws and regulations.

Management's Responsibility for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is

higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of the misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 Annexure – I a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- (d) In our opinion, the aforesaid financial statements comply, in material respect, with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- (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 II.
- (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:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 30 to the financial statements;
 - ii) Based on the assessment made by the company, there are no material foreseeable losses on its long term contracts that may require any provisioning
 - iii) In view of there being no amounts required to be transferred to the Investor Education and Protection Fund for the year under audit, the reporting under this clause is not applicable.

For MKPS & Associates
Chartered Accountants
FRN 302014E

Narendra Khandal
Partner
M No. 065025
UDIN : 20065025AAAADP4175
Mumbai, May 18, 2020

Annexure – I to the Independent Auditors Report
Referred to in our report of even date, to the members of Wainganga Expressway Private Limited for the year ended March 31, 2020

- i)
 - (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - (b) The fixed assets of the company have been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.
 - (c) The company doesn't have any land as its fixed assets and hence the reporting requirements under this sub-clause are not applicable.
- ii) In our opinion, and according to the information and explanations given to us, the company has sub-contracted the entire construction / operation related activities and therefore does not carry any inventories. Hence, the reporting requirements under clause (ii) of paragraph 3 of the order are not applicable.
- iii) In our opinion and according to the information and explanation given to us, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the reporting requirements under sub-clause (a), (b) and (c) of Clause (iii) of paragraph 3 of the order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable and hence the reporting requirements under clause (iv) of paragraph 3 of the order are not applicable.
- v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits during the period under audit. Consequently, the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 of the Act and the rules framed thereunder are not applicable.
- vi) 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(1) of the Companies Act 2013 related to road tolling business under BOT basis and road work business, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- vii)
 - (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is generally regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues, as applicable, with the appropriate authorities in India.
According to the information and explanations given to us, there are no undisputed amounts in respect of the aforesaid statutory dues which in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
 - (b) According to the information and explanations given to us, there are no applicable statutory dues which have not been deposited on account of any dispute.

- viii) Based upon the audit procedures carried out by us and on the basis of information and explanations provided by the management we are of the opinion that the company has not defaulted in repayment of dues to banks / Financial Institutions. The company has not issued any debentures and there are no outstanding dues to government during the year.
- ix) In our opinion and according to the information and explanations given to us, the term loans taken by the company have been ultimately utilised for the purpose for which they were taken. Further, the company has not raised any funds by way of initial / further public offer.
- x) Based on the audit procedures performed by us for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the management, we report that we have neither come across any instance of fraud by the company or on the company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
- xi) According to the information and explanations given to us, the company has not paid any managerial remuneration during the year and hence the reporting requirements under clause (xi) of paragraph 3 of the order are not applicable.
- xii) The company is not a Nidhi Company and hence the reporting requirements under clause (xii) of paragraph 3 of the order are not applicable.
- xiii) According to the information and explanations given to us, all transactions entered into by the company with related parties are in compliance with section 177 and 178 of the Act where applicable and the details thereof have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit.
- xv) According to the information and explanations provided to us, the company has not entered into any non-cash transactions with directors or persons connected with them.
- xvi) In our opinion and according to the information and explanations given to us, the company is not required to be registered under Section 45 – IA of the Reserve Bank of India, 1934.

For MKPS & Associates
Chartered Accountants
FRN 302014E

CA Narendra Khandal
Partner
M No. 065025
UDIN : 20065025AAAADP4175
Mumbai, May 18, 2020

Annexure – II to the Independent Auditors Report

Referred to in our report of even date, to the members of Wainganga Expressway Private Limited for the year ended March 31, 2020

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 Wainganga Expressway Private Limited (“the Company”) as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for 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, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For MKPS & Associates
Chartered Accountants
FRN 302014E

CA Narendra Khandal
Partner
M No. 065025
UDIN : 20065025AAAADP4175
Mumbai, May 18, 2020

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Balance Sheet as at 31st March, 2020
(Rs. in Lakhs)

	Note	As at 31st March, 2020	As at 31st March, 2019
ASSETS			
Non - current Assets			
Property, Plant and Equipment	3	17.26	18.84
Other Intangible Assets	4	65,643.11	67,238.38
Other Financial Assets	5 (b)	10.10	10.10
Total Non Current Assets		65,670.47	67,267.32
Current Assets			
Financial Assets			
Trade Receivables	5 (a)	35.29	13.36
Cash and Cash Equivalents	5 (c)	369.12	248.63
Other Current Assets	7	84.02	109.07
		488.43	371.06
Total Current Assets		488.43	371.06
Total Assets		66,158.90	67,638.38
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	8(a)	3,000.00	3,000.00
Subordinate Debt	8(b)	6,971.00	6,971.00
Other Equity			
Reserves and surplus	8(c)	(19,348.46)	(15,885.15)
Other reserves	8(d)	30.81	30.81
Equity attributable to owners of Wainganga Expressway Private Limited		(9,346.65)	(5,883.33)
Non-controlling interests			
Total equity		(9,346.65)	(5,883.33)
Non - current Liabilities			
Financial Liabilities			
Borrowings	9(a)	26,439.60	28,600.78
Other Financial Liabilities	9(c)	31,316.75	30,632.32
Provisions	10	825.53	824.53
Deferred Tax Liabilities	6	916.87	949.59
Total non-current liabilities		59,498.75	61,007.21
Current Liabilities			
Financial Liabilities			
Borrowings	9(b)	9,177.10	7,233.31
Trade Payables	9(d)		
(i) Total outstanding dues of micro enterprises and small enterprises		0.45	0.10
(ii) Total outstanding dues of creditors other than micro enterprises		193.35	85.40
Other financial liabilities	9(c)	6,502.34	5,066.34
Provisions	10	1.48	1.31
Other current liabilities	11	132.09	128.03
Total current liabilities		16,006.80	12,514.50
Total liabilities		75,505.55	73,521.71
Total equity and liabilities		66,158.90	67,638.38

The above balance sheet should be read in conjunction with the accompanying notes.

For M K P S & Associates
 Chartered Accountants
 Firm's Registration No.302014E

For and on behalf of the Board

CA Narendra Khandal
 Partner
 Membership No.: 065025

Saurabh Gupta
Managing Director
DIN: 06856431

Vardhan Vasant Dharkar
Additional Director
DIN: 00045622

Alpa Ramani
Company Secretary
M. No. A33616

Ganesh Bansal
Chief Financial Officer

Place : Mumbai
 Date : 18.05.2020

Place : Mumbai
 Date : 18.05.2020

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Statement of Profit and loss for the year ended 31st March, 2020
(Rs. in Lakhs)

Particulars	Notes	Year ended 31 March 2020	Year ended 31 March 2019
Revenue from operations	12	5,916.95	5,448.77
Utility Shifting	13	-	40.39
Change of Scope	14	56.48	134.88
Other income	15	29.90	114.49
Total income		6,003.33	5,738.53
Expenses			
Construction Cost	16	-	-
Operation & Management Expenses	17	784.81	742.13
Utility Shifting Expenditure	18	1.75	-
Change of Scope	19	42.22	164.54
Employee benefit expense	20	81.65	66.38
Finance costs	21	6,916.37	6,618.57
Depreciation and amortisation expense	22	1,600.02	1,468.14
Other expenses	23	72.57	49.66
Total expenses		9,499.38	9,109.43
Profit before exceptional items, share of net profits of investments accounted for using equity method and tax		(3,496.04)	(3,370.90)
Share of net profit of associates and joint ventures accounted for using the equity method		-	-
Profit before exceptional items and tax		(3,496.04)	(3,370.90)
Exceptional items*		-	-
Profit before tax from continuing operations		(3,496.04)	(3,370.90)
Income tax expense	24	-	-
- Current tax		-	-
- Deferred tax		(32.73)	28.63
Total tax expense		(32.73)	28.63
Profit for the year		(3,463.31)	(3,399.53)
Other comprehensive income			
Items that may be reclassified to profit or loss			
Changes in fair value of FVOCI debt instruments*			
Deferred gains/(losses) on cash flow hedges			
Deferred costs of hedging			
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(3,463.31)	(3,399.53)
Earnings per equity share for profit from operation attributable to owners of Wainganga Expressway Private Limited:			
		INR	INR
Basic earnings per share	25	(11.54)	(11.33)
Diluted earnings per share		(11.54)	(11.33)

The above statement of profit and loss should be read in conjunction with the accompanying notes.

As per our report of even date

For M K P S & Associates
Chartered Accountants
Firm's Registration No.302014E

For and on behalf of the Board

Saurabh Gupta
Managing Director
DIN: 06856431

Vardhan Vasant Dharkar
Additional Director
DIN: 00045622

CA Narendra Khandal
Partner
Membership No.: 065025

Alpa Ramani
Company Secretary
M. No. A33616

Ganesh Bansal
Chief Financial Officer

Place : Mumbai
Date : 18.05.2020

Place : Mumbai
Date : 18.05.2020

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Statement of Cash flows for the year ended March 31, 2020

(Rs. in Lakhs)		
PARTICULARS	Year ended March 31, 2020	Year ended March 31, 2019
A. Cash Flow from Operating Activities		
Net Profit Before Tax and Extraordinary Items	(3,496.04)	(3,370.90)
Add: Depreciation	1,600.02	1,468.14
Add: Unwinding of Premium Liability	3,714.95	3,346.80
Add: Guarantee Commission Provision	4.30	4.53
Add: Unwinding of Other Borrowing Cost	14.40	14.36
Add: Finance costs (including fair value change in financial instruments)	3,182.73	3,252.88
Less: Provision for leave encashment and gratuity	1.18	(0.03)
Less: Other Income/Interest Income	(3.61)	(11.13)
Operating Profit Before Working Capital Changes	5,017.92	4,704.65
Adjustment for :		
(Increase) / Decrease in Trade and Other Receivables	(21.92)	(8.20)
(Increase) / Decrease in other Current Assets	18.79	(31.05)
(Increase) / Decrease in other Non-Current Assets	-	-
Increase / (Decrease) in Trade and Other Payables	108.30	-
Increase / (Decrease) in Other Non Current Liabilities	(2,352.00)	(11.57)
Increase / (Decrease) in Long term provisions	-	(143.47)
Increase / (Decrease) in Other Current Liabilities	(37.96)	-
Increase / (Decrease) in Short Term Provisions	-	40.68
Cash generated from Operations	2,733.13	4,551.04
Income Taxes refund / (paid) during the year	1.96	3.80
Net Cash Flow from / (used in) Operating Activities	2,735.09	4,554.84
B. Cash Flow from / (used in) Investing Activities		
Purchase of Fixed Assets / Additions to CWIP	(3.17)	(0.84)
Dividend received from other investments	3.61	11.13
Net Cash Flow from / (used in) Investing Activities	0.44	10.29
C. Cash Flow from / (used in) Financing Activities		
Repayment of Secured Loans	(1,376.08)	(1,619.99)
Interest Paid	(3,182.73)	(3,242.10)
Proceeds from Unsecured Loans	1,943.78	430.00
Repayment of Unsecured Loans	-	-
Net Cash Flow from / (used in) Financing Activities	(2,615.03)	(4,432.09)
Net Increase / (decrease) in Cash and Cash Equivalents	120.50	133.04
Cash and Cash Equivalent at the beginning of the year	248.62	115.58
Cash and Cash Equivalent at the end of the year	369.12	248.62

As per our report of even date

For M K P S & Associates
Chartered Accountants
Firm's Registration No.302014E

CA Narendra Khandal
Partner
Membership No.: 065025

Place : Mumbai
Date : 18.05.2020

For and on behalf of the Board

Saurabh Gupta
Managing Director
DIN: 06856431

Alpa Ramani
Company Secretary
M. No. A33616

Place : Mumbai
Date : 18.05.2020

Vardhan Vasant Dharkar
Additional Director
DIN: 00045622

Ganesh Bansal
Chief Financial Officer

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Statement of Changes in Equity (SOCIE) for the year ended 31st March 2020****(a) Equity share capital**

Particulars	As at 31st March, 2020	
	Number of Shares	Amount
Balance at the beginning of the reporting period	30,000,000	300,000,000
Changes in equity share capital during the year	-	-
Balance at March 31, 2019	30,000,000	300,000,000

(b) Other equity

INR in Lakhs

Particulars	Reserves & Surplus				Total
	Capital Reserve	Securities Premium Account	Other Reserve	Retained earnings	
Balance at March 31, 2019	-	-	30.81	(15,885.15)	(15,854.33)
Equity grant accounted as grant received under other non-current financial asset	-	-	-	-	-
Changes in accounting policy / prior period errors	-	-	-	-	-
Restated balance at the end of the reporting period	-	-	30.81	(15,885.15)	(15,854.33)
Profit for the year	-	-	-	(3,463.31)	(3,463.31)
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	(3,463.31)	(3,463.31)
	-	-	-	-	-
Balance at March 31, 2020	-	-	30.81	(19,348.46)	(19,317.65)

As per our report of even date

For and on behalf of the Board

For M K P S & Associates

Chartered Accountants

Firm's Registration No.302014E

Saurabh Gupta
Managing Director
DIN: 06856431

Vardhan Vasant Dharkar
Additional Director
DIN: 00045622

CA Narendra Khandal

Partner

Membership No.: 065025

Alpa Ramani
Company Secretary
M. No. A33616

Ganesh Bansal
Chief Financial Officer

Place : Mumbai
Date : 18.05.2020

Place : Mumbai
Date : 18.05.2020

1 Corporate Information

The Company has been awarded the work to promote, develop, finance, establish, design, construct, equip, operate, maintain the Four laning of Nagpur-Wainganga Bridge Section of NH-06 From KM 498.000 to KM 544.200 in the state of Maharashtra on Design, Build, Finance, Operate and Transfer (DBFOT) basis under NHDP Phase III and to charge and collect toll fees and to retain and appropriate receivables as per the Concession Agreement dated 21st June 2011 with National Highways Authority of India. The Concession Agreement is for a period of 18 years from appointed date i.e. 9th April, 2012 including the Construction Period of 910 days. The company is a wholly owned subsidiary company of JMC Projects (India) Limited.

The company has received provisional completion certificate for complete stretch from NHAI, Based upon the same the company has started toll collection w.e.f. 09-01-2015.

2 Basis of preparation

(i) Compliance with Ind AS

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 For all periods up to and including the year ended 31 March 2016, the company prepared its financial statements in accordance to accounting standards notified under the section 133 of the companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) .

(ii) Historical cost convention

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

- certain financial assets and liabilities that is measured at fair value;

(iii) Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- (i) Estimation of Margin on Construction
- (ii) Estimation of useful life of property, plant and equipment and intangibles
- (iii) Estimation of provision for premium liability
- (iv) Estimation of revenue estimates for amortisation of intangible assets
- (v) Estimation of major maintenance provision

3 Significant accounting policies

1 Segment reporting

The Company is engaged in infrastructure business and is a Special Purpose Entity formed for the specific purpose detailed in note No.1 and thus operates in a single business segment. Also it operates in a single geographic segment. In the absence of separate reportable business or geographic segments the disclosures required under the Indian Accounting Standard (IND AS) 108 – "Operating Segments" have not been made.

2 Revenue recognition

(i) Service concession

Concession arrangements are recognized in accordance with Appendix D & E of Ind AS 115, Service Concession Arrangements. It is applicable to concession arrangements comprising a public service obligation and satisfying all of the following criteria:

- the concession grantor controls or regulates the services to be provided by the operator using the asset, the infrastructure, the beneficiaries of the services and prices applied;
- the grantor controls the significant residual interest in the infrastructure at the end of the term of the arrangement.

As per Ind AS 115, such infrastructures are not recognized in assets of the operator as property, plant and equipment but in financial assets ("financial asset model") and/or intangible assets ("intangible asset model") depending on the remuneration commitments given by the grantor.

The intangible asset model applies where the operator is paid by the users or where the concession grantor has not provided a contractual guarantee in respect of the recoverable amount. The intangible asset corresponds to the right granted by the concession grantor to the operator to charge users of the public service in remuneration of concession services.

Intangible assets resulting from the application of Appendix D & E of Ind AS 115 are recorded in the financial statements as intangible assets and are amortized using revenue based amortization method.

Based on the above parameter, in case of the company, Intangible asset model is adopted.

Under the intangible asset model, revenue includes:

- revenue recorded on a completion basis for assets and infrastructure under construction (in accordance with Ind AS 115);
- charges collected from users

(ii) **Interest Income**

Interest Income is accounted on time proportion basis.

3 Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

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

4 Impairment of assets

The carrying cost of assets is reviewed at each Balance Sheet date to determine whether there is any indication of impairment of assets and if any indication exists, the recoverable value of such assets is estimated. An impairment loss is recognized when the carrying cost of assets exceeds its recoverable value. An impairment loss is reversed, if there has been a change in the estimates used to determine the recoverable amount and recognized in compliance with IND AS - 36.

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are compared at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or companies of assets (cash-generating units). Nonfinancial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

5 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand and deposits held at call with financial institutions.

6 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost.

7 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 instruments also include derivative contracts such as foreign currency forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

(i) **Financial assets**

Classification

The Company shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

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. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Debt instruments at amortised cost

1. 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, and

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

2. 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 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.

3. Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

Derecognition

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

(i) The rights to receive cash flows from the asset have expired, or

(ii) 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 nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

(iii) 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.

(iv) 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.

(ii) Financial liabilities

Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

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, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity.

All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

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 derecognized.

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 interest-bearing loans and borrowings.

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 recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

8 Property, plant and equipment

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

- Office Equipment 5 years
- Electrical Installation 10 years
- Furniture, fittings and equipment 10 years
- Machinery 10-15 years
- Computer 3 years

The useful lives have been determined based on those specified by Schedule II to the Companies Act; 2013. The residual values are not more than 5% of the original cost of the asset.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its investment properties recognised as at 1 April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of investment properties.

9 Intangible assets

i) Toll Collection Rights

Comprises of all Cost capitalized during construction phase of the project.

(ii) Amortisation methods and periods

The company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

- Computer software 3 years

Intangible assets of Toll Collection Rights are amortised in proportion to revenue for the year to projected revenue i.e. based on the toll revenue for the year to projected revenue that is expected to be collected over the concession period in the manner as prescribed under Schedule - II of the Companies Act, 2013.

(iii) Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of intangible assets viz. Software recognised as at 1 April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

However, the company has elected to restate the carrying amount of intangible asset of Toll Collection Rights as per Service Concession Accounting method under Appendix to IND AS 11

10 Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

11 Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial2 statements for issue, not to demand payment as a consequence of the breach.

12 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

13 Provisions

Provisions for legal claims, service warranties are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

14 Employee benefits

The provision for Gratuity and Leave Encashment is being made by the management by a charge to the Statement of Profit and Loss for the year. In view of the number of employees being few and the amount not being significant, actuarial valuation for the same is not being done.

15 Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

16 Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares (note 23).

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

17 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

WAINGANGA EXPRESSWAY PRIVATE LIMITED

Notes to accounts

Service concession arrangement

On 21 June ,2011, the Company entered into a service concession agreement with a NHAI (National Highways Authority of India) also the ('grantor') to construct Four laning of Nagpur-Wainganga Bridge Section of NH-06 From KM 498.000 to KM 544.200 in the state of Maharashtra on Design, Build, Finance, Operate and Transfer (DBFOT) basis under NHDP Phase III .The construction of the toll road started thereafter and was completed and available for use on 07 January 2015 & balance was completed . Under the terms of the agreement, the Company will operate and make the toll road available to the public for a period of 18 years, starting from 09 January 2015. The Company is responsible for any maintenance services required during the concession period.

The company has to pay a guaranteed minimum annual payment to the grantor for each year that the toll road in operation. Additionally the company has received the right to charge users a fee for using the toll road ,which the company will collect and retain. At the end of concession period, the toll road will become the property of the grantor and the company will have no further involvement in its operation and maintainance requirements.

The service concession agreement does not contain a renewal option.The right of grantor to terminate the agreement include poor performance by company and in the event of material breach in the terms of agreement. The right of the company to terminate the agreement include failure of the grantor to make payment under the agreement,a material breach in terms of the agreement and any changes in law that would render it impossible for the company to fulfil its requirement under the agreement.

For the year ended 31 March 2020, the company has recognised revenue of Rs.6,003.33 lacs, the entire amount consisting of the amount of tolls collected & Other Income. The company has recognised loss before tax of Rs.3,496.04 lacs on account of loss on operation of toll. The Company has recognised an intangible asset received as consideration for providing construction or upgrade service in a service concession arrangements of Rs.73,535 lacs of which Rs 7,892 lacs has been amortised till 2020. The intangible asset represents the right to charge users a fee for use of a toll road.

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020
Note 3: Property, plant and equipment
(Rs. in Lakhs)

Particulars	Plant & Equipments	Furniture & Fixtures	Office Equipments	Electrical Installation	Computers	Total
Year ended 31 March 2019						
Gross carrying amount						
Opening gross carrying amount	11.55	8.14	8.97	4.70	2.28	35.64
Closing gross carrying amount	11.55	8.14	8.97	4.70	2.28	35.64
Accumulated depreciation						
Opening accumulated depreciation	1.64	2.43	5.22	1.52	1.56	12.37
Depreciation charge during the year	0.96	0.84	1.90	0.51	0.22	4.43
Closing accumulated depreciation	2.60	3.27	7.12	2.03	1.78	16.80
Net carrying amount	8.95	4.87	1.85	2.67	0.50	18.84
Year ended 31 March 2020						
Gross carrying amount						
Opening gross carrying amount	11.55	8.14	8.97	4.70	2.28	35.64
Additions	-	-	2.31	-	0.53	2.85
Closing gross carrying amount	11.55	8.14	11.29	4.70	2.81	38.49
Accumulated depreciation and impairment						
Opening accumulated depreciation	2.60	3.27	7.12	2.03	1.78	16.80
Depreciation charge during the year	0.96	0.84	1.79	0.51	0.34	4.43
Closing accumulated depreciation and impairment	3.56	4.11	8.91	2.54	2.11	21.23
Net carrying amount	7.99	4.03	2.38	2.16	0.70	17.26

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020
Note 4: Intangible assets
(Rs. in Lakhs)

Particulars	Toll Collection Rights	Computer software	Total
Year ended 31 March 2019			
Opening gross carrying amount	73,534.55	0.86	73,535.41
Additions	-	-	-
Deductions	-	-	-
Closing gross carrying amount	73,534.55	0.86	73,535.41
Accumulated amortisation			
Opening accumulated amortisation	4,833.11	0.20	4,833.31
Amortisation charge for the year	1,463.48	0.23	1,463.71
Closing accumulated amortisation	6,296.59	0.43	6,297.02
Closing net carrying amount	67,237.95	0.43	67,238.38
Year ended 31 March 2020			
Gross carrying amount			
Opening gross carrying amount	73,534.55	0.86	73,535.41
Additions - internal development	-	0.32	0.32
Deductions/Reclassification	-	-	-
Closing gross carrying amount	73,534.55	1.18	73,535.72
Accumulated amortisation and impairment			
Opening accumulated amortisation	6,296.59	0.43	6,297.02
Amortisation charge for the year	1,595.28	0.30	1,595.59
Impairment charge	-	-	-
Closing accumulated amortisation and impairment	7,891.87	0.73	7,892.61
Closing net carrying amount	65,642.66	0.44	65,643.11

Note: (a) Term loan from banks & NBFC's are secured against above Intangible Asset of Toll Collection Rights

,Intangible Asset Under Development, Trade Receivables & Cash & Cash Equivalents. For detail refer note 9(a)

(b) As per the Impairment testing carried out by the company considering the expected cash flows, there is no expected impairment which needs to be recognised as per the best estimates of the management.

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note 5: Financial assets

5(a) Trade receivables

(Rs. in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Trade receivables		
Other Debts includes Retention Money	35.29	13.36
Other receivable	-	-
Total receivables	35.29	13.36

Break-up of security details

Particulars	As at 31st March, 2020	As at 31st March, 2019
Unsecured, considered good	35.29	13.36
Total	35.29	13.36
Allowance for doubtful debts	-	-
Total trade receivables	35.29	13.36

The company does not expect any credit loss in respect of these receivables.

5(b) Other Financial Assets

(Rs. in Lakhs)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Current	Non-current	Current	Non-current
Unsecured, considered good				
<u>To parties other than related parties:</u>				
Security deposits	-	10.10	-	10.10
Total Advances	-	10.10	-	10.10

5(c) Cash and cash equivalents

(Rs. in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balances with banks		
- in current accounts	368.27	218.67
Cash on hand	0.85	29.95
Total cash and cash equivalents	369.12	248.63

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note 6 : Deferred tax assets / (Liabilities)

The balance comprises temporary differences attributable to:

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2020	As at 31st March, 2019
Tax losses	-	-
Defined benefit obligations	-	-
Provisions	-	-
Other items		
Construction Revenue (Net)	(247.12)	(247.12)
Intangible Assets	35.40	35.40
Recarpeting Provision & Unwinding	(91.90)	(91.90)
Deferred Premium Provision & Unwinding	(1,581.79)	(1,451.77)
Amortisation of Processing fees	18.57	15.80
Amortisation of Financing fees	7.03	6.05
Guarantee Commission	6.93	5.81
Amortisation on Intangible Assets	936.02	778.13
Total deferred tax /(Liabilities)	(916.87)	(949.60)
Set-off of deferred tax liabilities pursuant to set-off provisions		
Net deferred tax assets/(Liabilities)	(916.87)	(949.60)

Significant estimates

The company has recognised deferred tax assets on its carried forward tax losses.

The company has concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets

The company is expected to generate taxable income from 2022 onwards.

The losses can be carried forward for a period of 8 years as per local tax regulations and the company expects to recover the losses.

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Notes to Financial Statements for the year ended 31st March, 2020****Note 7: Other current assets**

(Rs. in Lakhs)		
Particulars	As at 31st March, 2020	As at 31st March, 2019
Prepaid expenses - Current	25.60	26.41
Advance Income Tax (Net of Provision)	7.86	9.82
Advance VAT / Entry Tax (Net of Payable)	8.98	8.98
Advance to Creditors - Current	25.18	40.16
Advance to Employee	0.58	2.85
GST Input Credit	15.81	20.84
Total	84.02	109.07

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note 8: Equity share capital and other equity

8(a) Equity share capital

Authorised equity share capital		(Rs. in Lakhs)
Particulars	Number of shares (in lakhs)	Amount
As at 31 March 2019	300.00	3,000.00
Increase during the year	-	-
As at 31 March 2020	300.00	3,000.00

(i) Movements in equity share capital			(Rs. in Lakhs)
Particulars	Notes	Number of shares (in lakhs)	Equity share capital (par value)
As at 31 March 2019		300.00	3,000.00
Exercise of options - proceeds received		-	-
Acquisition of subsidiary		-	-
Rights issue		-	-
As at 31 March 2020		300.00	3,000.00

Terms and rights attached to equity shares :

The Company has only one class of Equity Shares having par value of Rs. 10/- per share. Each holder of Equity Shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all liabilities. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

(ii) Shares of the company held by holding company

Particulars	As at 31st March, 2020	As at 31st March, 2019
	(in lakhs)	(in lakhs)
JMC Projects (India) Ltd	300.00	300.00

(iii) Details of shareholders holding more than 5% shares in the company

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Number of shares (in lakhs)	% holding	Number of shares (in lakhs)	% holding
Equity Shares of Rs. 10/- each fully paid				
JMC Projects (India) Ltd	300.00	100.00%	300.00	100.00%

8(b) Subordinate Debt (unsecured and interest free)

Particulars	As at 31st March, 2020	As at 31st March, 2019
From JMC Projects India Limited		
Opening Balance as at the beginning of the year *	6,971.00	6,971.00
Add: Received during the year	-	-
Less: Repaid during the year	-	-
Closing Balance as at the end of the year	6,971.00	6,971.00

i) Subordinate debt is the part of sponsors equity from the promoter of the company for the project which is unsecured and interest free as per the common loan agreement with the lenders.

ii. Repayment of the subordinate debt is only after the repayment of the senior debt and out of the future available cash flows of the company.

8(c) Reserves and surplus

(Rs. in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Retained earnings	(19,348.46)	(15,885.15)
General reserves	-	-
Total	(19,348.46)	(15,885.15)

(i) Retained earnings

(Rs. in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Opening balance	(15,885.15)	(12,485.62)
Net profit for the period	(3,463.31)	(3,399.53)
Closing balance	(19,348.46)	(15,885.15)

Refer Note 26 (b)

8(d) Other reserves

(Rs. in Lakhs)

Particulars	Notes	As at 31st March, 2020	As at 31st March, 2019
As at 1 April 2019		30.81	30.81
Movement During the year		-	-
As at 31 March 2020		30.81	30.81

Nature and purpose of other reserves**Other Reserve**

Other Reserve is created due to Guarantee Commission recognized on Corporate Guarantee provided by JMC on behalf of the company

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note 9: Financial liabilities

9(a) Non-current borrowings

(Rs. in Lakhs)					
Particulars	Maturity date	Terms of repayment	Coupon/ Interest rate	As at 31st March, 2020	As at 31st March, 2019
Secured					
Term loans From banks					
<u>Rupee loan</u>					
- from banks	30-06-26	Refer note 9(a) 1	Base Rate+Spread	21,887.56	23,078.66
- from NBFC	30-06-26	Refer note 9(a) 2	Base Rate+Spread	6,925.93	7,096.52
				28,813.50	30,175.18
Total non-current borrowings				28,813.50	30,175.18
Less: Current maturities of long-term debt (included in note 9(c))				2,373.90	1,574.40
Non-current borrowings (as per balance sheet)				26,439.60	28,600.78

9(a) 1 - Rupee loans from banks

Door-to-door tenure of 14.5 years - (including construction period of 910 days (30 months) from Appointed Date & moratorium period of 12 months from COD). Repayment in 45 un-equal quarterly installments commencing from September 2015.

As per the loan covenants, the company is required to maintain DSRA for which the holding company has issued Bank Guarantees amounting to RS. 985 lacs as at March 31, 2020.

Security: A first charge in favour of the Lenders/Security Trustee for the benefit of the Lenders in a form satisfactory to the Lenders, of all Borrower's immovable assets, if any both present and future, save and except Project Assets, a first charge in favour of Security Trustee for the benefit of the Lenders of all the Borrower's moveable properties, both present and future, save and except the Project Assets and more specifically mentioned in loan agreement.

9(a) 2 - Rupee loans from NBFC

Door-to-door tenure of 14.5 years - (including construction period of 910 days (30 months) from Appointed Date & moratorium period of 12 months from COD). Repayment in 45 unequal quarterly installments commencing from September 2015.

Security: A first charge in favour of the Lenders/Security Trustee for the benefit of the Lenders in a form satisfactory to the Lenders, of all Borrower's immovable assets, if any both present and future, save and except Project Assets, a first charge in favour of Security Trustee for the benefit of the Lenders of all the Borrower's moveable properties, both present and future, save and except the Project Assets and more specifically mentioned in loan agreement.

9(a) 3 - As per the extant guidelines of RBI relating of COVID 19 Regulatory Package dated March 27, 2020 and April 17, 2020, the company has availed the option of deferment of principal and / or interest payable for the month of March 2020 in respect of its borrowings from banks / FI's. In view of the same, the repayment schedule has been accordingly realigned.

9(b) Current borrowings

(Rs. in Lakhs)				
Particulars	Terms of repayment	Coupon/ Interest rate	As at 31st March, 2020	As at 31st March, 2019
Unsecured				
Loan from Holding Company viz JMC Projects (India) Ltd	On demand	NIL	9,177.10	7,233.31
Total current borrowings			9,177.10	7,233.31
Less: Interest accrued (included in note 9(c))				
Current borrowings (as per balance sheet)			9,177.10	7,233.31

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Notes to Financial Statements for the year ended 31st March, 2020****9(c) Other financial liabilities**

(Rs. in Lakhs)		
Particulars	As at 31st March, 2020	As at 31st March, 2019
Non-current		
Deferred Premium Payable	31,316.75	30,632.32
Total other non-current financial liabilities	31,316.75	30,632.32
Current		
Current maturities of long term debt:		
Term Loans from Banks & NBFCs	2,373.90	1,574.40
Payables for Capital Goods*	313.92	355.94
Premium Payable	3,814.52	3,136.00
Total other current financial liabilities	6,502.34	5,066.34

*Out of which Payable to Related Parties

-

-

9(d) Trade payables

(Rs. in Lakhs)		
Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Trade Payables Micro and Small Enterprises	0.45	0.10
Trade Payables Other than Micro and Small Enterprises	193.35	85.40
Total trade payables	193.80	85.50

There are no Micro and Small Enterprises other than mentioned above to whom the company owes any dues. Information in respect of the same have been given and to the extent identified by the management. The same has been relied upon by the auditors.

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020
Note 10: Provisions
(Rs. in Lakhs)

Nature of Provision	As at 31st March, 2020			As at 31st March, 2019		
	Current	Non- current	Total	Current	Non- current	Total
Major Maintenance expenses #		822.33	822.33	-	822.33	822.33
Provision for gratuity		3.20	3.20		2.19	2.19
Leave obligations	1.48		1.48	1.31		1.31
Total	1.48	825.53	827.01	1.31	824.53	825.84

The Major Maintenance Expenses are based on estimates made by the management as to the amount of expenses and the timings of the actual outflow. Based on the best estimates made by the management, the amount of expenses to be incurred have been already accrued and no further provision is required. However, due to condition of the road, the outflow is not expected in the coming year.

The movement in provisions are as below:

(Rs. in Lakhs)

Particulars	Provision for major maintenance expense	Provision for Gratuity	Provision for Leave Obligations
Balance at 1 April 2018	822.33	2.03	1.50
Additions during the year	-	0.16	-
Utilisation during the year	-	-	(0.19)
Reversal (withdrawn as no longer required)	-	-	-
As at 31 March 2019	822.33	2.19	1.31
Additions during the year	-	1.01	0.17
Utilisation during the year			
Reversal (withdrawn as no longer required)			
As at 31 March 2020	822.33	3.20	1.48
Non- current	822.33	3.20	-
Current	-	-	1.48

Note 11: Other current liabilities
(Rs. in Lakhs)

Particulars	As at 31st March, 2020			As at 31st March, 2019		
	Non- current	Current	Total	Non- current	Current	Total
Other Statutory Liabilities	-	3.33	3.33	-	9.65	9.65
Other Current Liabilities	-	128.76	128.76		118.38	118.38
			-			-
Total	-	132.09	132.09	-	128.03	128.03

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note 12: Revenue from operations

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
<u>Sale of services</u>		
Toll Collection	5,916.95	5,448.77
Total	5,916.95	5,448.77

Note 13: Utility Shifting

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
<u>Utility Shifting</u>		
Utility Shifting	-	40.39
Total	-	40.39

Note 14: Change of Scope

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
<u>Change of Scope</u>		
Change of Scope	56.48	134.88
Total	56.48	134.88

Note 15: Other income and other gains/(losses)

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest income		
- from fixed deposits	3.60	-
- from others	0.00	-
Other Income	8.88	114.49
Income from Scrap Sale	0.90	-
Liabilities Written Back	16.52	-
Total	29.90	114.49

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Notes to Financial Statements for the year ended 31st March, 2020****Note 16: Construction Cost****(Rs. in Lakhs)**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Construction Cost	-	-
Total	-	-

Note 17: Operation & Management Expenses**(Rs. in Lakhs)**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
O&M Services	377.06	376.99
Diesel & Electricity	181.80	165.36
IE fees	73.78	55.42
Repairs & Maintenance-O&M	111.50	105.00
Insurance	18.30	16.89
Site Expenses-Stores/Consumables	2.76	3.21
Rent/Hire Charges of Vehicles	7.72	4.66
Cash Management Service	8.41	9.00
Water Supply Charges	2.23	2.27
Guest House Expenses	0.76	0.60
Telephone Exp -Leased Connectivity Lines	0.48	2.74
Other Operation & Maintenance Expenses	-	-
Total	784.81	742.13

Note 18: Utility Shifting Expenditure**(Rs. in Lakhs)**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Utility Shifting Expenditure	1.75	-
Total	1.75	-

Note 19: Change of Scope**(Rs. in Lakhs)**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Change of Scope	42.22	164.54
Total	42.22	164.54

Note 20: Employee benefit expense**(Rs. in Lakhs)**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries, wages and bonus	70.58	54.54
Contribution to Gratuity & Other fund	1.00	1.01
Staff welfare expenses	10.06	10.83
Total	81.65	66.38

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note 21: Finance costs

(Rs. in Lakhs)

Particulars	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest and finance charges on financial liabilities not at fair value through profit or loss		3,182.73	3,252.88
Other Borrowing Costs		18.69	18.89
Interest on Unwinding of Premium liability provision		3,714.95	3,346.80
Interest on Unwinding of Major Maintenance provision*		-	-
Finance costs expensed in profit or loss		6,916.37	6,618.57

*refer foot note to Note 23

Note 22: Depreciation and amortisation expense

(Rs. in Lakhs)

Particulars	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation of property, plant and equipment	3	4.43	4.43
Amortisation of intangible assets	4	1,595.59	1,463.71
Total		1,600.02	1,468.14

Note 23: Other expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Professional & Legal Charges	20.12	22.82
Sundry Expenses	10.03	4.69
Testing Charges	14.51	-
Donation Expenses	6.23	2.44
Travelling, conveyance & Vehicle	3.05	5.03
Computer & IT Expenses	3.20	4.45
Auditor's Remuneration	3.73	3.66
GST& Service Tax	0.01	0.01
Repairs & Maintenance	1.95	0.82
Printing & Stationery Expenses	1.34	0.61
Office Rent	0.02	-
Bank Commission & Charges	7.54	2.15
Legal Stamping	0.83	1.59
Advertisement Expense	-	1.42
Total	72.57	49.66

Note 23(a): Details of payments to auditors

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Payment to auditors		
As auditor:		
Audit fee	2.95	2.95
In other capacities		
Taxation matters	0.78	0.71
Total	3.73	3.66

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020
Note 24: Income tax expense

(Rs. in Lakhs)		
Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
(a) Income tax expense		
Current tax	-	-
Current tax on profits for the year		
Total current tax expense	-	-
Deferred tax		
Decrease (increase) in deferred tax assets	-	-
<i>(Decrease) increase in deferred tax liabilities</i>	(32.73)	28.63
Total deferred tax expense/(benefit)	(32.73)	28.63
Income tax expense	(32.73)	28.63
Income tax expense is attributable to:		
Profit from operations	(32.73)	28.63
	(32.73)	28.63

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

(Rs. in Lakhs)		
Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit/(loss) from operations before income tax expense	(3,496.04)	(3,370.90)
	(3,496.04)	(3,370.90)
Tax at the Indian tax rate of 30% (2016-2017 - 30%)	-	-
Deferred Tax (Refer Note 6)	(32.73)	28.63
Income tax expense	(32.73)	28.63

WAINGANGA EXPRESSWAY PRIVATE LIMITED

Notes to Financial Statements for the year ended 31st March, 2020

Note 25: Earnings per share**(Rs. in Lakhs)**

Particulars	As on March 31, 2020	As on March 31, 2019
Profit after tax and minority interest	(3,463.31)	(3,399.53)
Profit available for Equity Shareholders	(3,463.31)	(3,399.53)
Weighted number of Equity Shares outstanding	300	300
Nominal Value of equity shares	10	10
Basic Earnings per share	(11.54)	(11.33)
Equity shares used to compute diluted earnings per share	300	300
Diluted Earnings per share	(11.54)	(11.33)

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Notes to Financial Statements for the year ended 31st March, 2020**

Name	Nature of Personnel
JMC Projects (India) Limited	Holding Company
Brij Bhoomi Expressway Private Limited	Subsidiary of Holding Company
Vindhyachal Expressway Private Limited	Subsidiary of Holding Company
JMC Mining and Quarries Limited	Subsidiary of Holding Company
Kalpataru Satpura Transco Private Limited*	Common Director of Private Company
Kurukshetra Expressway Private Limited	Common Director of Private Company
Mr. Shailendra Kumar Tripathi	CEO & Dy. MD (KMP) of Holding Company
Mr. Manish Dashrathmal Mohnot	Director of Holding Company
Mr. Kamal Kishore Jain	Director of Holding Company
Mr. Hemant Ishwarlal Modi	Director of Holding Company
Mr. Samir Raval	Company Secretary (KMP) of Holding Company
Mr. Manoj Tulsian**	Director of the Company, WTD & CFO (KMP) of Holding Company
Mr. Rajesh Prabhakar Lad	Director of Company
Mr. Saurabh Gupta	Managing Director of Company (KMP)
Mr. Vardhan Dharkar#	Additional Director of the Company, CFO (KMP) of Holding Company
Ms. Alpa Ramani	Company Secretary of Company (KMP)
Mr. Ganesh Bansal	Chief Financial Officer of the Company (KMP)

*Mr. Saurabh Gupta has resigned as Director of Kalpataru Satpura Transco Private Limited w.e.f. November 20, 2019.

**Resigned as Director of the Company as well as WTD & CFO (KMP) of Holding Company w.e.f. close of business hours of January 14, 2020.

#Appointed as an Additional Director of the Company w.e.f. January 14, 2020 and CFO (KMP) of Holding Company w.e.f. February 10, 2020.

Note 26 (a): Related party statement**(Rs. in Lakhs)**

S.No.	Particulars	As on March 31, 2020	As on March 31, 2019
A	<u>Related party transactions</u>		
1	Short term borrowings JMC Projects (India) Limited	1,943.78	430.00
2	Expenses incurred on our behalf JMC Projects India Ltd	7.40	4.53
B	<u>Related party balances</u>		
1	Equity Share Capital JMC Projects India Ltd	3,000.00	3,000.00
2	Deemed Reserve for BG JMC Projects India Ltd	30.81	30.81
3	Payable for Capital Cost (Incl COS) JMC Projects India Ltd	313.92	313.92
4	Subordinate Debt JMC Projects India Ltd	6,971.00	6,971.00
5	Short term borrowings JMC Projects (India) Limited	9,177.10	7,233.31
6	Bank Guarantee Issued for DSRA JMC Projects (India) Limited	985.00	985.00
7	Reimbursement Payable JMC Projects India Ltd	3.10	-

Guarantee issued by holding company pursuant to loan agreement with bankers for meeting the Debt Service requirements

Key management personnel compensation comprised the following:

Amount	(Rs. in Lakhs)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Short-term employee benefits	-	-
Post-employment benefits	-	-
Other long-term benefits	-	-
Termination benefits	-	-
Outstanding balances	-	-
Total	-	-

Note: The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

Note 26 (b)

The holding company has infused aggregate amount of Rs. 6971 Lacs in the company as subordinate debts which is in the nature of project equity as per the extent requirements of concession agreement and loan agreement with lenders. Considering the same to be part of equity the amount of equity would be negative by Rs. 9346.65 Lacs as on 31 Mar 2020. Further, the holding company is committed to support the company in terms of the equity support agreement executed between it and the company. Considering these aspects along with the pending life of the concession agreement, the accounts of the company are prepared on a going concern basis.

Note 26 (c)

During the financial year 18-19, NHAI has issued a notification for conversion of the stretch of the company from 4 laning to 6 laning. The consequential impact of the same would be determined based on the further progress on the matter at NHAI level. Pending further progress in the matter the accounts of the company are being prepared on a going concern.

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Notes to Financial Statements for the year ended 31st March, 2020****Note No.27 Financial instruments – Fair values and risk management****Risk management framework**

The Company's activities expose it to a variety of financial risks, market risk, credit risk and liquidity risk. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

(i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Since the company's primary business is toll collection from general public which is primarily in cash, there is no credit risk involved. However, there are certain receivables arising from Utility Shifting & Other works received from the grantor, however the credit risk pertaining to the same is minimal.

Trade and other receivables

Since the company's primary business is toll collection from general public which is primarily in cash, there are no trade receivables for the same. However, there are certain receivables arising from Utility Shifting & Other works received from the grantor, the ageing of the same is given below.

Further, Expected credit loss assessment for customers is not relevant.

Summary of the Company's exposure to credit risk by age of the outstanding from its customers is as follows:

INR Lakhs	Carrying amount	
	31-Mar-20	31-Mar-19
Past due but not impaired		
Past due 1–90 days	35.29	13.36
	35.29	13.36

Cash and cash equivalents

The company held cash and cash equivalents with credit worthy banks and financial institutions of INR 369 lacs and INR 249 lacs as at 31st March 2020 and 31st March 2019 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note No.27 Financial instruments – Fair values and risk management

(II) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained term loans from banks .

As of March 31, 2020, the Company had working capital (Total current assets - Total current liabilities) of Rs.(15,518) lacs including cash and cash equivalents of Rs.369 lacs. As of March 31, 2019, the Company had working capital (Total current assets - Total current liabilities) of Rs.(12,143) lacs including cash and cash equivalents of Rs.249 lacs.

Exposure to liquidity risk

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

* all non derivative financial liabilities

<i>(Rs. in Lakhs)</i>						
		Contractual cash flows				
March 31, 2020	Carrying amount	Total	Less than 12 months	1-2 years	2-5 years	More than 5 years
INR lakhs						
Non-derivative financial liabilities						
Borrowings	37,990.59	49,141.68	14,649.29	6,997.89	22,554.93	4,939.57
Rupee Loans - From Banks	21,887.56	22,019.55	2,224.90	3,407.60	14,019.10	2,367.95
Rupee Loans - From NBFC	6,925.93	6,982.21	149.00	819.50	3,799.50	2,214.21
Unsecured Loan - Rupee Loans - Others	9,177.10	9,177.10	9,177.10			
Interest on term loan	-	10,962.82	3,098.29	2,770.79	4,736.33	357.41
Other Financial Liabilities	35,445.19	65,812.73	4,407.76	2,648.00	12,574.05	46,182.91
Deferred Premium payable	35,131.26	65,498.81	4,093.84	2,648.00	12,574.05	46,182.91
Payables for Capital Goods	313.92	313.92	313.92			
Trade payables-MSME	0.45	0.45	0.45	-	-	-
Trade payables	193.35	193.35	193.35	-	-	-

<i>(Rs. in Lakhs)</i>						
		Contractual cash flows				
March 31, 2019	Carrying amount	Total	Less than 12 months	1-2 years	2-5 years	More than 5 years
INR lakhs						
Non-derivative financial liabilities						
Borrowings	37,408.49	50,332.58	11,967.71	5,407.62	22,661.85	10,295.40
Rupee Loans - From Banks	23,078.66	23,253.50	1,425.40	2,325.16	13,279.93	6,223.01
Rupee Loans - From NBFC	7,096.52	7,093.96	149.00	149.00	3,576.00	3,219.96
Unsecured Loan - Rupee Loans - Others	7,233.31	7,233.31	7,233.31			
Interest on term loan		12,751.81	3,160.00	2,933.46	5,805.92	852.43
Other Financial Liabilities	34,124.26	68,248.91	3,491.94	3,352.00	7,983.00	53,421.97
Deferred Premium payable	33,768.32	67,892.97	3,136.00	3,352.00	7,983.00	53,421.97
Payables for Capital Goods	355.94	355.94	355.94	-	-	-
Trade payables-MSME	-	-	-	-	-	-
Trade payables	85.50	85.50	85.50	-	-	-

The Carrying Amount of borrowings is net of transaction cost and the contractual cash flows are the actual schedule outflow as per the loan repayment schedule. Similarly, the carrying amount of the Deferred Premium Payable is the discounted value

WAINGANGA EXPRESSWAY PRIVATE LIMITED**Notes to Financial Statements for the year ended 31st March, 2020****Note No.27 Financial instruments – Fair values and risk management****(iii) 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 market risk for changes in interest rates relates to borrowings from financial institutions. For details of the Company's long term loans and borrowings, including interest rate profiles, refer to Note 9(a) of these financial statements.

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

(Rupees in lakhs)	Profit or loss	
	100 bp increase	100 bp decrease
As at 31/03/2020		
Rupee Loans - From Banks	(220.20)	220.20
Rupee Loans - From NBFC's	(69.82)	69.82
sensitivity (net)	(290.02)	290.02
As at 31/03/2019		
Rupee Loans - From Banks	(232.54)	232.54
Rupee Loans - From NBFC's	(70.94)	70.94
sensitivity (net)	(303.47)	303.47

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020
Note No 28: Financial instruments – fair values and risk management
A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value. A substantial portion of the company's long-term debt has been contracted at floating rates of interest, which are reset at short intervals. Accordingly, the carrying value of such long-term debt approximates fair value.

		Carrying amount					Fair value			
March 31, 2020 INR in lakhs	Note No.	FVTPL	FVTOCI	Amortised Cost	Derivatives designated as hedges	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Financial assets										
(i) Other Financial Assets				10.10		10.10				-
(ii) Trade receivables				35.29		35.29				-
(iii) Cash and cash equivalents				369.12		369.12				-
(iv) Bank balances other than above				-		-				-
(v) Others				-		-				-
		-	-	414.50	-	414.50	-	-	-	-
Financial liabilities										
(i) Borrowings				37,990.59		37,990.59				-
(ii) Trade payables				193.80		193.80				-
(iii) Other financial liabilities				35,445.19		35,445.19		35,131.26		35,131.26
		-	-	73,629.58	-	73,629.58	-	35,131.26	-	35,131.26

		Carrying amount					Fair value			
March 31, 2019 INR in lakhs	Note No.	FVTPL	FVTOCI	Amortised Cost	Derivatives designated as hedges	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Financial assets										
(i) Other Financial Assets				10.10		10.10				-
(ii) Trade receivables		-	-	13.36	-	13.36				-
(iii) Cash and cash equivalents		-	-	248.63	-	248.63				-
(iv) Bank balances other than above		-	-	-	-	-				-
(v) Others		-	-	-	-	-				-
		-	-	272.09	-	272.09	-	-	-	-
Financial liabilities										
(i) Borrowings				37,408.49	-	37,408.49				-
(ii) Trade payables		-	-	85.50	-	85.50				-
(iii) Other financial liabilities				34,124.26		34,124.26		33,768.32		33,768.32
		-	-	71,618.25	-	71,618.25	-	33,768.32	-	33,768.32

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique
Premium Liability	Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note No 29: Master netting or similar agreements

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at March 31, 2020, March 31, 2019

(Rs. in Lakhs)

Particulars	Effects of offsetting on the balance sheet	Related amounts not offset	
	Gross Amounts	Financial instrument collateral	Net amount
31 March 2020			
Financial assets			
Other financial assets	10.10		10.10
Trade receivables	35.29	35.29	-
Cash and cash equivalents	369.12	369.12	-
Total	414.50	404.41	10.10
Financial liabilities			
Borrowings	37,990.59	(404.41)	37,586.19
Trade payables	193.80		193.80
Other financial liabilities	35,445.19		35,445.19
Total	73,629.58	(404.41)	73,225.17

Note: The balance amount of Term Loan from Bank & NBFC's is secured against Intangible Asset-Toll Collection rights & Intangible Asset under Development. For Details please refer Note 4-Intangible Asset

Particulars	Effects of offsetting on the balance sheet	Related amounts not offset	
	Gross Amounts	Financial instrument collateral	Net amount
31 March 2019			
Financial assets			
Other financial assets	10.10		10.10
Trade receivables	13.36	13.36	-
Cash and cash equivalents	248.63	248.63	-
Total	272.09	261.99	10.10
Financial liabilities			
Borrowings	37,408.49	(261.99)	37,146.50
Trade payables	85.50		85.50
Other financial liabilities	34,124.26		34,124.26
Total	71,618.25	(261.99)	71,356.26

Note: The balance amount of Term Loan from Bank & NBFC's is secured against Intangible Asset-Toll Collection rights & Intangible Asset under Development. For Details please refer Note 4-Intangible Asset

WAINGANGA EXPRESSWAY PRIVATE LIMITED
Notes to Financial Statements for the year ended 31st March, 2020

Note No 30: Segment Reporting

The company carries out its operation within one geographical segment viz. within India and has only one operating segment viz. Toll operations.

Accordingly, there is no reporting requirement under Segment Reporting.

Note No. 31 Contingencies and Commitments

a) Commitments for Toll Operation and Maintenance Contract for the FY 2020-21 is Rs. 395.39 Lacs (PY- Rs. 395 Lacs)

Note No 32: Impact of COVID-19

Due to the spread of pandemic COVID 19, there has been a nation wide lockdown announced by the Govt. of India w.e.f. 24-Mar-2020 for 21 days which has been further extended. The operations at the toll plaza have been completely stopped w.e.f. March 26, 2020 and hence there has been no revenue for a period of 5 days in current financial year, notwithstanding the normal accrual / incidence of expenses. However, the company is of the view, these losses are recoverable under the extant provisions of the concession agreement executed between the company and NHAI and no significant impact is expected on account of the same.

Further, the extent to which the COVID-19 pandemic will impact the company in future years will depend on future developments such as the extent, spread severity, govt. actions etc. which are uncertain as of date.

Management is constantly reviewing the situation and shall take necessary action based on how the situation evolves. However, as of the reporting date, there is no material impact on the financial statements which has not been considered as per the best estimates of the management.

WAINGANGA EXPRESSWAY PRIVATE LIMITED

Notes to Financial Statements for the year ended 31st March, 2020

NOTE 33 : Disclosure pursuant to Ind AS 115 for Service Concession Arrangements

Name of entity	Description of the arrangement	Significant terms of the arrangement	Rs.in Lakhs	
			Intangible Assets	
			Gross book value	Net book value
Wainganga Expressway Pvt. Ltd.	The Company is formed as a special purpose vehicle (SPV) to develop, establish, construct, operate and maintain the project relating to the construction of the	Period of concession: 2012 - 2030 Investment grant from concession Infrastructure return at the end of concession period : Yes Investment and renewal obligations : Nil Re-pricing dates : No Basis upon which re-pricing or re-negotiation is determined : NA Premium payable to grantor : Rs. 27.35 Crore from the date of operation with annual escalation of 5%.	March 31, 2020 73,534.55	March 31, 2020 65,642.66
			March 31, 2019 73,534.55	March 31, 2019 67,237.96

NOTE 34 : Subsequent Events

There are no significant subsequent events that would require adjustments or disclosure in the financial statements as on the reporting date.

NOTE 35 : Approval of Financial Statements

The financial statements were approved for issue by the Board of Directors on May 18th 2020.

NOTE 36 : Previous Year Comparatives

Previous year figures has been regrouped, rearranged and reclassified to confirm to current year's classification

As per our report of even date attached

For and on behalf of the Board

MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E

CA Narendra Khandal
Partner
M. No. 065025

Saurabh Gupta
Managing Director
DIN: 06856431

Vardhan Vasant Dharkar
Additional Director
DIN: 00045622

Alpa Ramani
Company Secretary
M. No. A33616

Ganesh Bansal
Chief Financial Officer

Place : Mumbai
Date : 18.05.2020

Place : Mumbai
Date : 18.05.2020