

# M K P S & ASSOCIATES

CHARTERED ACCOUNTANTS

1001, A Wing, 10th Floor,  
Rassaz Castle, Gundavli,  
Western Express Highway,  
Andheri (East), Mumbai - 400 069.  
Tel No. : +91 22 65236959  
Fax No.: +91 22 26870770  
Email : mumbai@mkps.in  
dmmkamumbai@yahoo.co.in  
Website : www.mkps.in

## INDEPENDENT AUDITOR'S REPORT

To the Members of Vindhyachal Expressway Private Limited

### Report on the Financial Statements

We have audited the accompanying financial statements of Vindhyachal Expressway Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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



## Opinion

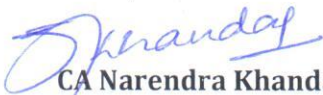
In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date;
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
  - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

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

  
**CA Narendra Khandal**  
**Partner**  
**M No. 065025**



**Mumbai, April 21, 2014**



**Annexure to Auditors' report**

Referred to in our report on the accounts of  
**Vindhyachal Expressway Private Limited**  
for the period ended on 31<sup>st</sup> March 2014

- (i) a) In our opinion and according to the information and explanations given to us, the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) There is a phased programme for verification of fixed assets, which in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- c) During the year, the company has not disposed off major part of its fixed assets.
- (ii) In our opinion, and according to the information and explanations given to us, the Company has sub-contracted the entire work of construction to Sub-Contractor and therefore does not carry any Inventory. Hence, the provisions of Clause 4(ii) of the Order, 2003 are not applicable to the Company.
- (iii) a) In our opinion and according to the information and explanations given to us, the company has not granted any loan secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Act. Hence, the reporting requirement under sub clause (a), (b), (c) and (d) of clause 4 (iii) of the order are not applicable.
- b) In our opinion, and according to the information and explanations given to us, the company has taken interest free unsecured loan in the nature of subordinated debt from one company covered in the register maintained pursuant to section 301 of the Act. The aggregate amount taken during the year was Rs. 34.08 Crore & maximum amount involved during the year and the year-end outstanding for the same was Rs. 63.43 Crore.
- c) The loan taken is interest free and is in the nature of equity support, the terms and conditions of which are not prima-facie prejudicial to the interest of the company.
- d) In view of the loan being convertible into equity and as such there being no repayment specified, the reporting requirements under sub-clause (g) of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for activities relating to the intangibles under development. The activities of the company during the year under audit did not involve purchase of inventory and sale of goods. During the course of our audit, we have not observed nor informed by the management of any continuing failure to correct major weaknesses in internal controls.



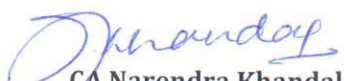
- (v) a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 that need to be entered into the register maintained under Section 301 have been so entered.
- b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value of Rupees five lakh have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) In our opinion, and according to the information and explanations given to us, the company has not accepted any deposits from public during the period under audit, consequently, the directives issued by Reserve Bank of India and the provisions of Sections 58A and 58AA of the Act and the rules framed there under are not applicable.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) 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 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima-facie, the prescribed accounts and records have been made and maintained.
- (ix) a) According to the information and explanations given to us and as per the records of the company examined by us, the company has been generally regular in depositing with the appropriate authorities undisputed statutory dues including income tax and other material statutory dues as applicable to it. According to the information and explanations given to us there are no material undisputed amounts payable in respect of applicable statutory dues which are outstanding, as at the Balance Sheet date 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 statutory dues which have not been deposited on account of any dispute.
- (x) Since the company has been registered for a period of less than 5 years, the reporting requirements under Clause 4 (x) of the order are not applicable.
- (xi) In our opinion, and according to the information and explanations made available to us, the company has not defaulted in the repayment of dues to the banks.
- (xii) In our opinion, and according to the information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, the provisions of clause 4(xii) of the Order are not applicable to the company.
- (xiii) The company is not a chit fund or a nidhi mutual benefit fund / society. Hence, the provisions of clause 4(xiii) of the Order are not applicable to the company.





- (xiv) In our opinion, and according to the information and explanations given to us, the company is not dealing in or trading in shares, securities, debentures and other investments. Hence, the provisions of clause 4(xiv) of the Order are not applicable to the company.
- (xv) In our opinion, and according to the information and explanations given to us, the company has not given guarantees for loans taken by others from banks or financial institutions. Accordingly, the provisions of clause 4(xv) of the Order are not applicable to the company.
- (xvi) In our opinion and according to the information and explanations given to us, the term loan have been ultimately utilized or the purpose for which the same were obtained. However, pending utilization, funds aggregating to Rs. 40.00 Lacs were invested in interest bearing term deposit as on March 31, 2014.
- (xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, and also in view of firm long term borrowing commitment from lenders, we report that no short-term funds have been used for long-term
- (xviii) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- (xix) According to the information and explanations given to us, during the period covered by our audit report, the company has not issued any debentures. Hence, the reporting requirements under clause 4(xix) of the Order are not applicable to the company.
- (xx) The company has not raised any money by public issues. Hence, the reporting requirements under clause 4(xx) of the Order are not applicable to the company.
- (xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

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

  
**CA Narendra Khandal**  
**Partner**  
**M. No. 065025**



**Mumbai, April 21, 2014**

**VINDHYACHAL EXPRESSWAY PRIVATE LIMITED**  
Balance Sheet as at March 31, 2014

Sr. No.	Particulars	Note No.	As at March 31, 2014	As at March 31, 2013
I.	<b>EQUITY AND LIABILITIES</b>			
1.	<b>Shareholders Funds</b>			
	(a) Share Capital	3	270,500,000	270,500,000
	(b) Reserves and Surplus	4	(672,763)	(617,290)
	<b>Total (1)</b>		<b>269,827,237</b>	<b>269,882,710</b>
2	<b>Non-Current Liabilities</b>			
	(a) Long Term Borrowings	5	2,984,277,360	293,477,360
	(b) Long Term Provisions	6	37,735	-
	<b>Total (2)</b>		<b>2,984,315,095</b>	<b>293,477,360</b>
3	<b>Current Liabilities</b>			
	(a) Other Current Liabilities	7	659,150,275	1,243,903,791
	(b) Short Term Provisions	8	60,708	33,555
	<b>Total (3)</b>		<b>659,210,983</b>	<b>1,243,937,346</b>
	<b>TOTAL (1 + 2 + 3)</b>		<b>3,913,353,315</b>	<b>1,807,297,416</b>
II.	<b>ASSETS</b>			
1.	<b>Non Current Assets</b>			
	(a) Fixed Assets			
	(i) Tangible & Intangible Assets			
	Gross Block	9	239,600	239,600
	Less Accumulated Depreciation and Amortisation		67,098	11,625
	Net Block		172,502	227,975
	(ii) Intangible Assets under development	10	3,567,819,188	1,441,391,098
	(b) Long term loans and advances	11	333,969,921	364,912,325
	<b>Total (1)</b>		<b>3,901,961,611</b>	<b>1,806,531,398</b>
2.	<b>Current Assets</b>			
	(a) Trade receivables	12	2,373,324	-
	(b) Short Term Loans and advances	13	2,059,184	105,472
	(c) Cash and Cash equivalents	14	6,937,333	660,546
	(d) Other Current Assets	15	21,863	-
	<b>Total (2)</b>		<b>11,391,704</b>	<b>766,018</b>
	<b>Total (1 + 2)</b>		<b>3,913,353,315</b>	<b>1,807,297,416</b>

Significant accounting policies

The accompanying notes are an integral part of the financial statements.

As per our report of even date


2

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



  
Manoj Tulsian  
Managing Director

  
B. N. Nagara  
Director

Secretary

Place : Mumbai  
Date : 21/04/14

Place : Mumbai  
Date : 21-04-2014

**VINDHYACHAL EXPRESSWAY PRIVATE LIMITED**  
Statement of Profit & Loss for the period year ended March 31, 2014

Particulars	Note No.	Year Ended March 31, 2014	Period From 16th Jan' 12 to March 31, 2013
<b>Income</b>			
Revenue from operations	16	39,555,407	-
Other Operational Income		-	-
Interest Income		-	-
<b>Total Revenue (I)</b>		<b>39,555,407</b>	<b>-</b>
<b>Expenses:</b>			
Operating Expenses	17	-	-
Other expenses		39,555,407	605,665
Finance Cost		-	-
Depreciation and Amortization Expense		55,473	11,625
<b>Total Expenses (II)</b>		<b>39,610,880</b>	<b>617,290</b>
<b>Profit before exceptional and extraordinary items and tax (III - IV)</b>		<b>(55,473)</b>	<b>(617,290)</b>
Exceptional Items		-	-
Profit before extraordinary items and tax (V - VI)		(55,473)	(617,290)
Extraordinary Items		-	-
<b>Profit before tax (I-II)</b>		<b>(55,473)</b>	<b>(617,290)</b>
<b>Tax expense:</b>			
(1) Current tax		-	-
(2) Deferred tax		-	-
<b>Total tax expenses</b>		<b>-</b>	<b>-</b>
<b>Profit/(Loss) for the period</b>		<b>(55,473)</b>	<b>(617,290)</b>
Earning per equity share: (Face Value- Rs. 10)			
(1) Basic		-	(0.04)
(2) Diluted		-	(0.04)

Significant accounting policies

2

The accompanying notes are an integral part of the financial statements.

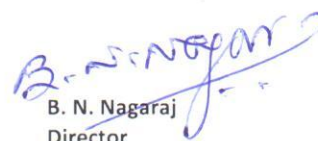
As per our report of even date

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

For and on behalf of the Board

  
CA Narendra Khandal  
Partner  
Membership No.: 065025

  
Manoj Tulsian  
Managing Director

  
B. N. Nagaraj  
Director



Secretary

Place : Mumbai  
Date : 21/04/14

Place : Mumbai  
Date : 21-04-2014



**VINDHYACHAL EXPRESSWAY PRIVATE LIMITED**  
Cash Flow Statement for the year ended March 31, 2014

PARTICULARS	Year ended March 31, 2014	Year ended March 31, 2013
	Rs.	Rs.
<b>A. Cash Flow from Operating Activities</b>		
Net Profit Before Tax and Extraordinary Items	(55,473)	(617,290)
Add: Depreciation	55,473	11,625
Operating Profit Before Working Capital Changes	-	(605,665)
Adjustment for :		
(Increase) / Decrease in Trade and Other Receivables	(2,373,324)	-
(Increase) / Decrease in other Current Assets	(21,863)	-
(Increase) / Decrease in other Non -Current Assets	-	-
(Increase) / Decrease in Loans and Advances	28,988,692	(365,017,797)
Increase / (Decrease) in Trade and Other Payables	-	-
Increase / (Decrease) in Other Current Liabilities	(584,753,516)	1,243,903,791
Increase / (Decrease) in Provisions	64,888	33,555
<b>Cash generated from Operations</b>	<b>(558,095,123)</b>	<b>878,313,884</b>
Income Taxes refund / (paid) during the year	-	-
<b>Net Cash Flow from / (used in) Operating Activities</b>	<b>(558,095,123)</b>	<b>878,313,884</b>
<b>B. Cash Flow from / (used in) Investing Activities</b>		
Purchase of Fixed Assets / Additions to CWIP	(2,126,428,090)	(1,441,630,698)
Dividend received from other investments	-	-
Profit on sale of investments	-	-
<b>Net Cash Flow from / (used in) Investing Activities</b>	<b>(2,126,428,090)</b>	<b>(1,441,630,698)</b>
<b>C. Cash Flow from / (used in) Financing Activities</b>		
Proceeds from increase in paid up capital	-	270,500,000
Proceeds from increase in share premium	-	-
Proceeds / (repayment) from / of Share Application Money	-	-
Proceeds / (repayment) from / of Preference capital	-	-
Proceeds from increase/decrease in capital redemption reserve	-	-
Proceeds / (repayment) from / of Unsecured Loans	2,690,800,000	293,477,360
<b>Net Cash Flow from / (used in) Financing Activities</b>	<b>2,690,800,000</b>	<b>563,977,360</b>
<b>Net Increase / (decrease) in Cash and Cash Equivalents</b>	<b>6,276,787</b>	<b>660,546</b>
Cash and Cash Equivalent at the beginning of the year	660,546	-
Cash and Cash Equivalent at the end of the year	6,937,333	660,546

**NOTES**

1. Cash flow statement has been prepared under the Indirect Method as set out in the Accounting Standard 3 "Cash Flow Statements" as specified in the Companies (Accounting Standards) Rules, 2006.
2. Cash and cash equivalents represent cash and bank balances.

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 : 21/04/14



For and on behalf of the Board

  
Manoj Tulsian  
Managing Director

  
B. N. Nagaraj  
Director

Secretary

Place : Mumbai  
Date : 21-04-2014



**VINDHYACHAL EXPRESSWAY PRIVATE LIMITED**  
**Notes to financial statements for the year ended March 31, 2014**

**No. 1 & 2**

**1 Nature of Operations**

The Company has been awarded the work to promote, develop, finance, establish, design, construct, equip, operate, maintain the Four laning of Rewa – Hanumana Road Project Section of NH-07 with paved shoulders between KM 229/10 at Rewa City to KM 140/6 at MP/UP border (Length- 89.30Km). in the state of Madhya Pradesh on Design, Build, Finance, Operate and Transfer (DBFOT) basis, to charge and collect toll fees and to retain and appropriate receivables as per the Concession Agreement dated 25th January 2012 with Madhya Pradesh Road Development Corporation Ltd. The Concession Agreement is for a period of 30 years from appointed date including the Construction Period of 730 days. The company is a wholly owned subsidiary company of JMC

**2 Significant Accounting Policies**

**2.1 Basis of preparation**

The financial statements have been prepared to comply in all material respects with the Notified accounting standards by Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956 throughout the accounting period. The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies have been consistently applied by the Company throughout the accounting period.

**2.2 Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**2.3 Fixed Assets**

Fixed assets are stated at cost less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

**2.4 Intangible Assets under development**

All Project related expenditure for acquisition of Toll collection rights viz., civil works, machinery under erection, construction and erection materials, pre-operative expenditure, expenditure indirectly related to the project and incidental to setting up project facilities, borrowing cost incurred prior to the date of commercial operation, and trial run expenditure are shown under Intangible Assets under development. These expenses are net of recoveries, claims and income (net of tax), if any, from surplus funds arising out of project specific borrowings.

**2.5 Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consists of interest and other cost that an entity incurs in connection with the borrowing of funds.

**2.6 Accounting for Taxes on Income**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.



## 2.7 Provisions

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes to the financial statement. A contingent asset is neither recognised nor disclosed.

## 2.8 Employee Benefit

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.

## 2.90 Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes to the financial statement. A contingent asset is neither recognised nor disclosed.

## 2.10 Current/Non-Current Assets and Liabilities:

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

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

All other assets are classified as Non-current.

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

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

All other liabilities are classified as Non-current.





**VINDHYACHAL EXPRESSWAY PRIVATE LIMITED**  
Notes to financial statements for the year ended March 31, 2014



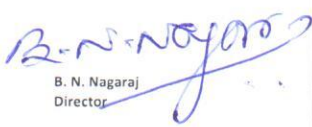
Note No.	Particulars	As at March 31, 2014	As at March 31, 2013
<b>3</b>	<b>Share Capital</b>		
	<b>Authorised</b> 7,00,00,000 Equity Shares of Rs. 10/- each	700,000,000	700,000,000
	<b>Equity Shares - Issued, Subscribed and Paid up</b> 2,70,50,000 (Previous Year 2,70,50,000) Equity Shares of Rs. 10/- each allotted as fully paid up at par to JMC projects (India) Limited	270,500,000	270,500,000
	<b>Total</b>	<b>270,500,000</b>	<b>270,500,000</b>
	<b>a. Reconciliation of the shares outstanding at the beginning and the at the end of the reporting period</b> At the beginning of the period : 2,70,50,000 (Previous Year Nil) Equity Shares of Rs. 10/- each allotted as fully paid up Issued during the period : Nil (Previous Year 2,70,50,000) Equity shares of Rs. 10/- each allotted as fully paid up at par to its Holding company - M/s. JMC Projects (India) Limited <b>Outstanding at the end of the period : 2,70,50,000 (Previous Year 2,70,50,000) Equity Shares of Rs. 10/- each allotted as fully paid up</b>	270,500,000 - 270,500,000	- 270,500,000 270,500,000
	<b>b. Share in the Company held by each shareholder holding more than 5% shares and held by the holding Company :</b> 2,70,50,000 (Previous Year 2,70,50,000) Equity Shares of Rs. 10/- each allotted as fully paid up at par to JMC Projects (India) Limited (Holding company holding 100% of the equity shares)	270,500,000	270,500,000
		<b>270,500,000</b>	<b>270,500,000</b>
	<b>c. Terms / Rights attached to Shares:</b>  The Company has only one kind of capital i.e. Equity share capital having face value of Rs. 10/- per share. Each member of the Company shall have a right to vote on every resolution placed before the Company.  The Company declares and pays dividend in Indian rupees. The Board of Directors may pay Interim dividend. The dividend recommended by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting and approval from the long-term secured loan lenders.  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 preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.		
<b>4</b>	<b>Reserves and Surplus</b>		
	<b>(a) Surplus</b>		
	At the beginning of the accounting period	(617,290)	-
	Profit/(loss) for the year	(55,473)	(617,290)
	<b>At the end of the accounting period</b>	<b>(672,763)</b>	<b>(617,290)</b>
<b>5</b>	<b>Non Current Liabilities</b>		
	<b>Long-term borrowings</b>		
	<b>Secured Long-term Loan from:</b>		
	<b>a) Banks</b>	2,000,000,000	-
	<b>b) Financial Institutions</b>	350,000,000	-
	<b>Secured Term Loan (Terms of Repayment and Security)</b>		
	<b>a</b> (Payable in 144 (One Hundred Forty Four) unequal monthly instalments. The repayment shall commence after a moratorium period of 12 (Twelve) months from from COD or August 31, 2015 and ending in July 2027)		
	<b>b</b> Secured by following: a. first mortgage and charge on all the Borrower's immovable properties, if any, both present and future; save and except the Project Assets. By way of hypothecation of all the Borrower's movable assets; save and except the Project Assets, Borrower's Receivables save and except the Project Assets and on all intangibles of the Borrower b. first charge by way of assignment or otherwise creation of Security Interest in all the right, title, interest, benefits, claims and demands whatsoever of the Borrower in accordance with the provisions of the Substitution Agreement and the Concession Agreement & by way of assignment or creation of security interest of (a) all the rights, title, interest, benefits, claims and demands whatsoever of the Borrower in the Project Documents. c) pledge of equity shares held by the Promoter aggregating to 51% (fifty one percent) of paid up and voting equity share capital of the Borrower		
	<b>Other Long Term Liabilities</b>		
	<b>(b) Subordinated Debt (Unsecured Long Term and interest free)</b> Subordinated debt taken by the company forms part of Sponsors Equity from the promoters of the company (i.e. JMC Projects (India) Limited) for the project which is unsecured and interest free. The same shall not be withdrawn during the concession period.	634,277,360	293,477,360
	<b>Total</b>	<b>2,984,277,360</b>	<b>293,477,360</b>



6	<b>Long Term Provisions</b> Provision for Gratuity	37,735	-
	<b>Total</b>	<b>37,735</b>	<b>-</b>
7	<b>Other Current Liabilities</b> (a) Creditor for Capital Expenses (b) Statutory Dues Payable (c) Interest Accrued and due on Borrowings	624,435,013 18,989,557 15,725,705	1,226,952,307 16,951,484 -
	<b>Total</b>	<b>659,150,275</b>	<b>1,243,903,791</b>
	<b>Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006</b> i) There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with the interest and accordingly no additional disclosures have been made.  ii) The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.		
8	<b>Short Term Provisions</b> (a) Provision for Leave Encashment	60,708	33,555
	<b>Total</b>	<b>60,708</b>	<b>33,555</b>
10	<b>Fixed Assets</b> (i) <b>Intangible Assets under development</b> <b>Toll Collection Right</b> (a) Construction Cost (b) Pre-operative expenses: Balance brought forward from previous year : Add : Expenditure incurred during the period a. Administrative expenses: b. Borrowing Cost: - Bank Charges (including bank guarantee and processing charges) - Interest During Construction  Balance Carried forward to next year <b>Total (a+b)</b>	3,265,543,702 39,911,949 47,444,841 13,438,692 201,480,004 302,275,486 <b>3,567,819,188</b>	1,401,479,149 - 22,471,565 17,440,384 - 39,911,949 <b>1,441,391,098</b>
11	<b>Long term Loans &amp; advances</b> Mobilisation advance given to Holding Company Security Deposit with Sale Tax Other Advances	333,954,921 15,000 -	364,897,325 15,000 -
		<b>333,969,921</b>	<b>364,912,325</b>
	<b>CURRENT ASSETS</b>		
12	<b>Trade Receivables</b> Unsecured, considered good : Debts outstanding for a period exceeding six months Other debts	2,373,324 -	- -
		<b>2,373,324</b>	<b>-</b>
13	<b>Short term Loans &amp; advances</b> (a) Unsecured, considered good Advances: Other Advances (b) Recoverable from Govt. Authorities: IT TDS Receivables WCT TDS Receivables (c) Prepaid Exp.(Payment to Yes Bank of Escrow Agent and Lenders Agent fee)	- 418,641 793,255 791,108 56,180 <b>2,059,184</b>	- 49,292 - - 56,180 <b>105,472</b>
14	<b>Cash and Cash Equivalents</b> (a) Cash on hand (b) Balances with Banks On current accounts FDR (with original maturity of less than 3 months) <b>Total</b>	120,620 2,816,713 4,000,000 <b>6,937,333</b>	8,148 652,398 - <b>660,546</b>





15	<b>Other Current Assets</b> (a) Accrued Interest (b) TDS Receivable  <b>Total</b>	   <b>21,863</b>  <b>21,863</b>	     																					
16	<b>Other Operating Income</b> Utility Shifting Revenue from MPRDC  <b>Total</b>	   <b>39,555,407</b>  <b>39,555,407</b>	     																					
17	<b>Other Operating Expenses</b> Utility Shifting Expenditure  <b>Total</b>	   <b>39,555,407</b>  <b>39,555,407</b>	     																					
18	<b>Other expenses</b> Auditor's remuneration - Audit fees - Tax audit fees - Other fees  <b>Total</b>	      <b>129,214</b>  <b>-</b>	      <b>112,360</b>  <b>-</b>																					
19	<b>Commitments</b> Estimated amount of contracts remaining to be executed on capital account (Net of capital advances)	   <b>2,430,501,377</b>	   <b>4,263,623,526</b>																					
21	<b>Employee Benefit:</b> The company has estimated the amount of employee benefits comprising of Gratuity and Leave Encashment for its employees. In view of the number of employees being very less, the company has made an in-house estimation of the liability and made provision for the same instead of the same being made from an Actuary.  The amount provided has been retained in the company and no separate investment for the same is being made. Hence, the disclosure requirements under AS 15 with respect to the Actuarial loss / gain, Fair Value of investment, actuarial assumptions etc. are not applicable and hence not given.  Other Disclosures pursuant to AS - 15 issued by ICAI are as under: The company has the following Defined Benefit Scheme a) Gratuity b) Leave Encashment  Description of the benefits:  <b>Gratuity:</b> Gratuity is payable to all employees who have rendered atleast 5 years of continuous service at the rate of 15 days salary for each completed year of service or part thereof in excess of six months subject to maximum of Rs. 10 Lacs. In view of the company being in existence for less than 5 years, no gratuity is payable.  <b>Leave Encashment:</b> Unavailed leave upto 60 days is not encashable, leave in excess of 60 days is encashable to the extent of 67% and balance 33% shall lapse. Entire accumulated leave shall be encashable at the time of seperation.																							
22	<b>Segment Information:</b> 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 Accounting Standard (AS) 17 – "Segment Reporting" have not been made.																							
23	Considering the present financial position and requirement of the Accounting Standard-22 on Accounting for Taxes on Income, regarding certainty/virtual certainty, Deferred tax has not been recognised.																							
24	<b>Earnings Per Share</b> <table><tr><td>Profit after tax and minority interest</td><td>(55,473)</td><td>(617,290)</td></tr><tr><td>Profit available for Equity Shareholders</td><td>(55,473)</td><td>(617,290)</td></tr><tr><td>Weighted number of Equity Shares outstanding</td><td>27,050,000</td><td>16,532,916</td></tr><tr><td>Nominal Value of equity shares</td><td>10</td><td>10</td></tr><tr><td>Basic Earnings per share</td><td>-</td><td>(0.04)</td></tr><tr><td>Equity shares used to compute diluted earnings per share</td><td>27,050,000</td><td>16,532,916</td></tr><tr><td>Diluted Earnings per share</td><td>-</td><td>(0.04)</td></tr></table>			Profit after tax and minority interest	(55,473)	(617,290)	Profit available for Equity Shareholders	(55,473)	(617,290)	Weighted number of Equity Shares outstanding	27,050,000	16,532,916	Nominal Value of equity shares	10	10	Basic Earnings per share	-	(0.04)	Equity shares used to compute diluted earnings per share	27,050,000	16,532,916	Diluted Earnings per share	-	(0.04)
Profit after tax and minority interest	(55,473)	(617,290)																						
Profit available for Equity Shareholders	(55,473)	(617,290)																						
Weighted number of Equity Shares outstanding	27,050,000	16,532,916																						
Nominal Value of equity shares	10	10																						
Basic Earnings per share	-	(0.04)																						
Equity shares used to compute diluted earnings per share	27,050,000	16,532,916																						
Diluted Earnings per share	-	(0.04)																						
25	In the opinion of the management, the Current Assets are stated at the value at which the same shall be realised in the ordinary course of business. Similarly, provision for all known expenses have been made.																							
26	There is no income and expenditure in foreign currency during the year (Previous year Nil).																							
27	<b>Previous year / period comparatives:</b> Previous period figures have been regrouped / rearranged wherever necessary to confirm to current year's classification.																							
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		For and on behalf of the Board of Directors  Manoj Tulsian Managing Director  B. N. Nagaraj Director																						
		 																						
Place : Mumbai Date : 21/04/14		Secretary  Place : Mumbai Date : 21-04-2014																						

## VINDHYACHAL EXPRESSWAY PRIVATE LIMITED

## Note No. 9 : FIXED ASSET

Particulars	Gross Block			Depreciation			NET BLOCK
	As on 01-04-2013	Additions/ (Disposal) during the period	As on 31-03-2014	As on 01-04-2013	For the period	As on 31-03-2014	As on 31-03-2014
<b>Tangible Assets</b>							
Computer	136,500	-	136,500	355	43,230	43,585	92,915
Furniture & Fixtures	103,100	-	103,100	11,270	12,243	23,513	79,587
<b>TOTAL</b>	<b>239,600</b>	<b>-</b>	<b>239,600</b>	<b>11,625</b>	<b>55,473</b>	<b>67,098</b>	<b>172,502</b>
Previous year	-	239,600	239,600	11,625	11,625	11,625	227,975





## Notes no:20-Related party statement VEPL

S.No.	Particulars	Amount	
		FY 13-14 31st Mar 14	FY 12-13 31st Mar 2013
<b>A</b>	<b><u>Related party transactions</u></b>		
1	<b>Share Application Money Received</b> JMC Projects India Ltd	-	270,500,000
2	<b>Issue of Equity Shares</b> JMC Projects India Ltd	-	270,500,000
3	<b>Security Premium Amount</b> JMC Projects India Ltd	-	-
4	<b>Sub Debt - Long term borrowings</b> JMC Projects (India) Limited	340,800,000	293,477,360
5	<b>Repayment of Long term borrowings</b> JMC Projects (India) Limited	-	-
6	<b>Mobilisation Advance Given</b> JMC Projects India Ltd	368,500,000	536,000,000
7	<b>Mobilisation Advance Recovery</b> JMC Projects (India) Limited	399,442,404	171,102,675
8	<b>Construction Cost bills received from</b> JMC Projects India Ltd	1,864,064,553	1,401,479,149
9	<b>Payment made on account of EPC contractor including Taxes &amp; Mob Adv recovery</b> JMC Projects India Ltd	2,481,212,017	187,977,321
10	<b>Expenses incurred on our behalf</b> JMC Projects India Ltd	4,455,304	12,447,354
11	<b>Payment made on account of expenses incurred</b> JMC Projects India Ltd	4,606,140	-
<b>B</b>	<b><u>Related party balances</u></b>		
	<b>Outstanding balances as on 31-03-2014</b>		
1	<b>Equity Share Capital</b> JMC Projects India Ltd	270,500,000	270,500,000
2	<b>Payable for Capital Cost</b> JMC Projects India Ltd	596,354,364	1,213,501,828
3	<b>Sub Debt - Long term borrowings</b> JMC Projects India Ltd	634,277,360	293,477,360
4	<b>Mobilisation Advance</b> JMC Projects India Ltd	333,954,921	364,897,325
5	<b>Reimbursement Payable</b> JMC Projects India Ltd	12,296,518	12,447,354

