**ASHOKA CONCESSIONS LIMITED**

**ANNUAL REPORT**
**2019-20**

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**BOARD OF DIRECTORS**

| | |
|---|---|
| Mr. Satish Parakh | Chairman |
| Mr. Ashish Kataria | Managing Director |
| Mr. Paresh Mehta | Director |
| Mr. Gyan Chand Daga | Director |
| Mr. Sharadchandra Abhyankar | Independent Director |
| Mr. Rajendra Singhvi | Independent Director |
| Mr. Ravindra Vijavargiya | Chief Financial Officer |
| Ms. Pooja Lopes | Company Secretary |

| | | |
|---|---|---|
| **STATUTORY AUDITORS** | **-** | M/s. S R B C & CO., LLP, Chartered Accountants, Mumbai. |
| **INTERNAL AUDITORS** | **-** | M/s. SSK & Co., Chartered Accounts, Nashik. |
| **COST AUDITORS** | **-** | M/s. Suraj Lahoti & Associates, Cost Accountants, Nashik |
| **DEBENTURE TRUSTEE** | **-** | Catalyst Trusteeship Limited |

**REGISTERED OFFICE**

S. No. 113/2, 5th Floor, Ashoka Business Enclave, Wadala Road, Nashik - 422 009

**WEBSITE**

www.ashokaconcessions.com

ASHOKA

**ASHOKA CONCESSIONS LIMITED**

**BOARD'S REPORT – FY 2019-20**

Dear Shareholders,

We feel pleasure in presenting the Ninth (09th) Annual Report on the business and operations of the Company for the year ended March 31, 2020.

## (1) FINANCIAL RESULTS

Standalone Financial results of the Company for the year under review along with the figures for previous year are as follows:

(Rs. in Lakhs except for EPS)

| Particulars | 2019-20 | | 2018-19 | |
|---|---|---|---|---|
| | Standalone | Consolidated | Standalone | Consolidated |
| Total Receipts / Gross Sales & Operating Income | 7,584.81 | 2,94,437.28 | 9,590.20 | 206,867.17 |
| Gross Profit before Depreciation, Amortisation and Tax | (21,963.87) | (16,936.85) | (94.79) | (15,546.12) |
| Depreciation and amortization | 35.15 | 15,452.78 | 289.08 | 15,408.56 |
| Profit before Tax | (21,999.02) | (32,389.63) | (383.87) | (30,954.68) |
| Provision for Taxation | 46.47 | 1,881.97 | 691.76 | 1,457.72 |
| Profit after Tax | (22,045.49) | (31,040.04) | (7,386.63) | (30,617.07) |
| Earnings per share of Rs. 10/- each | | | | |
| Basic | (2,204.55) | (3,017.84) | (738.66) | (2,944.50) |
| Diluted | (2,204.55) | (3,017.84) | (738.66) | (2,944.50) |

## (2) OPERATIONS

The Company was awarded the following new project by National Highway Authority of India (NHAI) for which Special Purpose Vehicle in the form of Wholly Owned Subsidiary viz. Ashoka Shivamogga Bettadahalli Road Private Limited was incorporated during the year under review.

Your Company was awarded following projects viz.

1. Four Lanning of Tumkur – Shivamogga Section from Ch.170+415 km. to Ch.226+750 km., Bettadahalli – Shivamogga Section of NH-206 on Hybrid Annuity mode under Bharatmala Pariyojana in the State of Karnataka (Package IV) by National Highways Authority of India (“NHAI”) during the year under review.
2. Four laning of NH-161 from Kandi (Design Km 0.000) (Km 498.250 of NH-65) to Ramsanpalle (Design Km 39.980/Existing Km 44.757) (Design Length = 39.980 Km) in the State of Telangana under Bharatmala Pariyojna on HAM Mode
3. Four Laning of Tumkur-Shivamogga section from Km 119+790 (Design Km 121+900) to Km 166+100(Design Km170+415),Banwara to Bettadahalli section of NH-206 in the State of Karnataka On Hybrid Annuity Mode under Bharatmala Priyojana (Package –III)

**Ashoka Kharar Ludhiana Road Limited**

This SPV was formed to execute 4/6 laning of Kharar to Ludhiana section of NH-95 (new NH-05) from Kharar km. 10+185 (design chainage) to Samrala Chowk, Ludhiana km. 86+199 (design chainage) in the State of Punjab on Hybrid Annuity mode Basis ("the Project"). Project has achieved Provisional COD on 31st March 2020.

**Projects under Execution / Ongoing Projects**

Projects are progressing well, except for extension of time which is requested to authority to accommodate delay due to Covid Pandemic national lockdown during quarter ending June 2020

**Ashoka Ranastalam Anandapuram Road Limited**

This SPV was formed to execute Six laning from Ranastalam to Anandapuram (Visakhapatnam) (from Km 634.000 to Km 681.000) section of NH- 05 (New NH-16) in the State of Andhra Pradesh under NHDP Phase-V (Package II) on Hybrid Annuity mode Basis ("the Project"). The estimated Project Cost is approximately Rs.1,039.99 Crores having construction period of 910 days.

**Ashoka Ankleshwar Manubar Expressway Private Limited**

This SPV was formed to execute Eight Lane Vadodara Kim Expressway from Km 279.00 to Km 292.00 (Ankleshwar to Manubar Section of Vadodara Mumbai Expressway) in the State of Gujarat under NHDP Phase - VI on Hybrid Annuity Mode (Phase IA-Package IV). The estimated Project Cost is approximately Rs.1,326 Crores having construction period of 910 days. The SPV has received Appointed Date i.e. December 10, 2018 for commencing the construction.

**Ashoka Khairatunda Barwa Adda Road Limited**

This SPV was formed to execute Six Laning of Khairatunda to Barwa Adda Section of NH-2 from km. 360.300 to km. 400.132 in the State of Jharkhand under NHDP Phase-V on Hybrid Annuity mode Basis. The estimated Project Cost is approximately Rs.643.50 Crores having construction period of 910 days. The SPV has received Appointed Date i.e. January 08, 2019 for commencing the construction.

**Ashoka Belgaum Khanapur Road Private Limited**

This SPV was formed to execute 4 Laning of Belgaum Khanapur Section Km 0+000 – Km 30+800 (Design chainage Km 0+000 to Km 30+000) of NH-4A in the State of Karnataka on Hybrid Annuity Mode. The estimated Project Cost is approximately Rs.664 Crores having construction period of 910 days. The SPV has received Appointed Date i.e. March 07, 2019 for commencing the construction.

**(3) SHARE CAPITAL**

The Company has not issued any shares with or without differential voting rights or Sweat Equity shares or shares under ESOP to its employees. Further, the Company has not provided any money to its employees for purchase of its own shares. Accordingly the Company has nothing to report in respect of Rule 4(4), Rule 12(9) and Rule 16 of the Companies (Share Capital & Debentures) Rules, 2014.

The paid-up Equity Share capital of the Company as at March 31, 2020 stood at Rs.1 Crore.

## (4) DEBENTURES

During the year under review, the Company allotted 1,500 rated, listed, unsecured, 10.45%, non-convertible debentures of Rs.10 Lakhs each amounting to Rs. 150 Crore for the tenure of 2 years 7 months and 21 days. The Debentures were allotted to ICICI Prudential Credit Risk Fund on private placement basis and have been listed on BSE Ltd. in Whole-Sale Debt Market Segment. The Company is now treated as Listed entity as per the provisions of the Companies Act, 2013. **("the Act")**

The details of the Debenture Trustee as per the Regulation 53 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are given below :

| | |
|---|---|
| Name of Debenture Trustee | Catalyst Trusteeship Limited |
| Address | Windsor, 6th floor, Office No.604, C.S.T Road,<br>Kalina, Santacruz (East) Mumbai 400 098 |
| Contact Person | Mr. Sameer Trikha |
| Tel. | 011-43029101 |
| Fax | 022- 49220505 |
| Email | sameer.trikha@ctltrustee.com |
| Website | www.catalysttrustee.com |

## (5) DIVIDEND

The Directors have not recommended any Dividend since the Company has incurred a loss of Rs.22,049.42 Lakh for the year under review.

## (6) RESERVES

The Company is not required to transfer any amount to general reserves.

## (7) PERFORMANCE OF SUBSIDIARIES, ASSOCIATES & JOINT VENTURES

In accordance with Section 129 (3) of the Act and Indian Accounting Standard (Ind AS), the Company has prepared the Consolidated Financial Statements of the Company and all its subsidiaries, which form part of this Annual Report.

The salient features of financial statements of Subsidiary / Associates / Joint Ventures as per the Act, are given in the prescribed form AOC-1 as **Annexure - I** to the Board's Report.

## (8) NUMBER OF BOARD MEETINGS HELD AND ATTENDANCE

### A. Board Meetings

The Board of Directors duly met 6 times during the year under review on dates mentioned in below table and the necessary quorum was present for all the meetings. The maximum gap between any two meetings did not exceed 120 days, as per provisions of the Act.

| Sr. No. | Dates of Meetings |
|---|---|
| 1 | 10.05.2019 |
| 2 | 08.08.2019 |
| 3 | 26.09.2019 |
| 4 | 12.11.2019 |
| 5 | 11.12.2019 |
| 6 | 04.02.2020 |

**Attendance**

| Sr. No | Name | Category | No. of meetings held | No. of meetings attended |
|---|---|---|---|---|
| 1 | Mr. Satish Parakh | Non-Executive Director Non-Independent Director | 6 | 6 |
| 2 | Mr. Ashish Kataria | Executive Director | 6 | 5 |
| 3 | Mr. Paresh Mehta | Non-Executive Director Non-Independent Director | 6 | 6 |
| 4 | Mr. Gyan Chand Daga | Non-Executive Director – Non-Independent Director | 6 | 6 |
| 5 | Mr. Sharadchandra Abhyankar | Non-Executive Independent Director | 6 | 5 |
| 6 | Mr. Rajendra Singhvi | Non-Executive Independent Director | 6 | 6 |

## (8) COMMITTEES MEETING AND ATTENDANCE

### A) AUDIT COMMITTEE

The Audit Committee has been constituted in line with provisions of section 177 of the Act and comprises of the following Directors:

| Name | Status | Category |
|---|---|---|
| Mr. Satish D. Parakh | Chairman | Non-Executive and Non-Independent |
| Mr. Sharadchandra Abhyankar | Member | Non-Executive and Independent |
| Mr. Rajendra Singhvi | Member | Non-Executive and Independent |

The Members of the Audit Committee duly met 05 times during the year under review. The dates on which the meetings were held are as follows:

| Sr. No. | Dates of Meetings |
|---|---|
| 1 | 10.05.2019 |
| 2 | 08.08.2019 |
| 3 | 26.09.2019 |
| 4 | 12.11.2019 |
| 5 | 04.02.2020 |

**Attendance**

| Sr. No. | Name | No. of meetings held | No. of meetings attended |
|---|---|---|---|
| 1 | Mr. Satish Parakh | 5 | 5 |
| 2 | Mr. Sharadchandra Abhyankar | 5 | 4 |
| 3 | Mr. Rajendra Singhvi | 5 | 5 |

**B) NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee has been constituted in line with provisions of section 178 of the Act and comprises of the following Directors:

| Name | Status | Category |
|---|---|---|
| Mr. Paresh C. Mehta | Chairman | Non-Executive and Non-Independent |
| Mr. Sharadchandra Abhyankar | Member | Non-Executive and Independent |
| Mr. Rajendra Singhvi | Member | Non-Executive and Independent |

The Members of the Nomination and Remuneration Committee duly met twice during the year under review on May 10, 2019 and February 04, 2020. All the Members of the Committee attended the meetings.

**C) CSR COMMITTEE**

The CSR Committee has been constituted in line with provisions of section 135 of the Act and comprises of the following Directors:

| Name | Status | Category |
|---|---|---|
| Mr. Ashish Kataria | Chairman | Executive and Non-Independent |
| Mr. Paresh Mehta | Member | Non-Executive and Non-Independent |
| Mr. Rajendra Singhvi | Member | Non-Executive and Independent |

No meeting of the CSR Committee was held during the year under review. This is to apprise the Members that the Company has incurred losses in last few years and hence no CSR expenses are incurred by the Company though its net worth is more than the required threshold as per section 135 of the Act.

**D)** During the year, the Independent Directors ("IDs) were not able to meet due to outbreak of COVID-19 pandemic. In view of the MCA Notification dated March 24, 2020, for the FY 2019-20, if the IDs of a company have not been able to hold such a meeting, the same shall not be viewed as a violation. The IDs, however, shared their views amongst themselves through telephone.

**E)** The Annual General Meeting of the Company for FY 2018-19 was held on September 28, 2019. During the year under review, one Extra-Ordinary General Meeting of the Members of the Company was held on August 02, 2019.

## (9) DIRECTORS AND KEY MANAGERIAL PERSONNEL

### (i) Director liable to retire by rotation

Pursuant to the provisions of the section 161(1) of the Act, read with the Articles of Association of the Company, Mr. Ashish A. Kataria (DIN-00580763), Managing Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

You are requested to re-appoint him.

### (ii) Declaration of Independence by Independent Directors;

Pursuant to the provisions of section 149 of the Act, Mr. Rajendra Singhvi and Mr. Sharadchandra Abhyankar were appointed as Independent Directors of the Company at the Annual General Meeting held on September 29, 2015 for a term of five (5) consecutive years up to March 31 2020. The Board of Directors at their Meeting held on the February 04, 2020, as per recommendations of the Nomination and Remuneration Committee and basis the evaluation report of Board of Directors, re-appointed Mr. Rajendra Singhivi and Mr. Sharadchandra Abhyankar as Independent Directors for a second ($2^{nd}$) term of five (5) consecutive years from April 01, 2020 till March 31, 2025. The said re-appointment was then confirmed by the Members of the Company in Extra-Ordinary General Meeting held on April 30, 2020 by a Special Resolution.

The Independent Directors have confirmed that they meet the criteria of independence as laid down under Section 149(6) of the Act. The Independent Directors have confirmed that their names have been included in the data bank maintained by "Indian Institute of Corporate Affairs" under Rule 6 (1) and (2) of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

### (iii) Key Managerial Personnel

Mr. Ravindra M. Vijayvargiya has been appointed as Chief Financial Officer and Ms. Pooja A. Lopes as Company Secretary of the Company with effect from May 10, 2019, designated as Key Managerial Personnel of your Company, in accordance with the provisions of sections 2(19) & 2(51) and 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Mr. Ashish A. Kataria, Managing Director, is the Key Managerial Person of your Company in accordance with the provisions of sections 2(54) & 2(51) and 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### (iv) Appointment and Resignation of Directors

None of the Directors has resigned or has been appointed during the year under review.

### (v) Formal annual evaluation of the Board, its Committees and individual directors

The Nomination and Remuneration Committee ("NRC") recommended the criteria for Evaluation and formulated the process of formal annual evaluation of the Board, its committees and individual directors to the Board for its approval and implementation. In view of the same the detailed evaluation of the individual directors was done by the NRC taking into account various parameters based on individual Director's participation, contribution and offering guidance to and understanding of the areas which were relevant to them in their capacity as members of the Board.

The Board of Directors also evaluated the performance of the Board itself, its Committees i.e. Audit Committee and Nomination and Remuneration Committee and Individual Directors. The Directors expressed their satisfaction with the evaluation process.

The IDs telephonically discussed the performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board.

## (10) AUDITORS AND AUDITORS' REPORT

### A) STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Act, and the Companies (Audit and Auditors) Rules, 2014, M/s. S R B C & CO., LLP, Chartered Accountants, Mumbai, Statutory Auditors (Firm Registration No.324982E) hold office till the conclusion of the Annual General Meeting for the Financial Year 2020-23.

The Auditors' reports on the Standalone and Consolidated Financial Statements for the year ended March 31, 2020 do not contain any qualification, observation or adverse comment.

### B) INTERNAL AUDITORS

For better financial and internal controls system, to ensure efficiency of the operations, compliance with internal policies and applicable laws, the Company has appointed M/s. SSK & Co., Chartered Accountants, Nashik, as Internal Auditors of the Company. The scope of work of Internal Auditors is laid down by Audit Committee and is reviewed on regular basis and the Reports issued by Internal Auditors are reviewed on regular basis.

The Company has appointed M/s. SSK & Co., Chartered Accountants, Nashik as Internal Auditors for FY 2020-21.

### C) COST AUDITORS

The Board of Directors had appointed M/s. Suraj Lahoti & Associates, Cost Accountants (Firm Registration No. 101489), as the Cost Auditors of your Company for the Financial Year 2019-20, to conduct the audit of cost records of your Company for its Construction segment. The Company is maintaining cost records in accordance with section 148 of the Act read with Rule 3 of the Companies (Cost Records and Audit) Rules, 2014.

There are no qualification(s), reservation(s) or adverse remark(s) in the Cost Audit Report for the financial year ended March 31, 2020.

As per Section 148 and other applicable provisions of the Act read with Companies (Audit and Auditors) Rules, 2014, the Board of Directors of your Company have appointed M/s. Suraj Lahoti & Associates, Cost Accountants (Firm Registration No. 101489) as the Cost Auditors for the financial year 2020-21 on the recommendations made by the Audit Committee. The remuneration proposed to be paid to the Cost Auditors, subject to the ratification by the Members at the ensuing AGM, would be not exceeding Rs.50,000 (Rupees Fifty Thousand only) plus applicable taxes and out of pocket expenses.

Your Company has received consent from M/s. Suraj Lahoti & Associates, Cost Accountants, to act as the Cost Auditors of your Company for the financial year 2020-21 along with a certificate confirming their independence. As required under the Act, a resolution seeking Members' approval for the ratification of the remuneration payable to the Cost Auditors forms part of the Notice convening the Annual General Meeting for their ratification.

**D) SECRETARIAL AUDITORS**

As per the SEBI (Listing Obligation and Disclosure Requirement) (Amendment) Regulations, 2018 in SEBI (LODR) 2015 ("LODR Amendment 2018"), every material unlisted subsidiary of the Listed Company is required to undertake Secretarial Audit and should also annex with its Board's Report, a Secretarial Audit Report given by a Company Secretary in Practice in the specified format.

Pursuant to Regulation 16 (c) of the SEBI (LODR) 2015, your Company is a Material Subsidiary of Ashoka Buildcon Limited ("ABL"), a Listed Company since the net worth of the Company for FY19 exceeded 10 per cent of the consolidated net worth of its holding company for FY19.

In view of the above and the being Listed Company, it has appointed Ms. Dipti Chandratre, Practising Company Secretary, Nashik, to conduct Secretarial Audit of the Company for the Financial Year 2019-20 as per the provisions of section 204 of the Act. The Secretarial Audit Report has been annexed to this Report as **Annexure VIII.** There are no adverse remarks / qualification in the Secretarial Audit Report for the financial year ended March 31, 2020 except the following observations / disclosures:

1. **Observation:** The submission of half yearly results in XBRL format for the half year ended 31st March, 2020 is pending to be uploaded on BSE. However, the Company has filed Financial Results in PDF format for the said period within prescribed time.

   **Reply:** The Company was required to file the financial results for half year ended March 31, 2020 in XBRL format within 48 hours from the declaration of the said Financial Results as per the circular(s) of BSE Limited. However due to COVID-19 pandemic and having limited access to office infrastructure, the Company could not file the said financial results within 48 hours. However the Company has filed the said financials results in PDF format well within the prescribed time in compliance with SEBI LODR, 2015.

   The Board of Directors states that the Company will take all necessary precautions to make necessary filings with the Stock Exchange in due time and the non-filing of the financial results in XBRL format will be regularized in due course.

2. **Observation:** The submission of half yearly Statement of Debt Securities for the half year ended on 31st March, 2020 as per Circular CIR/MD/DF-1/67/2017 dated 30th June, 2017 is pending to be uploaded on BSE.

   **Reply:** The Company was required to file half yearly Statement of Debt Securities for the half year ended on 31st March, 2020 as per Circular CIR/MD/DF-1/67/2017 dated 30th June, 2017. However due to COVID-19 pandemic and having limited access to office infrastructure, the Company could not file the said statement within 15 days from the end of the said half year.

The Board of Directors states that the Company will take all necessary precautions to make necessary filings with the Stock Exchange in due time and the non-filing of the said statement will be regularized in due course.

**(11) PUBLIC DEPOSITS**

The Company has not accepted any deposits u/s 73 of the Act during the FY 2019-20.

**(12) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act are given in the note nos. to the Financial Statements.

**(13) RELATED PARTY TRANSACTIONS**

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its approval and reviewed on regularly basis. The particulars of contracts entered during the year as per Form AOC-2 are enclosed as **Annexure – II.**

**(14) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Data pertaining to conservation of energy and technology absorption is not applicable. There was neither foreign exchange earning nor expenditure during the year under review.

**(15) PARTICULARS OF EMPLOYEES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided as **Annexure III** to the Board's Report.

In terms of the provisions of Section 197 (12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of the Report and is provided as Annexure III to the Board's Report along with List of Top 10 employees of the Company.

**(16) POLICY ON PREVENTION OF SEXUAL HARASSMENT**

The Company has in place Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress the complaints received regarding sexual harassment comprising of Senior Executives and independent Female Members from NGO Groups. The Committee is responsible for ensuring compliance in terms of provisions of the said Act, from time to time. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

**Disclosure as per Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is given below.**

Pursuant to the requirements of Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with the Rules thereunder, the Company has not received any complaint of sexual harassment during the year under review.

## (17) DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

In accordance with Section 178 and other applicable provisions, if any, of the Act, read with the Rules issued thereunder, the Board of Directors at their meeting held on May 04, 2015 formulated the Nomination and Remuneration Policy for your Company on the recommendations of the Nomination and Remuneration ("NRC") Committee.

The Remuneration Policy has been annexed to this Report as **Annexure VI**.

## (18) INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorised, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

An extensive programme of internal audits and management reviews supplements the process of internal financial control framework. The internal financial control framework has been designed to ensure that the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets. In addition, the Company has identified and documented the risks and controls for each process that has a relationship to the financial operations and reporting.

The Company's Audit Committee interacts with the Statutory Auditors, Internal Auditors and Management in dealing with matters within its terms of reference. This Committee mainly deals with accounting matters, financial reporting and internal controls.

The Internal Auditors monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. The Internal Auditor of the Company conducts the audit on regular basis and the Audit Committee periodically reviews internal audit reports and effectiveness of internal control systems. Based on the report of internal audit, concerned departments undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

## (19) VIGIL MECHANISM / WHISTLE BLOWER POLICY

In pursuance of the provisions of section 177(9) & (10) of the Act, a Whistle Blower Policy / Vigil Mechanism for Directors and employees to report genuine concerns has been established. All employees and Directors are made aware of the mechanism. The Company has established a system to ensure effective functioning of the mechanism. The Vigil Mechanism has been enclosed as part of this report **Annexure – V.**

## (20) RISK MANAGEMENT POLICY

Your Company recognises that risk is an integral part of business and is committed to manage the risk in a proactive and efficient manner. The Company has in place a proper internal Risk Management system to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis by following the principles of Risk Matrix. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company on regular basis.

There are no risks which in the opinion of the Board of Directors affect the Company's Operations on a going concern basis.

## (21) CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company continues to believe in operating and growing its business in a socially responsible way. This belief forms the core of the CSR policy of the Company that drives it to focus on holistic development of its host community and immediate social and environmental surroundings qualitatively. Hence in accordance with the requirements of Section 135 of the Act, your Company has constituted a Corporate Social Responsibility Committee ("CSR Committee"). The composition is provided above. The Company has approved Corporate Social Responsibility policy.

Annual Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been annexed as **Annexure VII** to this report.

No CSR expenses is required be incurred as the Company has made losses in last 2/3 years.

## (22) EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as **Annexure – IV.**

## (23) MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitment affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of the report.

## (24) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

## (25) SECRETARIAL STANDARDS

During the year under review, the Company has complied with the provisions of the applicable Secretarial Standards issued by Institute of Companies Secretaries of India. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively

**(26) DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement of Section 134 of the Act, the Board of Directors hereby state that:

a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d. the directors had prepared the annual accounts on a going concern basis; and

e. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**(27) ACKNOWLEDGEMENT**

Your Directors acknowledge the co-operation, patronage and assistance received from its Business Partners, Investors, Financial Institutions BSE Limited and various Government, Semi Government and Local Authorities during the year under review & look forward for a constant, cordial relationship in the years to come. We place on record our deep appreciation for the services rendered by the employees of the company at all levels.

**For and on behalf of the Board of Directors**

ASHOKA CONCESSIONS LIMITED

**Place : Nashik**
**Date : 29.09.2020**

**(Satish D. Parakh)**
**DIN:00112324**
**Chairman**

Annexure I - Form AOC-1

[Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

**STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES / ASSOCIATES / JOINT VENTURES**

**Part "A": Subsidiaries**

March 31, 2020 — **Amount (Rs.Lakh)**

| Sr.No. | Name of Subsidiary | Reporting Currency | Share Capital | Reserves & Surplus | Total Assets | Total Liabilities | Investments | Turnover/ Total Income | Profit Before Taxation | Provision for Taxation | Profit After Taxation | Proposed Dividend | % Shareholding |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | Ashoka Highways (Durg) Limited | INR | 2,971.52 | 2,579.59 | 43,654.90 | 38,103.79 | 0.00 | 7,994.01 | -1,758.51 | 0.00 | -1,758.51 | 0.00 | 51.00 |
| 2 | Ashoka Highways (Bhandara) Limited | INR | 2,611.31 | -13,857.90 | 36,620.73 | 47,867.32 | 0.00 | 7,214.58 | -2,881.86 | 0.00 | -2,881.86 | 0.00 | 51.00 |
| 3 | Ashoka Belgaum Dharwad Tollway Limited | INR | 251.01 | -26,069.30 | 1,01,177.66 | 1,26,995.95 | 0.00 | 9,112.51 | -6,801.54 | 0.00 | -6,801.54 | 0.00 | 100.00 |
| 4 | Ashoka Dhankuni Kharagpur Tolllway Limited | INR | 343.42 | -61,157.07 | 3,46,278.60 | 4,07,092.25 | 0.00 | 36,618.12 | -17,675.44 | 0.00 | -17,675.44 | 0.00 | 100.00 |
| 5 | Ashoka Sambalpur Baragarh Tolllway Limited | INR | 248.88 | 23,105.03 | 1,18,158.14 | 94,804.23 | 0.00 | 6,823.37 | -5,892.61 | 0.00 | -5,892.61 | 0.00 | 100.00 |
| 6 | Ashoka Kharar Ludhiyana Road Limited | INR | 7,500.00 | 10,073.00 | 73,340.69 | 55,767.69 | 0.00 | 23,936.94 | 563.13 | 98.39 | 464.74 | 0.00 | 100.00 |
| 7 | Ashoka Ranastalam Anandapuram Road Limited | INR | 5,489.50 | 8,977.25 | 70,194.45 | 55,727.70 | 0.00 | 54,957.46 | 2,215.80 | -401.67 | 2,617.48 | 0.00 | 100.00 |
| 8 | Ashoka Khairatunda Barwa Adda Road Limited | INR | 2,851.00 | 1,657.15 | 19,624.76 | 15,116.61 | 0.00 | 38,180.30 | 1,518.98 | 0.00 | 1,518.98 | 0.00 | 100.00 |
| 9 | Ashoka Mallasandra Karadi Road Private Limited | INR | 3,533.00 | 650.23 | 16,457.12 | 12,273.89 | 0.00 | 19,541.55 | 613.86 | 0.02 | 613.84 | 0.00 | 100.00 |
| 10 | Ashoka Karadi Banwara Road Private Limited | INR | 3,866.00 | 1,041.25 | 19,502.02 | 14,594.77 | 0.00 | 24,409.80 | 849.82 | 0.00 | 849.82 | 0.00 | 100.00 |
| 11 | Ashoka Belgaum Khanapur Road Private limited | INR | 3,089.00 | 1,120.21 | 24,606.90 | 20,397.69 | 0.00 | 24,656.77 | 944.69 | 0.00 | 944.69 | 0.00 | 100.00 |
| 12 | Ashoka Ankleshwar Manubar Expressway Private Limited | INR | 6,001.00 | 4,918.87 | 45,691.47 | 34,771.60 | 0.00 | 38,993.22 | 2,053.25 | 2,138.76 | -85.51 | 0.00 | 100.00 |
| 13 | Ashoka Bettadahalli Shivamogga Raod Private Limited | INR | 5.00 | -0.78 | 4.83 | 0.61 | 0.00 | 0.00 | -0.78 | 0.00 | -0.78 | 0.00 | 100.00 |

**Part "B": Associates / Joint Venture**

| Sr. No. | Name of Associates / Joint Ventures | 1 | 2 |
|---|---|---|---|
| | | PNG Tollway Limited | Jaora-Nayagaon Toll Road Company Pvt. Lit. |
| 1 | **Latest Audited Balance Sheet Date** | 31.03.2020 | 31.03.2020 |
| 2 | **Shares Of Associates / Joint Venture held by the Company on the Year End** | | |
| | i) Number | 4,39,66,000 | 10,83,13,800 |
| | ii) Amount of Investment in Associate / Joint Venture | 4,396.60 | 21,804.90 |
| | iii) Extentof Holding | 26.00% | 37.74% |
| 3 | Description of how there is significant Influence | The Company holds more than 20% of total voting power | The Company holds more than 20% of total voting |
| 4 | Reason why the associates / Joint Venture is not Consolidated | - | Accounted as per IND AS 28, share of profit considered under equity method |
| 5 | Net worth attributable to shareholding as per latest audited Balance Sheet * | Nil | 21,804.90 |
| 6 | Profit / Loss for the Year | - | 6,008.17 |
| | i) Considered in Consolidated | Nil | 3,231.56 |
| | ii) Not Considered in Consolidation # | NIL as full investment value written off | Considered |

**For and on behalf of Board of Directors of Ashoka Concessions Limited**

ASHOKA CONCESSIONS LIMITED

**(Satish D. Parakh)**
**Chairman**
**DIN: 00112324**

Place: Nashik
Date: September 29, 2020

# Annexure II - Form AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

| Sr. No. | Name of the Related Party | Nature of Contracts/Arrangements/ Transactions: | Durations of the Contracts / Agreements/ Transactions | Salient Terms of the Contracts or arrangements or Transactions including the Value, if any | Justification for entering into such contracts or arrangements or transactions | Date(s) of approval by the Board, if any | Amount paid as advances, if any | Date on which the special resolution was passed in general meeting as required under first proviso to section 188 |
|---|---|---|---|---|---|---|---|---|
| | Not Applicable | | | | | | | |

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

| Sr. No. | Name of the Related Party | Nature of Relationship | Nature of Contracts / Agreements / Transactions | Durations of the Contracts / Agreements/ Transactions | Salient Terms of the Contracts or arrangements or Transactions. | Amount of Transaction ( Rs. In Lakhs) | Date(s) approval by the Board, if any | Amount paid as advances, if any (Rs. In Lakhs) |
|---|---|---|---|---|---|---|---|---|
| 1 | Ashoka Belgaum Dharwad Tollway Ltd | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Road Maintenance Charges | 271.20 | 27.02.19 | Nil |
| | | | | | Toll Monitoring Services | 17.70 | 27.02.19 | |
| 2 | Ashoka Sambalpur Baragarh Tollway Ltd | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Road Maintenance Charges | 636.59 | 27.02.19 | Nil |
| | | | | | Toll Monitoring Services | 17.70 | 27.02.19 | |
| 3 | Ashoka Dhankuni Kharagpur Tollway Ltd | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Road Maintenance Charges | 568.89 | 27.02.19 | Nil |
| | | | | As per terms of Contract | Toll Monitoring Services | 35.40 | 27.02.19 | |
| 4 | Ashoka Kharar Ludhiana Road Limited | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 45.81 | 27.02.19 | Nil |
| 5 | Ashoka Ranastalam Anandapuram Road Limited | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 115.37 | 27.02.19 | |
| 6 | Ashoka Highways (Bhandara) Ltd | Subsidiary | Availing or rendering of services | As per terms of Contract | Road Maintenance Charges | 636.59 | 27.02.19 | Nil |
| | | | | | Toll Monitoring Services | 17.70 | | |
| 7 | Ashoka Highways (Durg) Ltd | Subsidiary | Availing or rendering of services | As per terms of Contract | Road Maintenance Charges | 597.48 | 27.02.19 | Nil |
| | | | | | Toll Monitoring Services | 17.70 | | |
| 8 | Jaora Nayagaon Toll Road Co. Pvt. Ltd | Associate | Availing or rendering of services | As per terms of Contract | Toll Monitoring Services | 53.10 | 27.02.19 | Nil |
| | | | | | Road Maintenance Charges | 922.71 | 27.02.19 | |
| 9 | Ashoka Ankleshwar Manubar Expressway Pvt. Ltd. | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 146.58 | 27.02.19 | Nil |
| 10 | Ashoka Belgaum Khanapur Road Pvt. Ltd. | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 68.18 | 27.02.19 | Nil |
| 11 | Ashoka Khairatunda Barwa Adda Road Ltd. | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 101.65 | 27.02.19 | Nil |
| 12 | Ashoka Karadi Banwara Road Pvt. Ltd. | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 61.15 | 27.02.19 | Nil |
| 13 | Ashoka Mallasandra Karadi Road Pvt. Ltd. | Wholly Owned Subsidiary | Availing or rendering of services | As per terms of Contract | Project Monitoring Services | 44.22 | 27.02.19 | Nil |
| 14 | Ashoka Buildcon Ltd | Holding Company | Availing or rendering of services | As per terms of Contract | EPC for Operation and Maintenance work as a sub Contractor | 3,482.90 | 27.02.19 | Nil |
| | | | Leasing of property of any kind | Upto March 31,2020 | Property taken on lease | 17.70 | | |
| | | | Availing or rendering of services | Upto March 31,2020 | Reimbursement of expenses | 0.79 | | |
| 15 | Viva Highways Ltd. | Subsidiary of Holding Company | Leasing of property of any kind | Upto March 31,2020 | Property taken on lease | 16.01 | 27.02.19 | Nil |
| 16 | Ashok M. Katariya | Relative of Director | Leasing of property of any kind | Upto March 31,2020 | Property taken on lease | 2.22 | 27.02.19 | |

**For and on behalf of Board of Directors of Ashoka Concessions Limited**

ASHOKA CONCESSIONS LIMITED

(Satish D. Parakh)
Chairman
DIN: 00112324

Place : Nashik
Date : 29.09.20

**Annexure III**

**DETAILS OF REMUNERATION**

**[Details pertaining to remuneration as required under section 197(12) read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

a) Information required as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2019-20, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2019-20 are as under:

**i. The ratio of remuneration of each director to the median remuneration of the employees of the company for the Financial Year:**

The median remuneration of employees of the Company during the Financial Year was Rs.308,364/- per annum and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year is provided in the table given below.

| Name & Designation of Director/KMP | The Ratio of Remuneration of each Director to the median remuneration of employees for FY 2019-20 (Rule (5)(1)(i)) | The % increase in remuneration of each Director, CFO, CS in FY 2019-20 (Rule (5)(1)(ii)) |
|---|---|---|
| Satish Parakh<br>Director designated as Chairman | N.A. | 0.00 |
| Ashish Kataria<br>Managing Director | 2.37% | 20.00 |
| Paresh Mehta<br>Director | N.A. | 0.00 |
| Gyan Chand Daga<br>Director | N. A. | N. A. |
| Sharadchandra Abhyankar<br>Independent Director | N. A. | N. A. |
| Rajendra Singhvi<br>Independent Director | N. A. | N. A. |
| Ravindra Vijayvargiya<br>Chief Financial Officer | N. A. | N.A. |
| Pooja Lopes<br>Company Secretary | N. A. | 14.00 |

Independent Directors were paid only sitting fees during the financial year under review. Hence, their ratio to Median Remuneration has been shown as **Not Applicable (N.A.).** The percentage increase in remuneration of Independent Directors is based on their attendance in the Board and Committee Meetings held during the financial year.

**ii. Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year:**

Details provided in the table given above.

**iii. The percentage increase in the median remuneration of employees in the financial year 2019-20**

The median remuneration of employees of the Company during the Financial Year was Rs. 319,228/- per annum. As compared to previous year, the percentage increase in the median remuneration of employees in the Financial Year 2019-20 is 47.55%.

**iv. The number of permanent employees on the rolls of the Company.**

The Company has 101 permanent employees on the roll as on March 31, 2020.

**v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

The average percentile increase already made in the salaries of employees other than the managerial personnel was 13.93% in the Financial Year 2019-20.

**vi. The remuneration paid is as per remuneration policy of the Company.**

**For and on behalf of Board of Directors of**
**Ashoka Concessions Limited**

**(Satish Parakh)**
**Chairman**
**DIN- 00112324**

**Place : Nashik**
**Date : 29.09.2020**

## Annexure - III

### FORM NO. MGT 9

*Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration ) Rules, 2014.*

**EXTRACT OF ANNUAL RETURN**

**I REGISTRATION & OTHER DETAILS:**

| | | |
|---|---|---|
| i | CIN | **U45201MH2011PLC215760** |
| ii | Registration Date | **05.04.2011** |
| iii | Name of the Company | **ASHOKA CONCESSIONS LTD** |
| iv | Category of the Company | Non Government Company |
| v | Address of the Registered office & contact details | S.No. 113/2, 5th Floor, Ashoka Business Enclave,<br>Wadala Road, Nashik - 422 009<br>Tel. 0253-3011705, Fax - 0253-2236704<br>secretarial@ashokabuildcon.com |
| vi | Whether listed company | No. |
| vii | Name and Address of Registrar Agents :- | Link Intime India Private Limited<br>C-101,247 Park, LBS Marg, Vikroli (W),<br>Mumbai - 400 083.<br>Contact Person : Manohar Shirwadkar<br>Tel. No. 022 2596 3838 e-mail : manohar.shirwadkar@liniintime.co.in |

**II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover

| Sl. No. | Name and Description of main products / services | NIC Code of the Product / service | % to total turnover of the company |
|---|---|---|---|
| 1 | Supporting Services to Land Transport - Operation & Maintenance of Toll Roads | 42101 | 62.30% |

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

| | |
|---|---|
| No. of Companies for which information is being filled | **15** |

| Sr. No. | NAME AND ADDRESS OF THE COMPANY | CIN/GLN | HOLDING/ SUBSIDIARY /ASSOCIATE | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| 1 | Ashoka Buildcon Ltd. | L45200MH1993PLC071970 | Holding Company | 66% | 2(46) |
| 2 | Ashoka Highways (Bhandara) Ltd. | U45203MH2007PLC168773 | Subsidiary Company | 51% | 2(87) |
| 3 | Ashoka Highways (Durg) Ltd. | U74999MH2007PLC168772 | Subsidiary Company | 51% | 2(87) |
| 4 | Ashoka Belgaum Dharwad Tollwaty Ltd. | U45400DL2010PLC203859 | Subsidiary Company | 100% | 2(87) |
| 5 | Ashoka Sambalpur Baragarh Tollway Ltd. | U45204DL2010PLC203890 | Subsidiary Company | 100% | 2(87) |
| 6 | Ashoka Dhankuni Kharagpur Tollway Ltd. | U45204DL2011PLC215262 | Subsidiary Company | 100% | 2(87) |
| 7 | Ashoka Kharar Ludhiana Road Limited | U45309DL2016PLC304822 | Subsidiary Company | 100% | 2(87) |
| 8 | Ashoka Ranastalam Anandapuram Road Ltd. | U45500DL2017PLC315722 | Subsidiary Company | 100% | 2(87) |
| 9 | Ashoka Khairatunda Barwa Adda Road Ltd. | U45309DL2018PLC331816 | Subsidiary Company | 100% | 2(87) |
| 10 | Ashoka Mallasandra Karadi Road Pvt. Ltd. | U45309DL2018PTC332068 | Subsidiary Company | 100% | 2(87) |
| 11 | Ashoka Karadi Banwar Road Pvt. Ltd. | U45309DL2018PTC332073 | Subsidiary Company | 100% | 2(87) |
| 12 | Ashoka Belgaum Khanapur Road Pvt. Ltd. | U45500DL2018PTC332195 | Subsidiary Company | 100% | 2(87) |
| 13 | Ashoka Ankleshwar Manubar Expressway Pvt. Ltd. | U45500DL2018PTC332404 | Subsidiary Company | 100% | 2(87) |
| 14 | Ashoka Bettadahalli Shivamogga Road Pvt. Ltd. | U45201DL2019PTC348441 | Subsidiary Company | 100% | 2(87) |
| 15 | Jaora - Nayangaon Toll Road Company Pvt. Ltd. | U45203MP2007PTC019661 | Associate Company | 37.74% | 2(6) |
| 16 | PNG Tollway Ltd. | U45203TN2009PLC070741 | Associate Company | 26% | 2(6) |

**IV.** **SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

***i.*** **Category-wise Share Holding**

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|---|---|---|---|---|---|---|---|---|---|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| **A. Promoter s** | | | | | | | | | |
| **(1) Indian** | | | | | | | | | |
| a) Individual/ HUF | 0 | 0 | 0 | 0% | 0 | | | 0% | 0% |
| b) Central Govt | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| c) State Govt(s) | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| d) Bodies Corp. | 6,59,000 | 1,000 | 6,60,000 | 66.00% | 6,59,000 | 1,000 | 6,60,000 | 66.00% | 0% |
| e) Banks / FI | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| f) Any other | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| **(2) Foreign** | | | | | | | | | |
| a) NRI - Individual/ | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| b) Other - Individual/ | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| c) Bodies Corp. | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| d) Banks / FI | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| e) Any Others | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| **Total shareholding of Promoter (A)** | **6,59,000** | **1,000** | **6,60,000** | **66%** | **6,59,000** | **1,000** | **6,60,000** | **66%** | **0%** |
| **B. Public Shareholding** | | | | | | | | | |
| **1. Institutions** | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| b) Banks / FI | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| c) Central Govt | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| d) State Govt(s) | 0 | 0 | 0.00% | 0% | 0 | 0 | 0 | 0% | 0% |
| e) Venture Capital Funds | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| f) Insurance Companies | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| g) FIIs | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| h) Foreign Venture Capital Funds | 2,44,800 | 0 | 2,44,800 | 24.48% | 2,44,800 | 0 | 2,44,800 | 24.48% | 0% |
| i) Others (Trust) | 95,200 | 0 | 95,200 | 9.52% | 95,200 | 0 | 95,200 | 9.52% | 0% |
| **Sub-total (B)(1):-** | **3,40,000** | **0** | **3,40,000** | **34%** | **3,40,000** | **0** | **3,40,000** | **34%** | **0%** |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| **2. Non-Institutions** | | | | | | | | | |
| a) Bodies Corp. | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| i) Indian | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| ii) Overseas | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| c) Others (specify) | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| **Sub-total (B)(2):-** | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| **Total Public Shareholding (B)=(B)(1)+ (B)(2)** | **3,40,000** | **0** | **3,40,000** | **0** | **3,40,000** | **0** | **3,40,000** | **0%** | **0%** |
| **C. Shares held by Custodian for GDRs & ADRs** | 0 | 0 | 0 | 0% | 0 | 0 | 0 | 0% | 0% |
| **Grand Total (A+B+C)** | **9,99,000** | **1,000** | **10,00,000** | **100%** | **9,99,000** | **1,000** | **10,00,000** | **100%** | **0%** |

***ii Shareholding of Promoters***

| Sl No. | Shareholder's Name | Shareholding at the beginning of the year | | | Share holding at the end of the year | | | % change in share holding during the year |
|---|---|---|---|---|---|---|---|---|
| | | No. of Shares ( Equity Shares) | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered to total shares | |
| 1 | Ashoka Buildcon Limited | 6,60,000 | 66.00% | 0% | 6,60,000 | 66.00% | 0% | 0% |
| | **TOTAL** | **6,60,000** | **66.00%** | **0%** | **6,60,000** | **66.00%** | **0%** | **0%** |

***iii Change in Promoters' Shareholding ( please specify, if there is no change)***

There were no changes in Promoters' Shareholding.

***iv Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):***

| Sl No. | Shareholder's Name | Shareholding at the beginning of the year | | | Share holding at the end of the year | | | % change in share holding during the year |
|---|---|---|---|---|---|---|---|---|
| | | No. of Shares ( Equity Shares) | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered to total shares | |
| 1 | Macquarie SBI Infrastructure Investments Pte Limited | 2,44,800 | 24.48% | 0% | 2,44,800 | 24.48% | 0% | 0% |
| 2 | SBI Macquarie Infrastructure Trust | 95,200 | 9.52% | 0% | 95,200 | 9.52% | 0% | 0% |
| | **TOTAL** | **3,40,000** | **34.00%** | **0%** | **3,40,000** | **34.00%** | **0%** | **0%** |

v *Shareholding of Directors and Key Managerial Personnel:*

None of the Directors and KMPs hold shares in Company.

V **INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

Amt. in Lakhs

| Indebtedness at the beginning of the financial year | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtness |
|---|---|---|---|---|
| i) Principal Amount | - | 54,130.67 | | 54,130.67 |
| ii) Interest due but not paid | - | | | - |
| iii) Interest accrued but not due | - | - | | - |
| **Total (i+ii+iii)** | **-** | **54,130.67** | **-** | **54,130.67** |
| **Change in Indebtedness during the financial year** | **Secured Loans excluding deposits** | **Unsecured Loans** | **Deposits** | **Total Indebtness** |
| * Addition | | 11,262.29 | - | 11,262.29 |
| * Reduction | - | - | - | - |
| **Net Change** | **-** | **11,262.29** | **-** | **11,262.29** |
| **Indebtedness at the end of the financial year** | **Secured Loans excluding deposits** | **Unsecured Loans** | **Deposits** | **Total Indebtness** |
| i) Principal Amount | - | 65,392.96 | - | 65,392.96 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | | - | - | - |
| **Total (i+ii+iii)** | **-** | **65,392.96** | **-** | **65,392.96** |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### *A. Remuneration to Managing Director, Whole-time Directors and/or Manager:*

| Sl. no. | Particulars of Remuneration | Name of Managing Director | Total Amount |
|---|---|---|---|
| | | Ashish A. Kataria | |
| 1 | Gross salary | 1,29,85,704 | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 1,29,46,104 | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 39,600 | |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | 1,29,85,704 |
| 2 | Stock Option | - | |
| 3 | Sweat Equity | - | |
| 4 | Commission | - | |
| | - as % of profit | - | |
| | - others, specify | - | |
| 5 | Others, please specify | | |
| | Total (A) | - | 1,29,85,704 |
| | Ceiling as per the Act | As per the Companies Act, 2013 | |

### *B. Remuneration to other directors:*

| Sl. no. | Particulars of Remuneration | Gyanchand Daga | Rajendra Shingvi | Sharadchandra Abhyankar (Khaitan & Co.) | Total Amount |
|---|---|---|---|---|---|
| 1 | **Independent Directors** | | | | |
| | Fee for attending board committee meetings | - | 5,20,000 | 4,40,000 | |
| | Commission | - | - | | |
| | Others, please specify | - | - | | |
| | Total (1) | - | 5,20,000 | 4,40,000 | 9,60,000 |
| 2 | **Other Non-Executive Directors** | | | | |
| | Fee for attending board committee meetings | 2,40,000 | - | - | |
| | Commission | - | - | - | |
| | Others, please specify | - | - | - | |
| | Total (2) | 2,40,000 | - | - | 2,40,000 |
| | Total (B)=(1+2) | 2,40,000 | 5,20,000 | 4,40,000 | 12,00,000 |
| | Total Managerial Remuneration | | | | 12,00,000 |
| | Overall Ceiling as per the Act | Rs. 1,00,000/- per Meeting | | | |

*C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD*

| Sl. no. | Particulars of Remuneration | Key Managerial Personnel | | Total Amount |
|---|---|---|---|---|
| | | Ravindra Vijayvargiya CFO | Pooja Lopes CS | |
| 1 | Gross salary | - | 40,41,316.00 | 40,41,316 |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, | - | 40,41,316.00 | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - | |
| 2 | Stock Option | - | | - |
| 3 | Sweat Equity | - | | - |
| 4 | Commission | - | | - |
| | - as % of profit | - | | - |
| | - others, specify | - | | - |
| 5 | Others, please specify | - | | - |
| | Total (A) | | | 40,41,316 |

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

There were no penalties / punishment / compounding of offences for the year ended March 31, 2020

**For and on behalf of Board of Directors**

**(Satish D. Parakh)**
**Chairman**
**(DIN-00112324)**

ASHOKA CONCESSIONS LIMITED

**Place : Nashik**
**Date : 29.09.2020**

# Annexure IV

## Policy and
## Standard Operating Procedure

# Ashoka Concessions Limited

## Whistle Blowers Policy / Vigil Mechanism Policy

Entities forming part of Ashoka Concessions Limited follow the highest possible standards of ethical, moral and legal business conduct. Hence individuals are enabled to voice concerns in a responsible and effective manner.

This policy enables employees, directors, consultants and contractors to raise "**concerns**" internally at a sufficiently senior level and to disclose information which the individual believes shows **malpractice or wrongdoing.** These concerns include but not restricted to :

- **Fraud**
- **Financial Malpractice or impropriety**
- **Failure to comply with legal requirements and the policy**
- **Dangers to halth and safety or the environment**
- **Criminal activity**
- **Improper conduct or unethical behavior**
- **Attempts to conceal any of the above**

This whistle blowing policy provides protection to individuals to make disclosure (whistle blower):

- In good faith
- In the reasonable belief of the individual making the disclosure on the likely existence of any malpractice or impropriety.
- To an appropriate person

The confidentiality of the whistle blower's identity will be maintained to the extent possible the disclosure can be made in writing at secretarial@ashokaconcessions.com or can speak on 0253-6633705

Anonymous disclosures are much less credible, but they may be considered at the discretion of the Company based on seriousness of the issues, credibility of the concerns likelihood of confirming the allegation from attributable sources.

Due care should be exercised to ensure the accuracy of the information. If an allegation is considered in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In case of any malicious or vexatious allegations, disciplinary action will be initiated against the person.

**Procedure for Making a Disclosure**
Person making disclosure (Individual)
Complaint against :
Individuals to Whistle Blower Committee; and
Members of the Whistle Blower Committee to Audit Committee

The complainant has a right to bypass the above line of management structure and take any complaint directly to the Board.

**Whistle Blower investigation committee: Audit Committee/ Board will nominate members of the Committee. Any changes in the constitution of the Committee shall be communicated from time to time.**

- **Full details and clarifications of the Disclosure;**
- **Each Disclosure, shall be reviewed by the Whistle Blower investigation committee**
- **The Committee can dismiss it after initial inquiry or take it for further inquiry**
- **The Committee should inform the member of staff against whom the complaint is made as soon as practically possible**
- **A judgement will be made by the Committee. This judgement will be detailed in a written report**
- **Submission of the report to the board**
- **The Board will decide what action to take as well as preventive measures for the future**
- **The investigation shall be completed normally within 45 days of the receipt of the Disclosure.**

The investigation will be conducted in a fair manner, as a neutral fact finding process and **without presumption of guilt**.

No unfair treatment will be meted out to a Whistle Blower or to a person involved in investigation by virtue of his/her having reported a Disclosure under this Policy.

Whistle Blower Investigation Committee will keep confidential records of all documents relating to allegations of the concerned person and report back to the Board as and when required. All Disclosures in writing as well as all documents related to any investigation and the results of the investigation relating thereto shall be retained for a period of at least 5 years.

This policy was approved in the Board Meeting dated January 15, 2019.

**Annexure – V**

## ASHOKA CONCESSIONS LIMITED
## REMUNERATION POLICY

The Remuneration Policy **("Policy / this Policy")** of Ashoka Concessions Ltd. (the "Company") is designed to attract, motivate and retain manpower in a competitive market. The policy reflects the Company's objectives for good corporate governance as well as sustained long-term value creation for shareholders.

The Policy applies to the Company's Board of Directors, Senior Management, including its Key Managerial Personnel (KMP).

### Guiding principles

The guiding principle is that the remuneration and the other terms of employment shall be competitive in order to ensure that the Company can attract and retain competent Executives.

### Remuneration Policy

The Nomination and Remuneration Committee recommends to the Board the compensation package of the Executive Directors and also the compensation payable to the Non-Executive Directors of the Company in accordance with the provisions contained in the Companies Act, 2013.

The Company has the Policy of remunerating Non-Executive Directors through payment of Sitting Fees, or Commission or both within the ceiling prescribed by the Central Government.

**For and on behalf of the Board of Directors**
**Ashoka Concessions Limited**

ASHOKA CONCESSIONS LIMITED

**(SATISH D. PARAKH)**
**DIN:00112324**
**Chairman**

**Place : Nashik**
**Date : 29.09.2020**

## Annexure – VI
## Annual Report on Corporate Social Responsibility
[Pursuant to Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. **Brief outline of the Company's CSR Policy**

The Company had constituted a Corporate Social Responsibility (CSR) Committee and had also approved CSR Policy. Since then the Committee has on a priority basis articulated the amount to be spent as per CSR policy of the Company. The Company has deployed a dedicated resource for identifying CSR activities and strategy. In FY 2018-19, the Company had incurred heavy losses. Considering this loss, the average net profit (Loss) for the immediately preceding three financial years arrived at was negative/loss of Rs. 35.80 Lakhs and prescribed CSR Expenditure was negative of Rs.0.71 Lakhs. As per CSR Policy and Company's commitment to make expenditure on CSR activities, it had voluntarily spent an amount of Rs.11.42 Lakh on CSR activities, even though it was not liable to make any expenditure on CSR activities.

2. **Composition of CSR Committee**

Please refer to Board's Report for the Composition of CSR Committee.

3. Average Net Profit/(Loss) of the Company for last 3 financial years : (Rs. 35.80 Lakhs)

4. Prescribed CSR Expenditure : (Rs.0.71 Lakhs)

5. Details of CSR spent during the financial year 2019-20
   a. Total amount to be spent for the financial year Rs. (35.80 Lakhs)
   b. Total amount spent during the year Rs. 11.42 Lakhs
   c. Amount unspent, if any Rs. Nil
   d. Manner in which amount was spent during financial year 2019-20 is detailed below

| Sr. No. | CSR activity | Relevant section of the Sch. VII in which Project is covered | Location | Amount spent (Rs. In Lakh) | Amount spent directly / through implementing agency |
|---|---|---|---|---|---|
| 1. | Nature Conservation | Sch. VII (iv) | Nashik District, Maharashtra | 5.00 | Directly |
| 2. | Protection of National Heritage, art and culture | Sch. VII (v) | Karnataka State | 0.35 | Directly |
| 3. | Rural Development Projects | Sch. VII (x) | Nashik District, Maharashtra | 6.07 | Directly |

6. CSR Committee Responsibility Statement

The CSR Committee confirms that the implementation and monitoring of the CSR activities of the Company are in compliance with the CSR objectives and CSR Policy of the Company.

ASHOKA CONCESSIONS LIMITED

**(Satish D. Parakh)**
Chairman
DIN:00112324

**(Ashish A. Kataria)**
Chairman (CSR Committee)
DIN:00580763

Place : Nashik
Date : 29.09.2020

Dipti Chandratre
Practicing Company Secretary
*B.Com, A.C.S*

**Form No. MR-3**

# SECRETARIAL AUDIT REPORT

***[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]***

**FOR THE FINANCIAL YEAR ENDED 31st MARCH 2020**

To,
The Members,
**Ashoka Concessions Limited**
S. No. 113/2, 5th Floor,
Ashoka Business Enclave,
Wadala Road, Nashik - 422009

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ashoka Concessions Limited (CIN - U45201MH2011PLC215760)** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the Corporate Conducts/Statutory Compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended **March 31, 2020** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

**I further report that** the compliance with the applicable laws is the responsibility of the Company and our report constitutes an independent opinion. Our report is neither an assurance of future viability of the Company nor a confirmation of efficient management by the Company.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

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(iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings

**The provisions of FEMA and Rules are not applicable since there are no Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings by the Company during the period under review. However, there is one Foreign Capital Venture Investor in the Company holding 24.48% equity shares in the Company. The Company regularly files FLA Return under the RBI Provisions. The FLA Return for FY 18-19 had been filed on 31st July, 2019.**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **NOT APPLICABLE**

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **NOT APPLICABLE**

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **NOT APPLICABLE**

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **NOT APPLICABLE**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **NOT APPLICABLE**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **NOT APPLICABLE**

(vi) Other than fiscal, labour and environmental laws which are generally applicable to all Infrastructure Companies, the following laws/Acts are also, inter alia, applicable to the Company :

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a) The Environment Protection Act, 1986
b) The Indian Contracts Act, 1872
c) The Indian Registration Act, 1908
d) The Indian Stamps Act, 1899

I have also examined compliance with the applicable clauses of the following:

a) Secretarial Standards issued by the Institute of Company Secretaries of India.
b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following disclosure of the fact:

1) The Company has appointed Ms. Pooja Alwin Lopes as the Company Secretary of the Company on 10.05.2019.

2) The Company has appointed Mr. Ravindra M. Vijayvargiya as the Chief Financial Officer of the Company on 10.05.2019.

3) The Company has also appointed Ms. Pooja Alwin Lopes as the Company Secretary and Mr. Ravindra M. Vijayvargiya as the Chief Financial Officer in all the Subsidiaries of the Company on the basis of Opinion received from M/s Makrand M. Joshi & Co., Company Secretaries for the said appointments.

4) The submission of half yearly results in XBRL format for the half year ended 31st March, 2020 is pending to be uploaded on BSE. However, the Company has filed Financial Results in PDF format for the said period within prescribed time.

5) The submission of half yearly Statement of Debt Securities for the half year ended on 31st March, 2020 as per Circular CIR/MD/DF-1/67/2017 dated 30th June, 2017 is pending to be uploaded on BSE.

**I further report that:**

1) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

2) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on

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the agenda items before the meeting and for meaningful participation at the meeting.

3) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period there were following specific events or actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. having any bearing on the company's affairs viz.,

(i) Public/Right/Preferential issue of shares / debentures/sweat Equity, etc.

The Company has issued and allotted 1500 10.45% Senior, Unsecured, Rated, Listed, Redeemable, Non-Convertible Debentures (Series-I) of face value of Rs. 10,00,000/- for cash at par aggregating Rs. 150 Crores issued on private placement basis on 4th September, 2019.

The above-mentioned Debentures issued by the Company on private placement basis are listed and admitted to dealings on the BSE Ltd. in the list of **F Group - Debt Instruments (WDM Segment)** w.e.f. 24th September, 2019.

(ii) Redemption / buy-back of securities

(iii) Decisions taken by the members in pursuance to section 180 of the Companies Act, 2013;

(iv) Merger / amalgamation / reconstruction, etc.;

(v) Foreign technical collaborations or

This report is to be read with the letter of even date which is annexed as **Annexure – I** which forms an integral part of this report.

Place : Nashik
Date : 29th September, 2020

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Chandratre

**CS Dipti Chandratre**
Practicing Company Secretary
Membership No. 28786
COP No. 10987
UDIN : A028786B000833920

## Annexure- I

To,
The Members,
**Ashoka Concessions Limited**

Our report of even date is to be read along with this letter.

1) Maintenance of secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.

2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company and have solemnly relied on the Audited Financial Statements for the period under review for my opinion.

4) Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures.

6) The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

7) Due to the Coronavirus outbreak (COVID-19), all the documents and books of the Company was received / accessed using online techniques like mails, CDs/Pen Drives, cloud, audio/video assistance by the Company officials, etc. The Company had provided data in soft copies for verification and examination.

Place : Nashik
Date : 29th September, 2020

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**CS Dipti Chandratre**
Practicing Company Secretary
Membership No. 28786
COP No. 10987
UDIN : A028786B000833920

## INDEPENDENT AUDITOR'S REPORT

To the Members of Ashoka Concessions Limited

### Report on the Audit of the Standalone Ind AS Financial Statements

### Opinion

We have audited the accompanying standalone Ind AS financial statements of Ashoka Concessions Limited ("the Company"), which comprise the Balance sheet as at March 31, 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone Ind AS 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 standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("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 including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS 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 Act 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 audit opinion on the standalone Ind AS financial statements.

### Emphasis of Matter

We draw attention to Note 51 of the standalone Ind AS financial statements, which describes the management assessment of uncertainties related to COVID-19 and its consequential financial impact on its assets as at March 31, 2020 and operations of the Company. Our opinion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

| Key audit matters | How our audit addressed the key audit matter |
|---|---|

<table>
<tr><th>Key audit matters</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2"><u>Impairment of Company's Interest in subsidiaries</u> (as described in Note 06 and 45 (b) of the standalone Ind AS financial statements)</td></tr>
<tr><td>As per requirement of Ind AS 36 "Impairment of assets", the management regularly reviews whether there are any indicators of impairment of the investments in subsidiaries and where impairment indicators exist, the management estimates the recoverable amounts of the investments, being higher of fair value less costs of disposal and value in use.<br><br>The value in use of the underlying businesses is determined based on the discounted cash flow projections. Significant judgements are required to determine the key assumptions used in the discounted cash flow models, such as toll revenue, major maintenance expenditure and discount rates based on management's view of future business prospects including any possible impact arising out of the pandemic on these estimates.<br><br>The Company has also recognized impairment allowance of Rs. 15,500 lakhs during the year ended March 31, 2020 in respect of Investments in subsidiaries.<br><br>Accordingly, as the impairment indicator exists for certain subsidiaries of the Company, Impairment of Company's interest in subsidiaries , was determined to be a key audit matter in our audit of the standalone Ind AS financial statements considering the significance of carrying value, long term estimation and the significant judgements involved in the impairment assessment.</td><td>Our audit procedures included the following:<ul><li>Assessed the Company's accounting policies with respect to impairment in accordance with Ind AS 36 "Impairment of assets";</li><li>We performed the test of control over the management assessment of impairment indicators of interest in subsidiaries and where impairment indicators exists, the control over the management estimate for the recoverability of these investments;</li><li>We performed following test of Details<ul><li>We have obtained management's impairment assessment;</li><li>We assessed the assumptions around the key drivers of the cash flow forecasts including toll revenue, major maintenance expenditure and discount rates;</li><li>We discussed potential changes in key drivers as compared to previous year / actual performance with management in order to evaluate whether the inputs and assumptions used in the cash flow forecasts were suitable;</li><li>With the support of valuation specialist, we assessed the appropriateness of the valuation methodology and the reasonableness of the key assumptions adopted in the cash flow forecasts for select investments; and</li><li>We have obtained and analysed sensitivity analysis on the assumptions used by the management including scenarios built into these models for varied potential impact on account of pandemic.</li></ul></li><li>We have assessed the disclosures in accordance with Ind AS 36 "Impairment of assets"</li></ul></td></tr>
</table>

We have determined that there are no other key audit matters to communicate in our report.

**Other Information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Directors report, but does not include the standalone Ind AS financial statements and our auditor's report thereon. The Board of Directors report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone Ind AS 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 standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Board of Directors report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

**Responsibilities of Management for the Standalone Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS 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 Standalone Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 standalone Ind AS financial statements for the financial year ended March 31, 2020 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**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended 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 standalone Ind AS financial statements – Refer Note 38 to the standalone Ind AS financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Sd/-

per Suresh Yadav
Partner
Membership Number: 119878
UDIN: 20119878AAAACT9493
Place of Signature: Mumbai
Date: June 10, 2020

**Annexure 1 referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date**

Re: Ashoka Concessions Limited ('the Company')

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.

(ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.

(iii) (a) The Company has granted loans to thirteen companies covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the company's interest.

(b) The Company has granted interest free loans to ten wholly owned subsidiaries and interest bearing loans to two subsidiaries and one associate which are covered in the register maintained under section 189 of the Companies Act, 2013. The schedule of repayment of principal has been stipulated for the loans granted to nine subsidiaries and the receipts are regular. The payment of interest in case of loans granted to two subsidiaries have been converted into loans in accordance with terms and conditions of the said loans. In case of the loan given to an associate company, the schedule of repayment of principal and payment of interest has been stipulated however, the repayment has not been received due to financial difficulty of the said associate company. Accordingly, the principal amount along with interest have been considered doubtful and provided for in the books of account as disclosed in note 7 of the standalone financial statements.

(c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days except for the loan given to an associate company amounting to Rs. 4,796.60 lakhs, which has been considered doubtful and provided for in the books of account.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order 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 the maintenance of road projects, 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) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, cess, sales-tax and other statutory dues applicable to it. The provisions relating to duty of custom and duty of excise are not applicable to the Company.

(b) According to the information and explanations given to us, no undisputed dues in respect of provident fund, employees' state insurance, income-tax, goods and service tax, cess, sales-tax and other statutory dues which were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to duty of custom and duty of excise are not applicable to the Company.

(c) According to the information and explanations given to us, there are no dues of income tax, goods and service tax, sales tax and cess which have not been deposited on account of any dispute except mentioned below. The provisions relating to duty of custom and duty of excise are not applicable to the Company.

| **Name of Statute** | **Nature of dues** | **Amount (Rs.in lakhs)** | **Period to which the amount relates** | **Forum where dispute is pending** |
|---|---|---|---|---|
| WBVAT Act | Tax, Interest and Penalty | 21.20 | May 2016 to March 2017 | The West Bengal Sales Taxes and Appellate & Revision Board |
| | | 23.04 | April 2017 to June 2017 | Appeal filed before the Joint Commissioner |

(viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of dues to debenture holders. Further, the Company did not have any outstanding loans or borrowings dues in respect of financial institutions or banks or to government.

(ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

(xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Sd/-

per Suresh Yadav
Partner
Membership Number: 119878
UDIN: 20119878AAAACT9493
Place of Signature: Mumbai
Date: June 10, 2020

**Annexure 2 to the independent auditor's report of even date on the Standalone Financial Statements of Ashoka Concessions Limited**

**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 Ashoka Concessions Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone financial statements 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 as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these standalone financial statements 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 over financial reporting with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone financial statements, 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 internal financial controls over financial reporting with reference to these standalone financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements**

A company's internal financial control over financial reporting with reference to these standalone financial statements 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 with reference to these standalone financial statements 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 with Reference to these Standalone Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone financial statements, 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 with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone financial statements 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, adequate internal financial controls over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements 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 S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Sd/-

per Suresh Yadav
Partner
Membership Number: 119878
UDIN: 20119878AAAACT9493
Place of Signature: Mumbai
Date: June 10, 2020

**ASHOKA CONCESSIONS LIMITED**
**CIN : U45201MH2011PLC215760**
**BALANCE SHEET AS AT MARCH 31, 2020**

(₹ In Lakh)

| Particulars | Notes | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|---|
| **I ASSETS** | | | |
| **1 NON-CURRENT ASSETS** | | | |
| (a) Property, plant and equipment | 4 | 16.94 | 24.50 |
| (b) Right of use assets | 5 | 49.13 | - |
| (c) Financial assets | | | |
| (i) Investments | 6 | 1,96,074.16 | 1,91,371.16 |
| (ii) Loans | 7 | 34,133.60 | 33,751.68 |
| (d) Deferred Tax Asset (net) | 8 | - | - |
| (e) Non-Current Tax Assets (net) | 9 | 726.81 | 865.66 |
| (f) Other non-current assets | 10 | 56.41 | 0.25 |
| **TOTAL NON-CURRENT ASSETS** | | **2,31,057.05** | **2,26,013.25** |
| **2 CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Trade receivables | 11 | 395.97 | 217.49 |
| (ii) Cash and cash equivalents | 12 | 113.50 | 111.85 |
| (iii) Loans | 13 | 8.19 | 5.78 |
| (b) Other current assets | 14 | 66.30 | 12.19 |
| **TOTAL CURRENT ASSETS** | | **583.96** | **347.31** |
| **TOTAL ASSETS** | | **2,31,641.01** | **2,26,360.56** |
| **I EQUITY & LIABILITIES** | | | |
| 1 **EQUITY** | | | |
| (a) Equity Share Capital | 15 | 100.00 | 100.00 |
| (b) Compulsorily convertible Debentures | 15 | 5,808.71 | 5,808.71 |
| (C) Other Equity | 16 | 1,40,771.64 | 1,62,678.97 |
| **TOTAL EQUITY** | | **1,46,680.35** | **1,68,587.68** |
| **2 NON-CURRENT LIABILITIES** | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 17 | 79,060.64 | 52,910.75 |
| (ii) Lease Liabilities | 18 | 27.86 | - |
| (iii) Other Financial Liabilities | 19 | 938.07 | 1,276.48 |
| (b) Long Term Provisions | 20 | 38.03 | 25.82 |
| **TOTAL NON-CURRENT LIABILITIES** | | **80,064.60** | **54,213.05** |
| **3 CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 21 | 1,332.32 | 1,219.92 |
| (ii) Trade payables | 22 | | |
| (a) Total Outstanding dues of Micro Enterprises and Small Enterprises | | - | - |
| (b) Total Outstanding dues other than of Micro Enterprises and Small Enterprises | | 354.34 | 270.06 |
| (iii) Lease Liabilities | 23 | 24.39 | - |
| (iv) Other financial liabilities | 24 | 2,793.37 | 1,762.82 |
| (b) Provisions | 25 | 6.86 | 7.15 |
| (c) Other Current liabilities | 26 | 384.78 | 299.88 |
| **TOTAL CURRENT LIABILITIES** | | **4,896.06** | **3,559.83** |
| **TOTAL LIABILITIES** | | **84,960.66** | **57,772.88** |
| **TOTAL EQUITY AND LIABILITIES** | | **2,31,641.01** | **2,26,360.56** |
| Significant Accounting Policies | 3 | | |

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the financial statements.

As per our report of even date attached
**For S R B C & CO LLP**
**Chartered Accountants**
ICAI FRN: 324982E/E300003

For & on behalf of the Board of Directors
**ASHOKA CONCESSIONS LIMITED**

| | | | | |
|---|---|---|---|---|
| **Sd/-** | **Sd/-** | **Sd/-** | **Sd/-** | **Sd/-** |
| **per Suresh Yadav** | **Pooja A Lopes** | **Ravindra M Vijayvargiya** | **Paresh C Mehta** | **Ashish A Katariya** |
| Partner | Company Secretary | Chief Financial Officer | Director | Managing Director |
| Membership No.: 119878 | | | DIN - 03474498 | DIN - 00580763 |

Place: Mumbai
Date: 10th June, 2020

Place : Nashik
Date: 10th June, 2020

**ASHOKA CONCESSIONS LIMITED**
**CIN : U45201MH2011PLC215760**
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020**

(₹ In Lakh)

| | Particulars | Notes | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|---|---|
| **I** | **INCOME** | | | |
| | Revenue from Operations | **27** | 4,725.80 | 6,996.69 |
| | Other Income | **28** | 2,859.01 | 2,593.51 |
| | **Total Income** | | **7,584.81** | **9,590.20** |
| **II** | **EXPENSES:** | | | |
| | Contract & Site Expense | **29** | 4,152.83 | 4,689.15 |
| | Employee Benefits Expense | **30** | 880.47 | 842.21 |
| | Finance Costs | **31** | 8,575.33 | 3,764.24 |
| | Depreciation and Amortisation Expense | **32** | 35.15 | 289.08 |
| | Other Expense | **33** | 440.05 | 389.39 |
| | **Total Expense** | | **14,083.83** | **9,974.07** |
| **III** | **(Loss) before exceptional items and tax (II - I)** | | **(6,499.02)** | **(383.87)** |
| **IV** | Exceptional Items | **45** | 15,500.00 | 6,311.00 |
| **V** | **(Loss) before Tax (III - IV)** | | **(21,999.02)** | **(6,694.87)** |
| **VI** | **Tax Expense:** | | | |
| | Current Tax | | 46.47 | - |
| | Deferred Tax (Including Mat Credit Entitlement) | | - | 691.76 |
| | | | **46.47** | **691.76** |
| **VII** | **(Loss) for the year (V - VI)** | | **(22,045.49)** | **(7,386.63)** |
| **VIII** | **Other Comprehensive Income (OCI) :** | | | |
| | (a) Other comprehensive income not to be reclassified to profit or loss in subsequent periods | | | |
| | Re-measurement gains/(losses) on defined benefit plans | | (25.59) | 4.11 |
| | Income tax effect | | 9.18 | (1.36) |
| | (b) Other comprehensive income to be reclassified to profit or loss in subsequent periods | | **-** | **-** |
| | **Other Comprehensive Income** | | **(16.41)** | **2.75** |
| **IX** | **Total Comprehensive Income for the year (VII+VIII)** | | **(22,061.90)** | **(7,383.88)** |
| **X** | Earnings per Equity Shares of Nominal Value ₹ 10 each | **35** | | |
| | Basic | (₹) | (2,204.55) | (738.66) |
| | Diluted | (₹) | (2,204.55) | (738.66) |
| | Significant Accounting Policies | **3** | | |

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the financial statements.

As per our report of even date attached
**For S R B C & CO LLP**
**Chartered Accountants**
ICAI FRN: 324982E/E300003

For & on behalf of the Board of Directors
**ASHOKA CONCESSIONS LIMITED**

| Sd/- | Sd/- | Sd/- | Sd/- | Sd/- |
|---|---|---|---|---|
| **per Suresh Yadav** | **Pooja A Lopes** | **Ravindra M Vijayvargiya** | **Paresh C Mehta** | **Ashish A Katariya** |
| Partner | Company Secretary | Chief Financial Officer | Director | Managing Director |
| Membership No.: 119878 | | | DIN - 03474498 | DIN - 00580763 |

Place: Mumbai
Date: 10th June, 2020

Place : Nashik
Date: 10th June, 2020

ASHOKA CONCESSIONS LIMITED
CIN : U45201MH2011PTC215760
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(₹ In Lakh)

| Particulars | | For the year ended 31-Mar-2020 | For the year ended 31-Mar-2019 |
|---|---|---|---|
| **A CASH FLOW FROM OPERATING ACTIVITIES :** | | | |
| (Loss) / Profit before Tax | | **(21,999.02)** | **(6,694.87)** |
| **Adjustments to reconcile profit before tax to net cash flows** | | | |
| Depreciation and Amortisation | | 35.15 | 289.08 |
| Fair value gains on Corporate Guarantee | | (392.03) | (443.08) |
| Finance Income | | (2,293.15) | (2,075.12) |
| Exceptional Item | | 15,500.00 | 6,311.00 |
| Interest, Commitment & Finance Charges | | 8,575.33 | 3,764.24 |
| Profit on Sale of Mutual Fund | | (0.17) | (1.58) |
| **Operating Profit Before Changes in Working Capital** | | **(573.89)** | **1,149.67** |
| **Adjustments for changes in Operating Assets & Liabilities:** | | | |
| Decrease/(increase) in Non-current and Current loans | | 20.46 | 278.56 |
| Decrease/(Increase) in Trade receivables and other assets | | (173.17) | (219.85) |
| Increase / (Decrease) in Trade and Operating Payables | | 67.87 | 205.89 |
| Increase / (Decrease) in Provisions and Other liabilities | | 96.82 | 158.51 |
| Increase / (Decrease) in Other Financial Liabilities | | (1.55) | 9.17 |
| **Cash Generated from Operations** | | **(563.46)** | **1,581.95** |
| Income Tax Refund/(Paid) | | 92.37 | (416.03) |
| **NET CASH FLOW FROM OPERATING ACTIVITIES** | | **(471.09)** | **1,165.92** |
| **B CASH FLOW FROM INVESTING ACTIVITIES :** | | | |
| Purchase of Fixed Assets (Net of Lease Liability) | | (24.47) | (6.01) |
| Investments in Subsidiaries | | (18,741.00) | (39,231.30) |
| Proceeds from sale/maturity of Current Investments | | 0.17 | 1.58 |
| Loan repaid by subsidiary companies | | 423.93 | - |
| Loan given to subsidiary companies | | - | 503.17 |
| Acquisition of Intangibles Rights (License to collect Toll) | | - | (273.66) |
| **NET CASH CASH FLOW USED IN INVESTING ACTIVITIES** | | **(18,341.37)** | **(39,006.22)** |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | | |
| Proceeds from Borrowings | | 42,497.28 | 43,583.28 |
| Repayment of Borrowings | | (16,235.00) | (2,100.00) |
| Interest, commitment & Finance Charges Paid | | (7,448.17) | (3,764.24) |
| **NET CASH FLOW FROM FINANCING ACTIVITIES** | | **18,814.11** | **37,719.04** |
| **Net Increase In Cash & Cash Equivalents** | | 1.65 | (121.26) |
| **Cash and Cash Equivalents at the beginning of the year** | | 111.85 | 233.11 |
| **Cash and Cash Equivalents at the end of the year** | | **113.50** | **111.85** |
| **COMPONENTS OF CASH AND CASH EQUIVALENTS** | | | |
| Balances with Banks | | | |
| On current accounts | **12** | 111.45 | 110.98 |
| Cash on hand | **12** | 2.05 | 0.87 |
| **Cash and cash equivalents for statement of cash flows** | | **113.50** | **111.85** |
| Significant accounting policies | **3** | | |

The accompanying summary of significant accounting policies and other explanatory information (notes) are an integral part of the financial statements.

**Notes :**

1. All figures in bracket are outflow.
2. Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
3. The cash flow statement has been prepared under Indirect Method as per Ind AS 7 "Statement of Cash Flows" as under section 133 of Companies Act, 2013.

As per our report of even date attached
**For S R B C & CO LLP**
**Chartered Accountants**
ICAI FRN: 324982E/E300003

For & on behalf of the Board of Directors
**ASHOKA CONCESSIONS LIMITED**

Sd/-

**per Suresh Yadav**
Partner
Membership No.: 119878

Sd/-

**Pooja A Lopes**
Company Secretary

Sd/-

**Ravindra M Vijayvargiya**
Chief Financial Officer

Sd/-

**Paresh C Mehta**
Director
DIN - 03474498

Sd/-

**Ashish A Katariya**
Managing Director
DIN - 00580763

Place: Mumbai
Date: 10th June, 2020

Place : Nashik
Date: 10th June, 2020

### A. Equity Share Capital:

| Equity shares of INR 10 each issued. subscribed and fully paid | No. | ₹ In Lakh |
|---|---|---|
| At March 31, 2019 | 10,00,000 | 100.00 |
| At March 31, 2020 | 10,00,000 | 100.00 |

### B. Compulsorily Convertible Debentures

| Zero coupon Compulsorily Convertible Debentures - Class "A" of ₹ 10/- each - A | No. | ₹ In Lakh |
|---|---|---|
| At March 31, 2019 | 77,41,250 | 774.13 |
| At March 31, 2020 | 77,41,250 | 774.13 |

| Zero coupon Compulsorily Convertible Debentures - Class "B" of ₹ 10/- each - B | No. | ₹ In Lakh |
|---|---|---|
| At March 31, 2019 | 2,00,00,000 | 2,000.00 |
| At March 31, 2020 | 2,00,00,000 | 2,000.00 |

| Zero coupon Compulsorily Convertible Debentures - Class "C" of ₹ 10/- each - C | No. | ₹ In Lakh |
|---|---|---|
| At March 31, 2019 | 3,03,45,815 | 3,034.58 |
| At March 31, 2020 | 3,03,45,815 | 3,034.58 |

| Total (A + B + C) | No. | ₹ In Lakh |
|---|---|---|
| At March 31, 2019 | 5,80,87,065 | 5,808.71 |
| At March 31, 2020 | 5,80,87,065 | 5,808.71 |

### C. Other Equity (Refer Note 16)

(₹ In Lakh)

| Particulars | Reserves & Surplus | | | Total |
|---|---|---|---|---|
| | Securities premium reserve | Capital Contribution on Account of CG | Retained earnings | |
| **Balance as of April 01, 2018** | **1,74,482.71** | **-** | **(4,419.86)** | **1,70,062.85** |
| Addition During the year | - | - | | - |
| Loss for the year | - | - | (7,386.63) | (7,386.63) |
| Total comprehensive income | - | - | 2.75 | 2.75 |
| **Balance as of March 31, 2019** | **1,74,482.71** | **-** | **(11,803.74)** | **1,62,678.97** |

| Particulars | Reserves & Surplus | | | Total |
|---|---|---|---|---|
| | Securities premium reserve | Capital Contribution on Account of CG | Retained earnings | |
| **Balance as of April 01, 2019** | **1,74,482.71** | **-** | **(11,803.74)** | **1,62,678.97** |
| Addition During the year | - | 154.57 | | 154.57 |
| Loss for the year | - | - | (22,045.49) | (22,045.49) |
| Total comprehensive income | - | - | (16.41) | (16.41) |
| **Balance as of March 31, 2020** | **1,74,482.71** | **154.57** | **(33,865.64)** | **1,40,771.64** |

Significant accounting policies (Note 3)

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the financial statements.

As per our report of even date
**For S R B C & CO LLP**
Chartered Accountants
ICAI FRN: 324982E/E300003

For & on behalf of the Board of Directors
**ASHOKA CONCESSIONS LIMITED**

| Sd/- | Sd/- | Sd/- | Sd/- | Sd/- |
|---|---|---|---|---|
| **per Suresh Yadav** | **Pooja A Lopes** | **Ravindra M Vijayvargiya** | **Paresh C Mehta** | **Ashish A Katariya** |
| Partner | Company Secretary | Chief Financial Officer | Director | Managing Director |
| Membership No.: 119878 | | | DIN - 03474498 | DIN - 00580763 |

Place : Mumbai
Date: 10th June, 2020

Place : Nashik
Date: 10th June, 2020

**Note 1 : Corporate Information**

Ashoka Concessions Limited ("ACL", "the Company") is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. Its shares are not listed on any stock exchanges in India. During the year the Company has issued redeemable Non-Convertible Debentures (NCD) which are listed on Bombay Stock Exchange (BSE).The Company is engaged in the business of constructing, operating on Build- Own- Transfer (BOT), Build- Own- Lease- Transfer (BOLT), Design-Build- Finance- Operate- Transfer (DBFOT) basis, Hybrid Annuity, repairing, executing, developing Infrastructural projects including highways, roads, bridges or any kind of work related thereto through its subsidiary, Associate Companies for and on behalf of Government, Semi government authorities, Non- government organizations or other Bodies corporate and individuals. The Company is also into business of collection of toll from Toll Plaza as per the contract entered with the regulatory authorities and carrying out operation and maintenance ("O&M") activities for the subsidiaries. The company caters to Indian market only.

The registered office of the company is located at S.No 113/2, 5th Floor, Ashoka Business Enclave, Wadala Road, Nashik - 422009, Maharashtra, India.

The financial statements were authorised for issue in accordance with a resolution of the directors on June 10, 2020.

**Note 2 : Basis of preparation**

The Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities (refer accounting policy regarding financial instruments) which have been measured at fair value.

The financial statements are presented in INR and all the values are rounded of to the nearest lakh, except when otherwise

**Note 3 : Summary of significant accounting policies**

**3.01 Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current assets.

A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current / non current classification of assets and liabilities.

**3.02 Fair value measurement**

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

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

The principal or the most advantageous market must be accessible by the Company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

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

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

Disclosures for valuation methods, significant estimates and assumptions (Refer note 41 and 44)

Financial instruments (including those carried at amortised cost) (Refer note 6,7,11,12,13,17,19,21,22 & 24).

Quantitative disclosure of fair value measurement hierarchy (Refer note 41).

### 3.03 Revenue recognition

**Revenue from contract with customer**
Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

**Service Contracts**
For service contracts (including maintenance contracts) in which the company has the right to consideration from the customer in an amount that corresponds directly with the value to the customer of the company's performance completed to date, revenue is recognized when services are performed and contractually billable

**Revenue recognition under Service Concession Arrangements**
Income from Toll Operations is recognised in line with the Appendix C to Ind AS 115 – Service Concession Arrangements. The revenue is recognized in the period of collection which generally coincide as and when the traffic passes through toll plazas.

### 3.04 Property, Plant and Equipment

The initial cost of property, plant and equipment comprises its purchase price, including non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS i.e. 1 April, 2015, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

### 3.05 Depreciation on property, plant and equipment

Depreciation on fixed assets is calculated on a written down value method using the rates arrived at based on the useful lives prescribed under the Schedule II to the Companies Act, 2013.

**3.06 Intangible assets**

Intangible assets are measured on initial recognition at the amounts payable to National Highway Authorities of India (NHAI) for securing toll collection rights. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised over the period of toll collection right of 1 year on straight line basis.

**3.07 Taxes**

**Current income tax**

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

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

**Deferred tax**

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction. affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity .

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

Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the year that MAT is permitted to be set off under the Income Tax Act, 1961 (specified period). In the year, in which the tax credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the Statement of profit and loss and shown as Unused Tax credit. The Company reviews the same at each balance sheet date and writes down the carrying amount of unused tax credit to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

**3.08 Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

**3.09 Provisions**

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

**3.10 Borrowing Costs**

All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

**3.11 Retirement and other employee benefits**

**i. Defined contribution plan**

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the Statement of profit and loss of the period when the employee renders related services. There are no other obligations other than the contribution payable to the respective authorities.

**ii. Defined benefit plan**

The company operates defined benefit plans for its employees "Group gratuity cash accumulation scheme" administered by Life Insurance Corporation of India, gratuity . The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for plan using the projected unit credit method. Actuarial gains and losses for defined benefit plan are recognized in full in the period in which they occur in the statement of profit and loss.

**iii. Leave encashment**

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

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

**iv. Remeasurements**

Remeasurements, comprising of actuarial gains and losses excluding amounts included in net interest on the net defined benefit liability are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Profit or Loss in the period in which they occur.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

**3.12 Financial instruments**

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

**Financial assets**

**Initial recognition and measurement**

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

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories;

Debt instruments at amortised cost

Debt instruments at fair value through other comprehensive income (FVTOCI)

Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

Equity instruments measured at fair value through other comprehensive income (FVTOCI)

**Debt instruments at amortised cost**

A financial assets 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 on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. All the Loans and other receivables under financial assets (except Investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value.

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

**Debt instrument at FVTPL**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.
In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’). The Company has designated certain debt instrument as at FVTPL.
Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

**Equity investments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by- instrument basis. The classification is made on initial recognition and is irrevocable.
If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.
Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

**Derecognition**

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:

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

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material lay 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.

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

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

**Impairment of financial assets**

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

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

b. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 and Ind AS 18

The company follows ‘simplified approach’ for recognition of impairment loss allowance on:

- Trade receivables and
- Other financial assets

**Trade receivable:**
The company Management has evaluated the impairment provision requirement under IND AS 109 and has listed down below major facts for trade and other receivables impairment provisioning:

Also the receivable from companies are considered to be good and there are neither been any past instances of default and also management doesn't expect any default in case of Company receivables.

**Other Financial Assets:**
Other Financial Assets mainly consists of Loans to employees and Security Deposit and other deposits, interest accrued on Fixed Deposits, loans to related party, Deposit money receivable from NHAI, and other receivables and advances measured at amortised cost.

Following are the policy for specific financial assets:-

| Type of financial asset | |
|---|---|
| Security Deposit | Security deposit is in the nature of statutory deposits like electricity, telephone deposits. Since they are kept with Government bodies, there is low risk. |
| Loans and advances to related party | Loan and advances to related parties are considered to be good and there are neither been any past instances of default and also management doesn't expect any default in case of Company receivables except mentioned in Note 7(c). |
| Security deposit from NHAI | Security deposit receivable from NHAI on account of toll collection contract is carried at amortised cost as the deposit is for short term (generally one year). |

**Financial Liabilities**

**Initial recognition and measurement**

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

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 and other payables.

**Subsequent measurement**
The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at fair value through profit or loss**
Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

**Loans and borrowings**
This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. However, the company has borrowings at floating rates. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the transaction cost amortisation process.
This category generally applies to 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.

**Offsetting of financial instruments**
Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**Financial guarantee contracts**
Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

**3.13 Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term investments, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**3.14 Earning per share**

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

**3.15 Segment information**

The Company is engaged in "Road Infrastructure Projects" which in the context of Ind AS 108 "Operating Segment" is the only segment. The Company's activities are restricted within India and hence no separate geographical segment disclosure is considered necessary.

**3.16 Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**3.17 Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as a lessee**

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**i. Right-of-use assets**

The Company recognises right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Building - 3 to 5 Years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.
Right of use asset are subject to impairment.

**ii. Lease liabilities**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

**iii. Short Term leases and lease of low value of assets**

The Company applies the short-term lease recognition exemption to its short-term leases of machinery, equipment and buildings. It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

**Company as a lessor**

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

**Note: 4 a)**

(₹ In Lakh)

| Particulars | Gross Block | | | | Accumulated depreciation and impairment | | | | Balance as at March 31, 2020 |
|---|---|---|---|---|---|---|---|---|---|
| | Balance as at April 1, 2019 | Additions | Disposals / Adjustments | Balance as at March 31, 2020 | Balance as at April 1, 2019 | Deductions/ Adjustments | Depreciation expense | Balance as at March 31, 2020 | |
| **Property plant and equipment** | | | | | | | | | |
| Data processing equipment's | 31.94 | 3.03 | - | 34.97 | 24.29 | - | 5.32 | 29.61 | 5.36 |
| Server | 0.48 | - | - | 0.48 | 0.29 | - | 0.07 | 0.36 | 0.12 |
| Office equipment's | 0.94 | - | - | 0.94 | 0.65 | - | 0.20 | 0.85 | 0.09 |
| Furniture and fixtures | 3.15 | - | - | 3.15 | 1.49 | - | 0.42 | 1.91 | 1.24 |
| Vehicles | 43.37 | - | - | 43.37 | 28.66 | - | 4.58 | 33.24 | 10.13 |
| **Total** | **79.88** | **3.03** | **-** | **82.91** | **55.38** | **-** | **10.59** | **65.98** | **16.94** |

(₹ In Lakh)

| Particulars | Gross Block | | | | Accumulated depreciation and impairment | | | | Balance as at March 31, 2019 |
|---|---|---|---|---|---|---|---|---|---|
| | Balance as at April 1, 2018 | Additions | Disposals / Adjustments | Balance as at March 31, 2019 | Balance as at April 1, 2018 | Deductions/ Adjustments | Depreciation expense | Balance as at March 31, 2019 | |
| **Property plant and equipment** | | | | | | | | | |
| Data processing equipment's | 25.93 | 6.01 | - | 31.94 | 16.60 | - | 7.69 | 24.29 | 7.65 |
| Server | 0.48 | - | - | 0.48 | 0.17 | - | 0.12 | 0.29 | 0.19 |
| Office equipment's | 0.94 | - | - | 0.94 | 0.28 | - | 0.37 | 0.65 | 0.29 |
| Furniture and fixtures | 3.15 | - | - | 3.15 | 0.92 | - | 0.57 | 1.49 | 1.66 |
| Vehicles | 43.37 | - | - | 43.37 | 21.99 | - | 6.67 | 28.66 | 14.71 |
| **Total** | **73.87** | **6.01** | **-** | **79.88** | **39.96** | **-** | **15.42** | **55.38** | **24.50** |

**Note: 4 b)**

(₹ In Lakh)

| Particulars | Gross Block | | | | Accumulated amortisation and impairment | | | | Carrying Amount |
|---|---|---|---|---|---|---|---|---|---|
| | Balance as at April 1, 2019 | Additions | Disposals / Adjustments | Balance as at March 31, 2020 | Balance as at April 1, 2019 | Deductions/ Adjustments | Depreciation expense | Balance as at March 31, 2020 | Balance as at March 31, 2020 |
| **Intangible assets** | | | | | | | | | |
| License to collect Toll | 2,847.26 | - | - | 2,847.26 | 2,847.26 | - | - | 2,847.26 | - |
| **Total** | **2,847.26** | **-** | **-** | **2,847.26** | **2,847.26** | **-** | **-** | **2,847.26** | **-** |

(₹ In Lakh)

| Particulars | Gross Block | | | | Accumulated amortisation and impairment | | | | Carrying Amount |
|---|---|---|---|---|---|---|---|---|---|
| | Balance as at April 1, 2018 | Additions | Disposals / Adjustments | Balance as at March 31, 2019 | Balance as at April 1, 2018 | Deductions/ Adjustments | Depreciation expense | Balance as at March 31, 2019 | Balance as at March 31, 2019 |
| **Intangible assets** | | | | | | | | | |
| License to collect Toll | 2,840.82 | 6.44 | - | 2,847.26 | 2,573.59 | - | 273.67 | 2,847.26 | - |
| **Total** | **2,840.82** | **6.44** | **-** | **2,847.26** | **2,573.59** | **-** | **273.67** | **2,847.26** | **-** |

**Note: 5 Right of use assets (Refer Note 48)** (₹ In Lakh)

| Description | Buildings | Total |
|---|---|---|
| **Cost** | | |
| Balance as on 1st April 2019 due to adoption of Ind AS 116 | 73.69 | 73.69 |
| Additions during the year | - | - |
| Deletion during the year | - | - |
| **Sub Total (a)** | 73.69 | 73.69 |
| **Accumulated depreciation and impairment** | | |
| Balance as on 1st April 2019 due to adoption of Ind AS 116 | - | - |
| Deprecation for the year | 24.56 | 24.56 |
| Deduction | - | - |
| **Sub Total (b)** | 24.56 | 24.56 |
| **Net carrying amount As at March 31, 2020 (a-b)** | **49.13** | **49.13** |

### 6 NON-CURRENT INVESTMENTS (UNQUOTED)

(₹ In Lakh)

| Particulars | As at 31-Mar-20 No. of Shares | As at 31-Mar-19 No. of Shares | As at 31-Mar-20 Amount | As at 31-Mar-19 Amount |
|---|---|---|---|---|
| **(A) Investments measured at cost:** | | | | |
| **(I) Investment in Equity Instruments (Unquoted):** | | | | |
| **(a) In Equity Shares of Subsidiary Companies of ₹ 10/- each, fully paid-up:** | | | | |
| Ashoka Ankleshwar Manubar Expressway Pvt Ltd. | 6,00,10,000 | 6,00,10,000 | 6,001.00 | 6,001.00 |
| Ashoka Belgaum Dharwad Tollway Ltd. | 25,10,119 | 25,10,119 | 11,497.38 | 11,497.38 |
| Ashoka Belgaum Khanapur Road Pvt Ltd. | 3,08,90,000 | 3,08,90,000 | 3,089.00 | 3,089.00 |
| Ashoka Dhankuni Kharagpur Tollway Ltd. | 34,34,154 | 34,34,154 | 19,213.02 | 19,213.02 |
| Ashoka Kharar Ludhiana Road Ltd. | 7,50,00,000 | 7,50,00,000 | 7,500.00 | 7,500.00 |
| Ashoka Ranatsalam Anandpuram Road Ltd. | 5,48,95,000 | 5,48,95,000 | 5,489.50 | 5,489.50 |
| Ashoka Sambhalpur Baragarh Tollway Ltd. | 24,88,806 | 24,88,806 | 28,649.83 | 28,649.83 |
| Ashoka Highways (Bhandara) Ltd. | 1,33,17,653 | 1,33,17,653 | 1,997.65 | 1,997.65 |
| Ashoka Karadi Banwara Road Pvt Ltd. | 3,86,60,000 | 3,86,60,000 | 3,866.00 | 3,866.00 |
| Ashoka Khairatunda Barwa Adda Road Ltd. | 2,85,10,000 | 2,85,10,000 | 2,851.00 | 2,851.00 |
| Ashoka Mallasandra Karadi Road Pvt Ltd. | 3,53,30,000 | 3,53,30,000 | 3,533.00 | 3,533.00 |
| Ashoka Highways (Durg) Ltd. | 1,51,54,732 | 1,51,54,732 | 2,690.18 | 2,690.18 |
| Ashoka Bettadahalli Shivamogga Road Pvt Ltd | 50,000.00 | - | 5.00 | - |
| | | | | |
| ***Sub Total::: (a)*** | | | **96,382.56** | **96,377.56** |
| | | | | |
| **(b) In Equity Shares of Associates Companies of ₹ 10/- each, fully paid-up:** | | | | |
| Jaora Nayagaon Toll Road Company Pvt. Ltd. | 10,83,13,800 | 10,83,13,800 | 12,247.77 | 12,247.77 |
| PNG Tollway Ltd. | 4,39,66,000 | 4,39,66,000 | 4,396.60 | 4,396.60 |
| | | | | |
| ***Sub Total::: (b)*** | | | **16,644.37** | **16,644.37** |
| | | | | |
| ***Sub Total::: (I) (a+b)*** | | | **1,13,026.93** | **1,13,021.93** |
| | | | | |
| **(II) In 1 % Non Cumulative Convertible Preference Shares of Subsidiary Companies of ₹ 100 each, fully paid up** | | | | |
| Ashoka Belgaum Dharwad Tollway Ltd. | 1,08,434 | 1,08,434 | 4,445.79 | 4,445.79 |
| Ashoka Sambhalpur Baragarh Tollway Ltd. | 63,494 | 63,494 | 4,889.04 | 4,889.04 |
| | | | | |
| ***Sub Total::: (II)*** | | | **9,334.83** | **9,334.83** |
| | | | | |
| **(III) Other Investments - Perpetual Debt of subsidiaries (Unquoted):** | | | | |
| Ashoka Ranastalam Anandapuram Road Ltd. | | | 4,972.80 | 2,320.80 |
| Ashoka Kharar Ludhiana Road Ltd. | | | 8,248.00 | 4,615.00 |
| Ashoka Ankleshwar Manubar Expressway Pvt Ltd. | | | 4,577.00 | 51.00 |
| Ashoka Belgaum Khanapur Road Pvt Ltd. | | | 244.00 | 9.00 |
| Ashoka Dhankuni Kharagpur Tollway Ltd. | | | 35,299.73 | 32,077.73 |
| Ashoka Belgaum Dharwad Tollway Ltd. | | | 8,013.17 | 7,013.17 |
| Ashoka Highways (Bhandara) Ltd. | | | 4,371.66 | 4,371.66 |
| Ashoka Highways (Durg) Ltd. | | | 6,801.20 | 6,801.20 |
| Ashoka Sambhalpur Baragarh Tollway Ltd. | | | 25,448.90 | 21,095.90 |
| Ashoka Karadi Banwara Road Pvt Ltd. | | | 271.00 | - |
| Ashoka Khairatunda Barwa Adda Road Ltd. | | | 199.00 | - |
| Ashoka Mallasandra Karadi Road Pvt Ltd. | | | 107.00 | - |
| | | | | |
| ***Sub Total::: (III)*** | | | **98,553.46** | **78,355.46** |
| | | | | |
| **Sub Total of Investments measured at cost::: (I+II+III)** | | | **2,20,915.22** | **2,00,712.22** |
| | | | | |
| Less: Impairment in the value of Investments | | | | |
| In Subsidiaries (Refer Note 45) | | | (20,500.00) | (5,000.00) |
| In associate | | | (4,396.60) | (4,396.60) |
| | | | | |
| ***Sub Total::: (IV)*** | | | **(24,896.60)** | **(9,396.60)** |
| | | | | |
| **Total of Investments measured at cost::: (A) (I+II+III+IV)** | | | **1,96,018.62** | **1,91,315.62** |
| | | | | |
| **(B) Investments Measured at Fair Value Through Profit & Loss (Unquoted) :** | | | | |
| **Other Investment in Equity Shares of ₹ 10/- each, fully paid-up:** | | | | |
| Indian Highways Management Co. Ltd. | 5,55,370 | 5,55,370 | 55.54 | 55.54 |
| **Total of Investments measured mandatorily at Fair Value Through Profit & Loss::: (B)** | | | **55.54** | **55.54** |
| | | | | |
| **Total:::: (A + B)** | | | **1,96,074.16** | **1,91,371.16** |
| | | | | |
| Aggregate Amount of Unquoted Investments | | | **1,96,074.16** | **1,91,371.16** |
| Aggregate Amount of Impairment in Value of Investments | | | **(24,896.60)** | **(9,396.60)** |

**7 Loans - Non Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **(A) Security Deposits** | | |
| Secured: Considered good: | 2.65 | 2.15 |
| | | |
| **(B) Loans to related parties (Refer Note No.53 On Related Party Disclosure)** | | |
| Unsecured: Considered good: | 22,393.73 | 21,988.94 |
| | | |
| **(C) Loans to others** | | |
| Unsecured: Considered doubtful: | 4,796.60 | 4,796.60 |
| Less: Impairment allowance (allowance for bad and doubtful debts) | (4,796.60) | (4,796.60) |
| | | |
| **(D) Advance to related party for Purchases of Equity Shares (Interest Free) (Note 1)** | 11,701.25 | 11,701.25 |
| | | |
| **(E) Balance with Statutory/Government Authorities** | 35.97 | 59.34 |
| | | |
| **Total :::::** | **34,133.60** | **33,751.68** |

**Note 1 :**The board of directors in its meeting held on May 12, 2016 has approved a proposal for investment not exceeding ₹ 1,200,150,000 in 94,500,000 equity shares held by Ashoka Buildcon Limited, holding company, in “GVR ASHOKA CHENNAI ORR LIMITED” (SPV) a SPV incorporated to execute the Chennai Outer Ring Road Project. In connection with the said transfer of shares, an application has been submitted to Tamil Nadu Road Development Corporation Ltd. (TNRDC) and necessary information required by TNRDC has been submitted. Pending such approval as at balance sheet date, Company has made an advance payment of ₹ 11,701.25 lakh for purchase to such shares.

**8 Deferred Tax Assets** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Deferred Tax Assets on account of Deductible Temporary differences** | | |
| Difference between book and tax depreciation | - | 145.53 |
| MAT Credit Entitlement | - | (145.53) |
| **Total :::::** | **-** | **-** |

**The movement on the deferred tax account is as follows:**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Net Deferred Tax Asset as at the beginning | - | 691.76 |
| **Credits / (Charges) to Statement of Profit and Loss** | | |
| Other Comprehensive Income | - | - |
| MAT Credit | - | 691.76 |
| **Net Deferred Tax Asset as at the end** | **-** | **-** |

**9 Non Current Tax Asset (Net)** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Advance Income Tax (net) | 726.81 | 865.66 |
| **Total :::::** | **726.81** | **865.66** |

**10 Other Non Current Asset** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Bank Deposits with maturity for more than 12 months* | 0.25 | 0.25 |
| Deferred Guarantee | 56.16 | - |
| **Total :::::** | **56.41** | **0.25** |

*Note: Pledge With Sales Tax Authorities

**11 Trade Receivables-Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Unsecured:** | | |
| Considered good - Others | 23.38 | 0.95 |
| Considered good - Related Party (Refer Note No.53 On Related Party Disclosure) | 372.59 | 216.54 |
| Considered doubtful | 87.17 | 87.17 |
| | **483.14** | **304.66** |
| Less: Impairment allowance (allowance for bad and doubtful debts) | 87.17 | 87.17 |
| **Total :::::** | **395.97** | **217.49** |

**Break-up for security details:**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Trade receivables** | | |
| Secured, considered good | - | - |
| Unsecured, considered good | 395.97 | 217.49 |
| Trade Receivables which have significant increase in credit Risk | - | - |
| Trade Receivables - credit impaired | 87.17 | 87.17 |
| **Total :::::** | **483.14** | **304.66** |

**Impairment Allowance (allowance for bad and doubtful debts)**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Trade receivables** | | |
| Unsecured, considered good | - | - |
| Trade Receivables which have significant increase in credit Risk | - | - |
| Trade Receivables - credit impaired | 87.17 | 87.17 |
| **Total :::::** | **87.17** | **87.17** |

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person.

**Ageing of Receivables**

| Particulars | Expected Credit Loss As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Within in the credit period | - | - |
| 1-90 days past due | - | - |
| 91-182 days past due | - | - |
| More than 182 days past due | 87.17 | 87.17 |
| **Total** | **87.17** | **87.17** |

**Age of Receivables**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Within in the credit period | - | - |
| 1-90 days past due | 383.27 | - |
| 91-182 days past due | 8.04 | 216.54 |
| More than 182 days past due | 4.66 | 0.95 |
| **Total** | **395.97** | **217.49** |

**12 Cash and cash equivalents** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Cash & Cash Equivalents** | | |
| **(A) Cash on hand** | 2.05 | 0.87 |
| **(B) Balances with Banks** | | |
| On Current account | 111.45 | 110.98 |
| | | |
| **Total :::::** | **113.50** | **111.85** |

**Changes in Liabilities arising from Financial Activities :** (₹ In Lakh)

| Particulars | April 01, 2019 | Cash flows (Net) | March 31, 2020 |
|---|---|---|---|
| Borrowings (Non Current and Current) | 54,130.67 | 26,262.28 | 80,392.96 |
| **Total Liabilities from financing activities** | **54,130.67** | **26,262.28** | **80,392.96** |

**Changes in Liabilities arising from Financial Activities :** (₹ In Lakh)

| Particulars | April 01, 2018 | Cash flows (Net) | March 31, 2019 |
|---|---|---|---|
| Borrowings (Non Current and Current) | 12,647.39 | 41,483.28 | 54,130.67 |
| **Total Liabilities from financing activities** | **12,647.39** | **41,483.28** | **54,130.67** |

**13 Loans - Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| | | |
| **(A) Other Loans** | | |
| Receivable from Others | 0.50 | 2.84 |
| Loans to employees | 1.80 | 0.88 |
| Others | 5.54 | 2.06 |
| **(B) Security and other deposits** | 0.35 | - |
| **Total :::::** | **8.19** | **5.78** |

**14 Other Current Asset** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Interest Receivable** | | |
| From Others - Bank Deposits | 0.15 | 0.15 |
| **Other** | | |
| Net defined benefit asset | 6.73 | 12.04 |
| Deferred Guarantee | 59.42 | - |
| **Total :::::** | **66.30** | **12.19** |

**15 A] Equity Share Capital**

**(I) Authorised Share Capital:**

| Class of Shares | Par Value (₹) | As at 31-Mar-20 | | As at 31-Mar-19 | |
|---|---|---|---|---|---|
| | | No. of Shares | Amount (₹ In Lakh) | No. of Shares | Amount (₹ In Lakh) |
| Equity Shares | 10.00 | 1,80,00,000 | 1,800.00 | 1,80,00,000 | 1,800.00 |
| **Total :::::** | | | **1,800.00** | | **1,800.00** |

**(II) Issued, Subscribed and Paid-up Capital (Fully Paid-up):**

| Class of Shares | Par Value (₹) | As at 31-Mar-20 | | As at 31-Mar-19 | |
|---|---|---|---|---|---|
| | | No. of Shares | Amount (₹ In Lakh) | No. of Shares | Amount (₹ In Lakh) |
| Equity Shares | 10.00 | 10,00,000 | 100.00 | 10,00,000 | 100.00 |
| **Total :::::** | | | **100.00** | | **100.00** |

**(III) Terms/rights attached to equity shares:**

The company has only one class of equity shares having par value of ₹ 10 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 preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(IV) Details of shares in the Company held by each shareholder holding more than 5% shares:**

| Class of Shares | As at 31-Mar-20 | | As at 31-Mar-19 | |
|---|---|---|---|---|
| | Equity Shares | % of Holding | Equity Shares | % of Holding |
| Ashoka Buildcon Ltd.- the holding Company | 6,59,000 | 66.00% | 6,59,000 | 66.00% |
| Macquarie SBI Infrastructure Investments Pte Limited | 2,44,800 | 24.48% | 2,44,800 | 24.48% |
| SBI Macquarie Infrastructure Trust | 95,200 | 9.52% | 95,200 | 9.52% |

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

**B] Compulsory Convertible Debentures**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| 77,41,250 (31 March 2019: 77,41,250 ) Zero coupon Compulsorily Convertible Debentures - Class "A" of ₹ 10/- each | 774.13 | 774.13 |
| 2,00,00,000 (31 March 2019: 2,00,00,000) Zero coupon Compulsorily Convertible Debentures - Class "B" of ₹ 10/- each | 2,000.00 | 2,000.00 |
| 3,03,45,815 (31 March 2019: 3,03,45,815) Zero coupon Compulsorily Convertible Debentures - Class "C" of ₹ 10/- each | 3,034.58 | 3,034.58 |
| **Total Equity component of Compulsory Convertible Debentures** | **5,808.71** | **5,808.71** |

In accordance with the Shareholders agreement and share Subscription cum share purchase agreement dated August 11, 2012 between Ashoka Concessions Limited ( 'the company' ), Ashoka Buildcon Limited (referred as 'Promoter' ) Macquarie SBI Infrastructure Investments Pte Limited ( Investor 1 ) and SBI Macquarie Infrastructure Trust ( Investor 2 ) (Investor 1 and Investor 2 are collectively referred as 'Investors' ), the company has issued 3 classes of compulsorily convertible debentures (CCD's). Class A and Class B CCD's are issued to Investors and Class C CCD's are issued to Promoter and its subsidiaries VIVA Highways Limited and VIVA Infrastructure Limited.

As per the Shareholders Agreement and Share Subscription Cum Share Purchase Agreement, Class B and Class C CCDs shall automatically converts into equity shares once conversion option has been exercised for Class A CCDs. Any additional numbers of equity shares to be allotted to Investors for certain obligations assumed by Promoters would be reduced from the equity shares to be allotted to Promoters and the Company does not have any obligation towards the same. In all circumstances, the total number of equity shares to be issued by the Company on conversion of CCDs shall remain fixed.

**Issue Price and Interest:**

Class A CCD's have face value of ₹ 10/- each and are issued at a premium of ₹ 997.15/- each.

Class B CCD's have face value of ₹ 10/- each and are issued at Par.

Class C CCD's have face value of ₹10/- each and are issued at a premium of ₹ 322.22/- each.

All the classes of CCD's do not carry any Interest.

**Tenure and Conversion**

The tenure of the CCD's is 18 years from the date of its issue.

**Class A**

Each class A debenture will convert into one equity share of the company such that post conversion, the shares resulting from the conversion, together with the Investor Purchase Shares Collectively represent between 34% and 39% of the share capital of the company and the proportion of such shares resulting from conversion ( Between 34% to 39% ) will be based on the Adjusted revenue of Ashoka Sambalpur Baragarh tollway Private Limited and in accordance with other terms and conditions of conversion.

**Class B**

Class B CCD's shall automatically convert into shares once the option has been exercised for conversion of class A CCD's. Class B CCD's will convert into one equity share if the IRR received by investor is higher than the 12%/25%/protected IRR and if the IRR received by investors is less than 12% it will get converted into such additional shares in order to ensure that the concerned investor receives a minimum IRR of 12%.

**Class C**

Class C CCD's would be converted into shares so that the shares received by the promoter on such conversion, along with the promoter shares represent the balance proportion of the share capital of the company.

All the above Classes of Compulsorily Convertible Debentures are Convertible into no. 8,15,91,912 of equity shares.

**16 Other Equity** **(₹ In Lakh)**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Security Premium** | | |
| Balance as per Last balance Sheet | **1,74,482.71** | **1,74,482.71** |
| Addition During the Year | - | - |
| Deduction During the year | - | - |
| **As at end of year** | **1,74,482.71** | **1,74,482.71** |
| | | |
| **Capital Contribution on Account of CG** | | |
| Balance as per Last balance Sheet | - | - |
| Addition During the Year | 154.57 | - |
| Deduction During the year | - | - |
| **As at end of year** | **154.57** | **-** |
| | | |
| **Surplus / Retained Earnings** | | |
| Balance as per Last balance Sheet | **(11,803.74)** | **(4,419.86)** |
| Addition During the Year | (22,061.90) | (7,383.88) |
| Deduction During the year | - | - |
| **As at end of year** | **(33,865.64)** | **(11,803.74)** |
| **Total :::::** | **1,40,771.64** | **1,62,678.97** |

**Nature and purpose of Reserves**

**Security Premium :**

Security Premium is used to record the premium on issue of shares and utilised in accordance with the provisions of the Companies Act, 2013.

**17 Borrowings - Non Current** **(₹ In Lakh)**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Unsecured and considered good -** | | |
| (I) Non Convertible Debentures | - | - |
| - from others | 15,000.00 | - |
| (ii) Loans from related parties (Refer Note No. 53 On Related Party Disclosure) | | - |
| - from Holding Company | 64,060.64 | 52,910.75 |
| **Gross Total ::::** | **79,060.64** | **52,910.75** |

(a) **Terms of Repayments:**

| Lender | Nature of Loan | Outstanding Amount (In ₹ Lakh) | EMI Amount (In ₹ Lakh) | Mode of Repayment | Rate of Interest | Maturity Date | Nature of Security |
|---|---|---|---|---|---|---|---|
| **Non-Convertible Debentures** | | | | | | | |
| ICICI Prudential Credit Risk Fund | NCD | 15,000.00 | 15,000.00 | On Maturity | 10.45% (Fixed) | April 25, 2022 | Unsecured |
| **Loans from related parties** | | | | | | | |
| Ashoka Buildcon Limited | Term Loan | 64,060.64 | 64,060.64 | On Maturity | SBI 1 year MCLR +4.85% | April 01, 2023 | Unsecured |

**18 Lease Liabilities - Non Current** **(₹ In Lakh)**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Lease Liabilities | 27.86 | - |
| **Total :::::** | **27.86** | **-** |

**Changes in Lease Liabilities** **(₹ In Lakh)**

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| As at 1st April 2019 due to adoption of Ind AS 116 | 73.69 | - |
| Addition | - | - |
| Accretion of interest (Refer Note 31) | 7.12 | - |
| Payments | (28.57) | - |
| **As at 31 March 2020 (Refer Note 18 and 23)** | **52.25** | **-** |
| **Total :::::** | **52.25** | **-** |

**19 Other Financial Liabilities - Non Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Financial Guarantee Obligation (Subsidiaries) (Refer Note No. 53 On Related Party Disclosure) | 938.07 | 1,276.48 |
| **Total :::::** | **938.07** | **1,276.48** |

**20 Long Term Provisions** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Provision for Leave Encashment | 38.03 | 25.82 |
| Total ::::: | **38.03** | **25.82** |

**21 Borrowings - Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Unsecured and considered good** | | |
| (a) Loans from other parties- Associates | 1,332.32 | 1,219.92 |
| **Total :::::** | **1,332.32** | **1,219.92** |

(a) **Terms of Repayments:**

| Lender | Nature of Loan | Outstanding Amount (In ₹ Lakh) | EMI Amount (In ₹ Lakh) | Mode of Repayment | Rate of Interest | Maturity Date | Nature of Security |
|---|---|---|---|---|---|---|---|
| Jaora Nayagaon Toll Road Company Private Limited | Term Loan | 1,332.32 | 1,332.32 | On Maturity | Cost of funding of Company + 1% (Variable) | On Demand | Unsecured |

**22 Trade Payables - Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Trade Payables:** | | |
| Micro, Small & Medium Enterprises | - | - |
| Others | 62.05 | 56.81 |
| Related Parties (Refer Note No. 53 On Related Party Disclosure) | 292.29 | 213.25 |
| **Total :::::** | **354.34** | **270.06** |

(Refer Note no 40 for disclosures under section 22 of Micro, Small and Medium Enterprises Development Act, 2006)

**23 Lease Liabilities - Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Lease Liabilities | 24.39 | - |
| **Total ::::** | **24.39** | **-** |

**24 Other Financial liabilities - Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Interest Accrued but not due | 899.39 | - |
| Finance Guarantee Obligation (subsidiaries) (Refer Note No. 53 On Related Party Disclosure) | 338.41 | 392.03 |
| Due to Employees | 58.23 | 59.79 |
| Obligation towards investor in associate (Refer Note 45) | 1,497.34 | 1,311.00 |
| **Total :::::** | **2,793.37** | **1,762.82** |

**25 Provisions - Current** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| Provision for Bonus / Ex-gratia | 6.86 | 7.15 |
| **Total :::::** | **6.86** | **7.15** |

**26 Other Current Liabilities** (₹ In Lakh)

| Particulars | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|
| **Duties & Taxes Payable** | | |
| Tax Liabilities (net of advance taxes) | 384.78 | 299.88 |
| **Total :::::** | **384.78** | **299.88** |

**27 Revenue From Operations** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| **(A) Toll Collection** | 955.95 | 2,856.45 |
| **(B) Other Operating Revenue** | | |
| Revenue from Service Contracts | 3,769.85 | 4,140.24 |
| **Total :::::** | **4,725.80** | **6,996.69** |

**28 Other Income** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| **(A) Interest Income on financials assets carried at Cost/Amortised Cost:** | | |
| Interest on Bank Deposits | - | 0.02 |
| **(B) Unwinding of discount on financials assets carried at amortised cost** | | |
| Unwinding of Corporate Guarantee given | 392.03 | 443.08 |
| Unwinding of Interest component on loan given | 1,217.58 | 1,139.75 |
| **(C) Other Non Operating Income:** | | |
| Net gain on sale of Investments | 0.17 | 1.58 |
| Interest Income on Unsecured loan to subsidiaries (Refer Note No. 53 On Related Party Disclosure) | 1,075.57 | 929.30 |
| Interest on Income Tax refund | 78.92 | 79.78 |
| Claims from NHAI | 94.74 | - |
| **Total :::::** | **2,859.01** | **2,593.51** |

**29 Contract and Site Expenses** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| Road Construction and Site Expenses | | |
| - Road Work (Refer Note No. 53 On Related Party Disclosure) | 3,109.73 | 2,223.32 |
| NHAI Premium Paid for Toll Collections | 1,043.10 | 2,465.83 |
| **Total :::::** | **4,152.83** | **4,689.15** |

**30 Employee Benefits Expenses** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| Salaries, Wages and Allowances | 794.34 | 795.49 |
| Contribution to Provident and Other Funds | 45.64 | 37.90 |
| Contribution to Defined Benefit Plan - Gratuity Exp | 36.12 | 2.63 |
| Staff Welfare Expenses | 4.37 | 6.19 |
| **Total :::::** | **880.47** | **842.21** |

**31 Finance Cost** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| Interest on loan from related parties (Refer Note No. 53 On Related Party Disclosure) | 7,260.31 | 3,706.97 |
| Interest on Loans - NCD | 899.39 | - |
| Interest on Lease Liabilities | 7.12 | - |
| Bank and Other Charges | 16.86 | 57.27 |
| Interest on obligation towards investor in associate (Refer Note 45) | 352.71 | - |
| Unwinding of corporate guarantee carried at amortised cost | 38.94 | - |
| **Total :::::** | **8,575.33** | **3,764.24** |

**32 Depreciation / Amortisation Expenses** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| Depreciation on tangible fixed assets | 35.15 | 15.42 |
| Amortisation on intangible assets | - | 273.66 |
| **Total :::::** | **35.15** | **289.08** |

**33 Other Expenses** (₹ In Lakh)

| Particulars | For the Year ended 31-Mar-20 | For the Year ended 31-Mar-19 |
|---|---|---|
| Rent Rates & Taxes | 31.80 | 29.67 |
| Insurance | 3.55 | 7.16 |
| Repairs & Maintenance Others | 2.17 | 1.87 |
| Travelling & Conveyance | 13.16 | 9.51 |
| Survey Expenses | 66.76 | - |
| Vehicle Running Charges | 3.51 | 5.05 |
| Power & Fuel | 5.29 | 3.28 |
| Communication | 3.80 | 5.48 |
| Membership and subscription fees | 5.73 | 4.80 |
| Printing and Stationery | 3.07 | 2.38 |
| Director's Sitting Fee | 12.00 | 8.70 |
| Legal & Professional Fees | 224.07 | 222.49 |
| Auditor's Remuneration | 41.49 | 41.60 |
| Corporate Social Responsibility (Refer Note No. 39) | 11.42 | 5.30 |
| Tender Fee | 4.40 | 11.00 |
| Miscellaneous Expenses | 7.83 | 31.10 |
| **Total :::::** | **440.05** | **389.39** |

**Note 34 : Tax Expense**

**(a) Tax charge/(credit) recognised in profit or loss** **(₹ In Lakh)**

| Particulars | For the year ended 31-Mar-20 | For the year ended 31-Mar-19 |
|---|---|---|
| **Current tax:** | | |
| Current tax on profit for the year | 46.47 | - |
| Charge/(credit) in respect of current tax for earlier years | - | 691.76 |
| MAT credit entitlement | - | - |
| **Total Current tax** | **46.47** | **691.76** |
| | | |
| **Deferred Tax:** | | |
| Origination and reversal of temporary differences | - | - |
| **Total Deferred Tax** | **-** | **-** |
| Net Tax expense | 46.47 | 691.76 |
| **Effective Income tax rate** | **-0.72%** | **-180.21%** |

**(b) A reconciliation of income tax expense applicable to accounting profits / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:**

| | | |
|---|---|---|
| **Accounting profit/(loss) before tax** | **(6,499.02)** | **(383.87)** |
| Statutory income tax rate | 34.94% | 34.94% |
| Tax at statutory income tax rate | (2,271.02) | (134.14) |
| Disallowable expenses | 46.47 | - |
| Unrecognised deferred tax assets on losses | 2,271.02 | 134.14 |
| Reversal of deferred tax asset created for earlier years | - | 691.76 |
| Loss of surcharge & cess on which MAT credit is not taken | - | - |
| **Total** | **46.47** | **691.76** |

**(C) Unused tax losses /unused tax credit for which no deferred tax assets is recognised amount to ₹ 12,622.44 lakh and ₹ 3,145.23 lakh as at 31st March, 2020 and 31st March, 2019 respectively.**

The unused tax losses expire as detailed below:

**(₹ In Lakh)**

| As at 31st March, 2020 Unrecognised deferred tax assets | Within one year | Greater than one year, less than five years | Greater than five years | No expiry date | Total |
|---|---|---|---|---|---|
| Unutilised business losses | - | 286.88 | 11,712.89 | - | 11,999.77 |
| Unabsorbed depreciation | - | - | - | 29.71 | 29.71 |
| Unutilised MAT credit | - | 592.96 | - | - | 592.96 |
| **Total** | **-** | **879.84** | **11,712.89** | **29.71** | **12,622.44** |

| As at 31st March, 2019 Unrecognised deferred tax assets | Within one year | Greater than one year, less than five years | Greater than five years | No expiry date | Total |
|---|---|---|---|---|---|
| Unutilised business losses | - | - | 2,531.77 | - | 2,531.77 |
| Unabsorbed depreciation | - | - | - | 20.50 | 20.50 |
| Unutilised MAT credit | - | 592.96 | - | - | 592.96 |
| **Total** | **-** | **592.96** | **2,531.77** | **20.50** | **3,145.23** |

**Note 35 : Earnings per share (EPS)**

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

(₹ In Lakh)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Profit/(Loss) attributable to equity holders of the parent for basic earnings | (22,045.49) | (7,386.63) |
| | **Nos.** | **Nos.** |
| Weighted average number of Equity shares | 10,00,000 | 10,00,000 |
| Weighted average number of equity shares that could arise on conversion of CCDs | 8,15,91,912 | 8,15,91,912 |
| Weighted average number of equity shares in calculating Basic and diluted EPS | 8,25,91,912 | 8,25,91,912 |
| **Earnings Per Share** | | |
| Basic | (2,204.55) | (738.66) |
| Diluted | (2,204.55) | (738.66) |

**Note :** Since, loss per share is decreased when taking the compulsory convertible debentures into account. Hence, CCD's are anti dilutive in a nature. Therefore, ignored in the calculation of Diluted Earning Per Share.

**Note 36 : Components of Other Comprehensive Income (OCI)**

The disaggregation of changes to OCI by each type of reserve in equity is shown below: (₹ In Lakh)

| During the year ended | Retained Earnings | |
|---|---|---|
| | 31-Mar-20 | 31-Mar-19 |
| Re-measurement gains (losses) on defined benefit plans | (25.59) | 4.11 |
| | **(25.59)** | **4.11** |

**Note 37 : Gratuity and other post-employment benefit plans**

**(a) Defined contribution plan**

The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

(₹ In Lakh)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Contribution in defined plan | 45.64 | 37.90 |

**(b) Defined benefit plan**

The company operates one defined plan of gratuity for its employees. Under the gratuity plan, every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an Life Insurance Corporation of India in the form of qualifying insurance policy.

The following tables summaries the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

(₹ In Lakh)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| **Statement of profit and loss** | | |
| **Net employee benefit expense recognised in the employee cost** | | |
| Current service cost | 11.85 | 7.44 |
| Interest cost on defined benefit obligation | 5.07 | 4.48 |
| Interest Income on Plan Assets | (6.42) | (5.19) |
| Remeasurements due to Financial Assumptions | 10.37 | (1.61) |
| Remeasurements due to Experience Assumptions | 15.94 | (2.94) |
| Net actuarial losses/(gains) recognised in the year | - | 0.44 |
| Past service cost | | - |
| **Net benefit expense** | **36.81** | **2.62** |
| **Balance sheet** | | |
| **Benefit liability** | | |
| Defined benefit obligation | 107.92 | 66.65 |
| Fair value of plan assets | 113.95 | 78.68 |
| Present value of defined benefit obligation | (6.03) | (12.03) |
| Less : Unrecognized past service cost | | |
| **Plan liability** | **107.92** | **66.65** |
| **Changes in the present value of the defined benefit obligation are as follows:** | | |
| Opening defined benefit obligation | 66.65 | 60.17 |
| Current service cost | 11.85 | 7.45 |
| Interest cost | 5.07 | 4.48 |
| Remeasurements due to Financial Assumptions | 10.37 | (1.61) |
| Remeasurements due to Experience Assumptions | 15.94 | (2.95) |
| Benefits paid | (1.97) | (0.89) |
| **Closing defined benefit obligation** | **107.92** | **66.65** |

(₹ In Lakh)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| **Net liability is bifurcated as follows :** | | |
| Current | 2.40 | 1.67 |
| Non-current | 105.52 | 64.98 |
| **Net liability** | **107.92** | **66.65** |

(₹ In Lakh)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| The principal assumptions used in determining gratuity benefit obligation for the company's plans are shown below: | | |
| Discount rate | 6.82% p.a. | 7.72% p.a. |
| Salary escalation rate (p.a.) | 7.00% p.a. | 7.00% p.a. |

**A quantitative analysis for significant assumption is as shown below:**
**Sensitivity analysis** (₹ In Lakh)

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate (1% movement) | 96.48 | 121.43 | 74.47 | 59.97 |
| Future salary increase (1% movement) | 120.02 | 97.02 | 73.78 | 60.48 |
| Attrition rate (1% movement) | 108.32 | 107.47 | 67.66 | 65.53 |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in expected rate of return on assets due to change in the market scenario.

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.

**Note 38 : Contingent liabilities (to the extent not provided for)**

The company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed contingent liabilities where applicable, in its financial statements. The Company has not provided for or disclosed contingent liabilities for matters considered as remote for pending litigations/public litigations(PIL)/claims the commuters wherein the management is confident, based on the internal legal assessment and advice of its lawyers that these litigations would not result into any liabilities. The Company does not expect the outcome of these proceedings to have a material adverse effect on the financial statements.

The company has recovered the requisite Goods and Service Tax on all sales made during the period. The taxes/duty collected have been duly paid to the prescribed authorities and proper returns have been regularly filed. The company has also provided for all determinable liabilities under the Integrated Goods and Services Tax Act, 2017and Central Goods and Services Tax Act, 2017 respectively.

Following are the amounts of sales tax, income tax, custom duty, wealth tax, service tax, excise duty, value added tax, cess and goods and service tax which have not been deposited by us on account of any dispute(s):

| Name of Statute | Nature of dues | Amount (₹ In Lakh) | Period to which the amount relates | Forum where dispute is pending |
|---|---|---|---|---|
| WBVAT Act | Tax, Interest and Penalty | 10.03 and Interest 11.17 | May 2016 to March 2017 | The West Bengal Sales Taxes and Appellate & Revision Board |
| | | 18.91 and Interest 4.85 | April 2017 to June 2017 | Appeal filed before the Joint Commissioner |

The Company does not expect any outflow of economic resources in respect of the above and therefore no provision is made in respect thereof.

There are many interpretative issues relating to the Supreme Court (SC) judgement dated February 28, 2019 on Provident Fund (PF) as regards definition of PF wages and inclusion of certain allowances for the purpose of PF contribution, as well as effective date of its applicability. Having consulted and evaluated impact on its financial statements, the Company has implemented the changes as per clarifications vide the SC judgement dated February 28, 2019, with effect from March 01, 2019 i.e. immediate after pronouncement of the judgement, as part of statutory compliance. The Company will evaluate its position and act, in case there is any other interpretation of the same issues in future.

**Note 39 : Corporate Social Responsibility** **(₹ In Lakh)**

| Particulars | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| (a) Gross amount required to be spent by the company during the period | - | - |
| (b) Amount Spent during the period | 11.42 | 5.30 |
| **Amount unspent during the period** | - | - |

**Note 40 : Details of dues to micro and small enterprises as per MSMED Act, 2006**

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the company.

**Note 41 : Financial Instruments - Fair Values and Risk Management**

The carrying values of financials instruments of the Company are reasonable and approximations of fair values.

**(₹ In Lakh)**

| Particulars | Carrying amount | | Fair Value | |
|---|---|---|---|---|
| | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 |
| **Financial assets** | | | | |
| Financial assets measured at amortised cost | | | | |
| Loans | 34,141.79 | 33,757.46 | 34,141.79 | 33,757.46 |
| Trade receivable | 395.97 | 217.49 | 395.97 | 217.49 |
| Cash and cash equivalents | 113.50 | 111.85 | 113.50 | 111.85 |
| Financial assets measured at Fair Value Through Profit and Loss (FVTPL) | | | | |
| Investments | 55.54 | 55.54 | 55.54 | 55.54 |
| **Financial liabilities** | | | | |
| Financial liabilities measured at amortised cost | | | | |
| Borrowings - Fixed (Note 17) | 15,000.00 | - | 15,000.00 | - |
| Borrowings - Floating (Note 17 & 21) | 65,392.96 | 54,130.67 | 65,392.96 | 54,130.67 |
| Lease Liabilities | 52.25 | - | 52.25 | - |
| Trade payable | 354.34 | 270.06 | 354.34 | 270.06 |
| Others financial liabilities | 3,783.69 | 3,039.30 | 3,783.69 | 3,039.30 |

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

**Note 42 : Fair Value Hierarchy**

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level 1: Quoted (unadjusted) price is active market for identical assets or liabilities

Level 2: Valuation technique for which the lowest level input that has a significant effect on the fair value measurement are observed, either directly or indirectly

Level 3: Valuation technique for which the lowest level input has a significant effect on the fair value measurement is not based on observable market data

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2020:

**(₹ In Lakh)**

| Particulars | As on March 31, 2020 | Fair value measurement at end of the reporting period/year using | | |
|---|---|---|---|---|
| | | Level 1 | Level 2 | Level 3 |
| **Assets** | | | | |
| Investments measured at FVTPL | 55.54 | - | - | 55.54 |

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2019:

**(₹ In Lakh)**

| Particulars | As on March 31, 2019 | Fair value measurement at end of the reporting period/year using | | |
|---|---|---|---|---|
| | | Level 1 | Level 2 | Level 3 |
| **Assets** | | | | |
| Investments measured at FVTPL | 55.54 | - | - | 55.54 |

**Note 43 : Financial risk management objectives and policies**

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.
In performing its operating, investing and financing activities, the Company is exposed to the Credit risk, Liquidity risk and Market risk.

**Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk:

interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings and deposits.

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the year by categories:

**Carrying amount of Financial Assets and Liabilities:** **(₹ In Lakh)**

| **Particulars** | **March 31, 2020** | **March 31, 2019** |
|---|---|---|
| **Financial assets** | | |
| Loans | 34,141.79 | 33,757.46 |
| Trade receivable | 395.97 | 217.49 |
| Cash and cash equivalents | 113.50 | 111.85 |
| **Total financial assets carried at amortised cost** | **34,651.26** | **34,086.80** |
| | | |
| **Financial liabilities** | | |
| Borrowings | 80,392.96 | 54,130.67 |
| Trade payables | 354.34 | 270.06 |
| Other financial liabilities | 3,783.69 | 3,039.30 |
| **Total financial liabilities carried at amortised cost** | **84,530.99** | **57,440.03** |

The sensitivity analyses in the following sections relate to the position as at March 31, 2020 and March 31, 2019.

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

The following assumptions have been made in calculating the sensitivity analyses:
The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2020 and March 31, 2019.

**Interest Rate Risk**

As infrastructure development and construction business is capital intensive, the company are exposed to interest rate risks. The company's infrastructure development and construction projects are funded to a large extent by debt and any increase in interest expense may have an adverse effect on our results of operations and financial condition. The company current debt facilities carry interest at variable rates with the provision for periodic reset of interest rates. As of March 31, 2020, the majority of the company indebtedness was subject to variable interest rates.

The interest rate risk exposure is mainly from changes in floating interest rates. The interest rate are disclosed in the respective notes to the financial statement of the Company. The following table analyse the breakdown of the financial assets and liabilities by type of interest rate:

**(₹ In Lakh)**

| **Particular** | **March 31, 2020** | **March 31, 2019** |
|---|---|---|
| **Financial assets** | | |
| **Interest bearing** | | |
| - floating interest rate loans | 10,046.27 | 9,382.43 |
| **Non interest bearing** | | |
| - Loans | 24,095.52 | 24,375.03 |
| - Trade receivable | 395.97 | 217.49 |
| - Cash and cash equivalent | 113.50 | 111.85 |
| **Financial Liabilities** | | |
| **Interest bearing** | | |
| - fixed interest rate borrowings | 15,000.00 | - |
| - floating interest rate borrowings | 65,392.96 | 54,130.67 |
| **Non interest bearing** | | |
| - Trade payables | 354.34 | 270.06 |
| - Others | 3,783.69 | 3,039.30 |

**Interest rate sensitivity**

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

(₹ In Lakh)

| Particular | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Increase in basis points | | |
| - INR | 50 bps | 50 bps |
| Effect on profit before tax | | |
| - INR | 250.24 | 121.03 |
| Decrease in basis points | | |
| - INR | 50 bps | 50 bps |
| Effect on profit before tax | | |
| - INR | (250.24) | (121.03) |

**Liquidity risk**

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from banks at an optimised cost.

The Company's maximum exposure relating to financial guarantees and financial instruments is noted in note 41 and the liquidity table below:

| Particular | On demand | Less than 1 year | 1 to 5 years | >5 years | Total |
|---|---|---|---|---|---|
| | ₹ In Lakh | ₹ In Lakh | ₹ In Lakh | ₹ In Lakh | ₹ In Lakh |
| **As at March 31, 2020** | | | | | |
| Borrowings (Incl. Future Interest) | 1,464.89 | 997.89 | 1,36,166.87 | - | 1,38,629.65 |
| Trade payables (Note 22) | 354.34 | - | - | - | 354.34 |
| Lease liabilities | - | 24.39 | 27.86 | - | 52.25 |
| Others | - | 3,783.69 | - | - | 3,783.69 |
| | **1,819.23** | **4,805.97** | **1,36,194.73** | **-** | **1,42,819.93** |
| **As at March 31, 2019** | | | | | |
| Borrowings (Incl. Future Interest) | 1,335.81 | - | 64,125.80 | - | 65,461.61 |
| Trade payables (Note 22) | 270.06 | - | - | - | 270.06 |
| Others | - | 3,039.30 | - | - | 3,039.30 |
| | **1,605.87** | **3,039.30** | **64,125.80** | **-** | **68,770.97** |

At present, the Company expects to repay all liabilities at their contractual maturity. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.

**Credit risk on Financial Assets**

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 loans and advances.

The trade receivables majorly comprises of receivables from the subsidiaries of the Company. The amount from trade receivable is received on timely basis within the credit period, which is about 30 to 90 days. Since the primary customer is subsidiary the credit risk is remote.

The provision matrix takes into account available external and internal credit risk factors such as Companies historical experience for customers.

Financial assets that are potentially subject to concentrations of credit risk and failures by counter-parties to discharge their obligations in full or in a timely manner consist principally of cash, cash equivalents and trade and other receivables. Credit risk on cash balances with Bank are limited because the counterparties are entities with acceptable credit ratings.

The exposure to credit risk for trade and other receivables by type of counterparty was as follows :
Financial assets

**(₹ In Lakh)**

| Particular | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Loans | 34,141.79 | 33,757.47 |
| Trade Receivables | 395.97 | 217.49 |
| **Total** | **34,537.76** | **33,974.96** |

**Concentration of credit risk**
The following table gives details in respect of dues from major category of receivables and loans.

**(₹ In Lakh)**

| Particular | March 31, 2020 | March 31, 2019 |
|---|---|---|
| **From Group entities** | | |
| Loans | 34,094.99 | 33,690.19 |
| Trade Receivables | 395.97 | 217.49 |
| Others | 46.81 | 67.28 |
| **Total** | **34,537.76** | **33,974.96** |

The average credit period taken to settle trade payables is about 30 to 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be a reasonable approximation of fair value.

**Cash and cash equivalents**
Cash and cash equivalents (excluding cash on hand) of ₹ 111.45 lakhs at March 31, 2020 (March 31, 2019: ₹ 110.98 lakhs). The cash and cash equivalents (excluding cash on hand) are held with bank and financial institution counterparties with good credit rating.

**Investments & Loan**
Investments & Loan are with only group company in relation to the project execution hence the credit risk is very limited.

**Financial instruments and cash deposits**
Credit risk from balances with banks and financial institutions is managed by the Company top management in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the top management on an annual basis, and may be updated throughout the year subject to approval of the Company's board of directors. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

**Note 44 : Significant accounting judgement, estimates and assumptions**

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses , assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future years.

**Estimates and assumptions**
Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and future periods are affected.
The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is in respect of useful lives of property, plant and equipment, useful life of intangible assets, valuation of deferred tax assets, provisions and contingent liabilities. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**Taxes**
Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

Significant management judgement is required to determine the amount of deferred tax assets (including MAT credit) that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

**Impairment of financial assets**

The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The company judgement in making these assumptions and selecting the inputs to the impairment calculation based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**Impairment of Subsidiaries assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget generally covering a period of the concession agreements using long terms growth rates and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

**Defined benefit plans (gratuity benefits)**

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

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

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

Further details about gratuity obligations are given in Note 37.

**Note 45 : Exceptional Items**

a) PNG Tollways Limited ('PNG'), an associate of the Company, had terminated its service concession agreement with National Highways Authority of India ('NHAI') and claimed the terminated payment in 2016. Further, the majority partner had claimed shortfall funding from the Company for which arbitration proceeding were going on. During the previous year the said arbitration proceedings was completed and the Company was directed to make payment to majority partner amounting to ₹ 5,733 lakhs along with the interest. Also, subsequent to year-end, NHAI had settled the termination payment which was apportioned between the Company and majority partner after discharging the lender's obligation. Accordingly, the Company had recognised net amount payable to ₹ 1,311 lakhs in previous year and was disclosed it as an exceptional item. Further in the current year, the Company has entered into a Settlement Agreement ('SA') with majority partner and as a result, an additional interest liability of ₹ 352.71 lakhs has been agreed and accounted as finance cost in these financial statements.

b) In accordance with Indian Accounting Standard 36 (Ind AS 36) – "Impairment of Assets", the Company review its carrying value of investments carried at cost on each reporting period, or more frequently when there is indication for impairment. For the year ended March 31, 2020, the Company had performed the impairment assessment of its investments in certain subsidiaries and as a result of this assessment, the Company has accounted for an impairment charge of ` 15,500 lakhs in current year (` 5,000 lakhs in previous year) against the carrying value of its investments in three of the subsidiary companies. The impairment charge was recorded in the Statement of Profit and Loss and disclosed as an exceptional item.

However, if these assumptions change consequent to changes in future conditions, there could be adverse or favourable effect on the recoverable amount of investment of certain subsidiaries.

Key assumptions used for value in use calculation includes toll revenue, major maintenance expenditure and discount rates, the period for operating and collecting Toll (including extension) is as per concession agreement. The Company has considered WACC in range 11% - 12% (previous 10% - 11%) of for discounting the cash flows in current year.

**Note 46 : Auditors' remuneration (Excluding GST)** **(₹ In Lakh)**

| Sr. No. | Particulars | For the Year Ended March 31, 2020 | For the Year Ended March 31, 2019 |
|---|---|---|---|
| 1 | Audit Fees | 41.49 | 41.60 |
| | **Total** | **41.49** | **41.60** |

**Note 47 : Capital management**

For the purpose of the Company's capital management, capital includes issued equity capital, compulsorily convertible debentures, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

Capital includes equity attributable to the equity holders to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the period ended March 31, 2020 and March 31, 2019.

(₹ In Lakh)

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Borrowings | 80,392.96 | 54,130.67 |
| Trade payables (Note 22) | 354.34 | 270.06 |
| Other Financial Liabilities | 3,783.69 | 3,039.30 |
| Less: cash and cash equivalents (Note 12) | (113.50) | (111.85) |
| **Net debt** | **84,417.49** | **57,328.18** |
| Equity | 1,46,680.35 | 1,68,587.56 |
| **Total sponsor capital** | **1,46,680.35** | **1,68,587.56** |
| **Capital and net debt** | **2,31,097.84** | **2,25,915.74** |
| Gearing ratio (%) | **36.53%** | **25.38%** |

In order to achieve this overall objective, the Company's capital management, amongst other things, aims *to* ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2020 and year ended March 31 2019.

**Note 48 : Disclosures pursuant to Ind AS 116 "Leases"**

(a) The Company has taken various commercial premises under cancellable operating leases.
(b) Details of the future minimum lease payments in respect of machineries acquired on non-cancellable operating leases during the year, are as follows:

Effective April 1, 2019, the Company has adopted Ind AS 116 “Leases” and applied the standard to all lease contracts existing on the date of initial application i.e. April 1, 2019. The Company has used the modified retrospective approach for transitioning to Ind AS 116 with right-of-use asset recognized at an amount equal to the lease liability. Accordingly, comparatives for the year ended March 31,2019 have not been retrospectively adjusted.

The Company also applied the available practical expedients wherein it:

- Used a single discount rate to a portfolio of leases with reasonably similar characteristics
- Relied on its assessment of whether leases are onerous immediately before the date of initial application
- Applied the short-term leases exemptions to leases with lease term that ends within 12 months of the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
- Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease

The Company has lease contracts for commercial premises in its operations, with lease terms of 3 years. Generally, the Company is restricted from assigning and subleasing the leased assets.

The Company had total cash outflows for leases of ₹ 28.57 Lakh in 31 March 2020.
Refer Note 5 for additions to right-of-use assets and the carrying amount of right-of-use assets as at March 31, 2020.
The effective interest rate for lease liabilities is 12.35%,

Amounts recognized in the Statement of Profit and Loss

(₹ In Lakh)

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Depreciation expenses of Right-of-use assets | 24.56 | - |
| Interest expenses on lease liabilities | 7.12 | - |
| Variable lease payments not included in measurement of lease liabilities | 2.22 | - |
| **Total Amount recognised in profit and Loss** | **33.90** | **-** |

**Note 49 :** The Company was subject to search proceedings under Income Tax Act,1961 in the month April 2016, and consequently had filed revised return under protest for Financial Year (FY) 2011-12 to FY 2016-17. In 2019, the company has received assessment orders for remaining years i.e. for FY 2013-14 & 2014-15. There are no additions made during assessment proceedings and accordingly it has no impact on financial statements.

**Note 50 : Going Concern**

The Company has incurred substantial losses during the year of ₹ 22,061.90 lakhs and the current liabilities are substantially in excess of the current assets as at March 31, 2020 by ₹ 4,312.10 lakhs. The holding company (Ashoka Buildcon Limited) has been funding the operational and other deficits of the Company. Based on support letter from the holding company to support Company's operations and other obligations, the management is of the view that sufficient cash flow would be available for the Company and accordingly, the standalone IND AS financial statements have been prepared on going concern basis.

**Note 51 : COVID-19 Impact**

The Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. As per the directions of the Ministry of Road Transport & Highways (MoRTH)/National Highway Authority of India (NHAI), operations at the toll plazas of its subsidiaries and associates (the 'Toll SPVs') of the Company were closed down w.e.f. March 26, 2020. The Toll operations were resumed from the April 20, 2020 by ensuring compliance with the preventive measures in terms of guidelines/instructions issued by Government of India (GOI) and which impacted the traffic of the respective Toll SPVs. Further, in case of certain subsidiaries (the 'HAM SPVs'), the construction activities were also impacted for certain period but resumed gradually in the phased manner. The Company believes this is temporary in nature and based on the various initiatives announced by GOI, this may not result in any significant financial impact on the Company and its subsidiaries.

The Company has considered internal and external sources of information up to the date of approval of these standalone Ind AS financial statements, in assessing the recoverability of its investments in and loans given to subsidiaries and associates, liquidity, financial position and operations of the Company. Considering the uncertainties involved in estimating the impact of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these standalone Ind AS financial statements.

**Note 52 : Particulars in respect of loans and advances in the nature of loans to related parties as required by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

**(₹ In Lakh)**

| Sr. No. | Particulars | Type of Related Party | Balance as at | | Maximum Outstanding during for the year | |
|---|---|---|---|---|---|---|
| | | | 31-03-2020 | 31-03-2019 | 31-03-2020 | 31-03-2019 |
| 1 | Ashoka Ranastalam Anandapuram Road Ltd. | Subsidiary | 4,972.80 | 2,320.80 | 4,972.80 | 2,689.80 |
| 2 | Ashoka Kharar Ludhiana Road Ltd. | Subsidiary | 8,248.00 | 4,615.00 | 8,248.00 | 5,201.00 |
| 3 | Ashoka Ankleshwar Manubar Expressway Pvt | Subsidiary | 4,577.00 | 51.00 | 5,127.00 | 51.00 |
| 4 | Ashoka Belgaum Khanapur Road Pvt Ltd. | Subsidiary | 244.00 | 35.98 | 244.00 | 35.98 |
| 5 | Ashoka Dhankuni Kharagpur Tollway Ltd. | Subsidiary | 35,299.73 | 33,542.16 | 35,299.73 | 33,542.16 |
| 6 | Ashoka Belgaum Dharwad Tollway Ltd. | Subsidiary | 10,516.41 | 9,268.34 | 10,516.41 | 9,268.34 |
| 7 | Ashoka Highways (Bhandara) Ltd. | Subsidiary | 11,625.89 | 10,892.84 | 11,625.89 | 10,892.84 |
| 8 | Ashoka Highways (Durg) Ltd. | Subsidiary | 9,601.30 | 9,662.45 | 9,937.41 | 10,099.05 |
| 9 | Ashoka Sambhalpur Baragarh Tollway Ltd. | Subsidiary | 35,232.15 | 29,909.64 | 35,232.15 | 29,909.64 |
| 10 | Ashoka Karadi Banwara Road Pvt Ltd. | Subsidiary | 271.00 | - | 271.00 | - |
| 11 | Ashoka Khairatunda Barwa Adda Road Ltd. | Subsidiary | 199.00 | - | 199.00 | - |
| 12 | Ashoka Mallasandra Karadi Road Pvt Ltd. | Subsidiary | 107.00 | - | 107.00 | - |
| 13 | GVR Ashoka Chennai ORR Limited | Joint Venture of Holding Company | 52.90 | 46.17 | 52.90 | 46.17 |
| | **Total** | | **1,20,947.18** | **1,00,344.38** | **1,21,833.29** | **1,01,735.98** |

**Note 53 : Related Party Disclosures**

**1. Names of related parties and related party relationship**
**Related Parties where control exists**

| | |
|---|---|
| Holding Company | Ashoka Buildcon Limited |
| Subsidiary | Ashoka Highways (Bhandara) Limited |
| Subsidiary | Ashoka Highways (Durg) Limited |
| Subsidiary | Ashoka Belgaum Dharwad Tollway Limited |
| Subsidiary | Ashoka Dhankuni Kharagpur Tollway Limited |
| Subsidiary | Ashoka Sambalpur Baragarh Tollway Limited |
| Subsidiary | Ashoka Kharar Ludhiana Road Limited |
| Subsidiary | Ashoka Ranastalam Anandapuram Road Limited |
| Subsidiary | Ashoka Ankleshwar Manubar Expressway Private Limited |
| Subsidiary | Ashoka Belgaum Khanapur Road Private Limited |
| Subsidiary | Ashoka Karadi Banwara Road Private Limited |
| Subsidiary | Ashoka Khairatunda Barwa Adda Road Limited |
| Subsidiary | Ashoka Mallasandra Karadi Road Private Limited |
| Subsidiary | Ashoka Bettadahalli Shivamogga Road Pvt Ltd |
| Fellow Subsidiary Company | Viva Highways Ltd. |

**2. List of other Related party with whom transaction have taken place during the year:**

| | |
|---|---|
| Associate Company | PNG Tollway Limited |
| Associate Company | Jaora Nayagaon Toll Road Company Private Limited |

**3. Key management personnel (KMP) and their relatives:**

| | |
|---|---|
| Key Management Personnel | Satish Parakh (Chairman) |
| Key Management Personnel | Ashish Katariya (Managing Director) |
| Key Management Personnel | Gyanchand Daga (Nominee Director of ABL) |
| Key Management Personnel | Sharad Abhyankar |
| Key Management Personnel | Rajendra Singhvi |
| Key Management Personnel | Paresh C Mehta |
| Key Management Personnel | Ravindra M Vijayvargiya (CFO) |
| Key Management Personnel | Pooja A Lopes (Company Secretary) |

**4. The following transactions were carried out with the related parties in the ordinary course of business:** **(₹ In Lakh)**

| | | Relationship / Nature of Transaction | Holding Company | Subsidiaries | Fellow Subsidiaries | Associates | Key Management Personnel and their relative | Total |
|---|---|---|---|---|---|---|---|---|
| | | | | | | | | |
| 1 | | **Income - Contract revenue (Road Construction) (including WIP revenue and Ind AS Adjustments)** | | | | | | |
| | | | | | | | | |
| | (A) | **Sale of services- Road maintenance charges:** | | | | | | |
| | | Ashoka Belgaum Dharwad Tollway Limited | | 271.20 | | | | 271.20 |
| | | | | (262.84) | | | | (262.84) |
| | | Ashoka Dhankuni Kharagpur Tollway Limited | | 568.89 | | | | 568.89 |
| | | | | (551.36) | | | | (551.36) |
| | | Ashoka Highways (Bhandara) Limited | | 636.59 | | | | 636.59 |
| | | | | (504.78) | | | | (504.78) |
| | | Ashoka Highways (Durg) Limited | | 597.48 | | | | 597.48 |
| | | | | (579.06) | | | | (579.06) |
| | | Ashoka Sambalpur Baragarh Tollway Limited | | 636.59 | | | | 636.59 |
| | | | | (616.96) | | | | (616.96) |
| | | Jaora Nayagaon Toll Road Company Private Limited | | | | 922.71 | | 922.71 |
| | | | | | | - | | - |
| | (B) | **Toll Monitoring Services** | | | | | | |
| | | Ashoka Belgaum Dharwad Tollway Limited | | 17.70 | | | | 17.70 |
| | | | | (15.58) | | | | (15.58) |
| | | Ashoka Dhankuni Kharagpur Tollway Limited | | 35.40 | | | | 35.40 |
| | | | | (31.15) | | | | (31.15) |
| | | Ashoka Sambalpur Baragarh Tollway Limited | | 17.70 | | | | 17.70 |
| | | | | (15.58) | | | | (15.58) |
| | | Ashoka Highways (Bhandara) Limited | | 17.70 | | | | 17.70 |
| | | | | (15.58) | | | | (15.58) |
| | | Ashoka Highways (Durg) Limited | | 17.70 | | | | 17.70 |
| | | | | (15.58) | | | | (15.58) |
| | | Jaora Nayagaon Toll Road Company Private Limited | | | | 53.10 | | 53.10 |
| | | | | | | (46.73) | | (46.73) |

| | | Relationship / Nature of Transaction | Holding Company | Subsidiaries | Fellow Subsidiaries | Associates | Key Management Personnel and their relative | Total |
|---|---|---|---|---|---|---|---|---|
| | **(C)** | **Interest Income** | | | | | | |
| | | Ashoka Highways (Bhandara) Limited | | 770.05 | | | | 770.05 |
| | | | | (644.06) | | | | (644.06) |
| | | Ashoka Highways (Durg) Limited | | 296.55 | | | | 296.55 |
| | | | | (285.24) | | | | (285.24) |
| | | GVR Ashoka Chennai ORR Limited | | | 7.43 | | | 7.43 |
| | | | | | | | | - |
| | | Ashoka Belgaum Dharwad Tollway Limited | | 248.07 | | | | 248.07 |
| | | | | (1,139.75) | | | | (1,139.75) |
| | | Ashoka Dhankuni Kharagpur Tollway Limited | | - | | | | - |
| | | | | (42.83) | | | | (42.83) |
| | | Ashoka Sambalpur Baragarh Tollway Limited | | 969.51 | | | | 969.51 |
| | | | | (873.43) | | | | (873.43) |
| | **(D)** | **Project Monitoring Services** | | | | | | |
| | | Ashoka Kharar Ludhiana Road Limited | | 45.81 | | | | 45.81 |
| | | | | (129.00) | | | | (129.00) |
| | | Ashoka Ranastlam Anandapuram Road Limited | | 115.37 | | | | 115.37 |
| | | | | (77.05) | | | | (77.05) |
| | | Ashoka Ankleshwar Manubar Expressway Private Limited | | 146.58 | | | | 146.58 |
| | | | | (439.20) | | | | (439.20) |
| | | Ashoka Belgaum Khanapur Road Private Limited | | 68.18 | | | | 68.18 |
| | | | | (236.00) | | | | (236.00) |
| | | Ashoka Karadi Banwara Road Private Limited | | 61.15 | | | | 61.15 |
| | | | | (472.00) | | | | (472.00) |
| | | Ashoka Khairatunda Barwa Adda Road Limited | | 101.65 | | | | 101.65 |
| | | | | (236.00) | | | | (236.00) |
| | | Ashoka Mallasandra Karadi Road Private Limited | | 44.22 | | | | 44.22 |
| | | | | (472.00) | | | | (472.00) |
| 2 | | **Expenses - Contract and site expenses (including provision for expenses)** | | | | | | |
| | **(A)** | **Operating expenses- sub** | | | | | | |
| | | Ashoka Buildcon Limited - ( Sub Contracting Cost ) | 3,482.90 | | | | | 3,482.90 |
| | | | (2,490.12) | | | | | (2,490.12) |
| | **(B)** | **Interest Expenses** | | | | | | |
| | | Ashoka Buildcon Limited | 7,210.29 | | | | | 7,210.29 |
| | | | (3,598.91) | | | | | (3,598.91) |
| | | Jaora Nayagaon Toll Road Company Private Limited | | | | 112.40 | | 112.40 |
| | | | | | | (108.06) | | (108.06) |
| | **(C)** | **Office Rent Expenses** | | | | | | |
| | | Viva Highways Limited | | | 16.01 | | | 16.01 |
| | | | | | (16.01) | | | (16.01) |
| | | Ashoka Buildcon Limited | 17.70 | | | | | 17.70 |
| | | | (17.70) | | | | | (17.70) |
| | | Ashok M. Kataria | | | | | 2.22 | 2.22 |
| | | | | | | | - | - |
| | **(D)** | **Remuneration Paid (Inclusive of Perquisite)** | | | | | | |
| | | Ashish Katariya | | | | | 133.95 | 133.95 |
| | | | | | | | (86.94) | (86.94) |
| | **(E)** | **Director Sitting Fees** | | | | | | |
| | | Gyanchand Daga | | | | | 2.40 | 2.40 |
| | | | | | | | (1.50) | (1.50) |
| | | Khaitan & Co | | | | | 4.40 | 4.40 |
| | | | | | | | (3.30) | (3.30) |
| | | Rajendra Singhvi | | | | | 5.20 | 5.20 |
| | | | | | | | (3.90) | (3.90) |

| | | Relationship / Nature of Transaction | Holding Company | Subsidiaries | Fellow Subsidiaries | Associates | Key Management Personnel and their relative | Total |
|---|---|---|---|---|---|---|---|---|
| | (F) | **Reimbursement of Expenses** | | | | | | |
| | | Ashoka Buildcon Limited - (Travelling Expenses) | 0.79 | | | | | 0.79 |
| | | | (0.69) | | | | | (0.69) |
| | | Ashoka Buildcon Limited - (BG Charges) | 13.76 | | | | | 13.76 |
| | | | (12.52) | | | | | (12.52) |
| | | Ashoka Kharar Ludhiana Road Ltd. | | | | | | - |
| | | | | | | | | - |
| | | Ashoka Khairatunda Barwa Adda Road Limited | | - | | | | - |
| | | | | (0.60) | | | | (0.60) |
| | | Ashoka Karadi Banwara Road Private Limited | | - | | | | - |
| | | | | (0.90) | | | | (0.90) |
| 3 | | **Finance** | | | | | | |
| | (A) | **Loan given (including interest receivable converted into loans)** | | | | | | |
| | | Ashoka Highways (Bhandara) Limited | | 40.00 | | | | 40.00 |
| | | | | (579.66) | | | | (579.66) |
| | | Ashoka Highways (Durg) Limited | | - | | | | - |
| | | | | (256.72) | | | | (256.72) |
| | (B) | **Repayment of Loan given** | | | | | | |
| | | Ashoka Highways (Durg) Limited | | 336.11 | | | | 336.11 |
| | | | | (436.60) | | | | (436.60) |
| | | Ashoka Ranastlam Anandapuram Road Limited | | - | | | | - |
| | | | | (369.00) | | | | (369.00) |
| | | Ashoka Kharar Ludhiana Road Limited | | - | | | | - |
| | | | | (586.00) | | | | (586.00) |
| | (C) | **Term loan received (Incl. Interest Exps)** | | | | | | |
| | | Ashoka Buildcon Limited | 27,384.84 | | | | | 27,384.84 |
| | | | (43,486.02) | | | | | (43,486.02) |
| | | Ashoka Buildcon Limited Current A/c (BG) | - | | | | | - |
| | | | (14.74) | | | | | (14.74) |
| | | Jaora Nayagaon Toll Road Company Private Limited | | | | 112.40 | | 112.40 |
| | | | | | | (97.26) | | (97.26) |
| | (D) | **Repayment of term loan** | | | | | | |
| | | Ashoka Buildcon Limited | 16,235.00 | | | | | 16,235.00 |
| | | | (2,100.00) | | | | | (2,100.00) |
| | | Ashoka Buildcon Limited Current A/c (BG) | 14.55 | | | | | 14.55 |
| | | | (31.15) | | | | | (31.15) |
| | (E) | **Long term loan received (Incl. Interest Exps)** | | | | | | |
| | | Ashoka Buildcon Limited | 27,435.20 | | | | | 27,435.20 |
| | | | - | | | | | - |
| | (F) | **Repayment of long term loan** | | | | | | |
| | | Ashoka Buildcon Limited | 16,235.00 | | | | | 16,235.00 |
| | | | - | | | | | - |
| | (G) | **Purchase of shares/ equity** | | | | | | |
| | | Ashoka Kharar Ludhiana Road Limited | | - | | | | - |
| | | | | (1,099.00) | | | | (1,099.00) |
| | | Ashoka Ranastlam Anandapuram Road Limited | | - | | | | - |
| | | | | (1,645.50) | | | | (1,645.50) |
| | | Ashoka Ankleshwar Manubar Expressway Private Limited | | - | | | | - |
| | | | | (6,001.00) | | | | (6,001.00) |
| | | Ashoka Belgaum Khanapur Road Private Limited | | - | | | | - |
| | | | | (3,089.00) | | | | (3,089.00) |
| | | Ashoka Karadi Banwara Road Private Limited | | - | | | | - |
| | | | | (3,866.00) | | | | (3,866.00) |
| | | Ashoka Khairatunda Barwa Adda Road Limited | | - | | | | - |
| | | | | (2,851.00) | | | | (2,851.00) |
| | | Ashoka Mallasandra Karadi Road Private Limited | | - | | | | - |
| | | | | (3,533.00) | | | | (3,533.00) |
| | | Ashoka Bettadahalli Shivamogga Road Private Limited | | 5.00 | | | | 5.00 |
| | | | | - | | | | - |

| | | Relationship / Nature of Transaction | Holding Company | Subsidiaries | Fellow Subsidiaries | Associates | Key Management Personnel and their relative | Total |
|---|---|---|---|---|---|---|---|---|
| | (H) | **Perpectual Debt** | | | | | | |
| | | Ashoka Belgaum Dharwad | | 1,000.00 | | | | 1,000.00 |
| | | Tollway Limited | | (200.00) | | | | (200.00) |
| | | Ashoka Dhankuni Kharagpur | | 1,760.00 | | | | 1,760.00 |
| | | Tollway Limited | | (1,075.00) | | | | (1,075.00) |
| | | Ashoka Sambalpur Baragarh | | 4,353.00 | | | | 4,353.00 |
| | | Tollway Limited | | (2,926.00) | | | | (2,926.00) |
| | | Ashoka Ranastlam Anandapuram | | 2,652.00 | | | | 2,652.00 |
| | | Road Limited | | (4,615.00) | | | | (4,615.00) |
| | | Ashoka Kharar Ludhiana Road | | 3,633.00 | | | | 3,633.00 |
| | | Limited | | (2,320.80) | | | | (2,320.80) |
| | | Ashoka Ankleshwar Manubar | | 4,526.00 | | | | 4,526.00 |
| | | Expressway Private Limited | | (51.00) | | | | (51.00) |
| | | Ashoka Belgaum Khanapur Road | | 235.00 | | | | 235.00 |
| | | Private Limited | | (9.00) | | | | (9.00) |
| | | Ashoka Karadi Banwara Road | | 271.00 | | | | 271.00 |
| | | Private Limited | | - | | | | - |
| | | Ashoka Khairatunda Barwa Adda | | 199.00 | | | | 199.00 |
| | | Road Limited | | - | | | | - |
| | | Ashoka Mallasandra Karadi Road | | 107.00 | | | | 107.00 |
| | | Private Limited | | - | | | | - |
| 4 | | **Outstanding at the year end** | | | | | | |
| | (A) | **Receivable (Contract Receipt)** | | | | | | |
| | | Ashoka Belgaum Dharwad | | 22.20 | | | | 22.20 |
| | | Tollway Limited | | (21.51) | | | | (21.51) |
| | | Ashoka Dhankuni Kharagpur | | 51.22 | | | | 51.22 |
| | | Tollway Limited | | (42.13) | | | | (42.13) |
| | | Ashoka Highways (Bhandara) | | 42.63 | | | | 42.63 |
| | | Limited | | (41.31) | | | | (41.31) |
| | | Ashoka Highways (Durg) Limited | | 48.90 | | | | 48.90 |
| | | | | (47.39) | | | | (47.39) |
| | | Ashoka Sambalpur Baragarh | | 52.10 | | | | 52.10 |
| | | Tollway Limited | | (50.50) | | | | (50.50) |
| | | Jaora Nayagaon Toll Road | | | | 75.52 | | 75.52 |
| | | Company Private Limited | | | | - | | - |
| | (B) | **Receivable (Toll Monitoring Services)** | | | | | | |
| | | Ashoka Belgaum Dharwad | | 1.35 | | | | 1.35 |
| | | Tollway Limited | | (1.19) | | | | (1.19) |
| | | Ashoka Dhankuni Kharagpur | | 2.70 | | | | 2.70 |
| | | Tollway Limited | | (2.38) | | | | (2.38) |
| | | Ashoka Highways (Bhandara) | | 1.35 | | | | 1.35 |
| | | Limited | | (1.19) | | | | (1.19) |
| | | Ashoka Highways (Durg) Limited | | 1.35 | | | | 1.35 |
| | | | | (1.19) | | | | (1.19) |
| | | Ashoka Sambalpur Baragarh | | 1.35 | | | | 1.35 |
| | | Tollway Limited | | (1.19) | | | | (1.19) |
| | | Jaora Nayagaon Toll Road | | | | 4.05 | | 4.05 |
| | | Company Private Limited - TMS | | | | (3.56) | | (3.56) |
| | (C) | **Receivable (Project Monitoring Services)** | | | | | | |
| | | Ashoka Ranastlam Anandapuram | | 9.92 | | | | 9.92 |
| | | Road Limited | | - | | | | - |
| | | Ashoka Khairatunda Barwa Adda | | 2.65 | | | | 2.65 |
| | | Road Limited | | - | | | | - |
| | | Ashoka Ankleshwar Manubar | | 47.40 | | | | 47.40 |
| | | Expressway Private Limited | | - | | | | - |
| | | Ashoka Belgaum Khanapur Road | | 7.91 | | | | 7.91 |
| | | Private Limited | | - | | | | - |

| Relationship / Nature of Transaction | | | Holding Company | Subsidiaries | Fellow Subsidiaries | Associates | Key Management Personnel and their relative | Total |
|---|---|---|---|---|---|---|---|---|
| | (D) | **Payable** | | | | | | |
| | | Ashoka Buildcon Limited | 289.25 | | | | | 289.25 |
| | | | (203.80) | | | | | (203.80) |
| | (E) | **Loan receivable** | | | | | | |
| | | Ashoka Belgaum Dharwad Tollway Limited | | 2,503.24 | | | | 2,503.24 |
| | | | | (2,255.18) | | | | (2,255.18) |
| | | Ashoka Dhankuni Kharagpur Tollway Limited | | - | | | | - |
| | | | | (1,464.43) | | | | (1,464.43) |
| | | Ashoka Highways (Bhandara) Limited | | 7,254.23 | | | | 7,254.23 |
| | | | | (6,521.18) | | | | (6,521.18) |
| | | Ashoka Highways (Durg) Limited | | 2,792.04 | | | | 2,792.04 |
| | | | | (2,861.25) | | | | (2,861.25) |
| | | Ashoka Sambalpur Baragarh Tollway Limited | | 9,783.25 | | | | 9,783.25 |
| | | | | (8,813.74) | | | | (8,813.74) |
| | | Ashoka Belgaum Khanapur Road Private Limited | | - | | | | - |
| | | | | (26.98) | | | | (26.98) |
| | | GVR Ashoka Chennai ORR Ltd | | | | 52.90 | | 52.90 |
| | | | | | | (46.21) | | (46.21) |
| | (F) | **Loan Payable** | | | | | | |
| | | Ashoka Buildcon Limited | 64,116.77 | | | | | 64,116.77 |
| | | | (52,910.75) | | | | | (52,910.75) |
| | | Ashoka Buildcon Limited Current A/c (BG) | - | | | | | - |
| | | | (5.81) | | | | | (5.81) |
| | | Jaora Nayagaon Toll Road Company Private Limited | | | | 1,332.32 | | 1,332.32 |
| | | | | | | (1,219.92) | | (1,219.92) |
| | (G) | **Remuneration Payable (Inclusive of perquisite )** | | | | | | |
| | | Ashish Katariya | | | | | 23.03 | 23.03 |
| | | | | | | | (24.23) | (24.23) |
| | (H) | **Perpectual Debt** | | | | | | - |
| | | Ashoka Belgaum Dharwad Tollway Limited | | 8,013.17 | | | | 8,013.17 |
| | | | | (7,013.17) | | | | (7,013.17) |
| | | Ashoka Dhankuni Kharagpur Tollway Limited | | 35,299.73 | | | | 35,299.73 |
| | | | | (32,077.73) | | | | (32,077.73) |
| | | Ashoka Sambalpur Baragarh Tollway Limited | | 25,448.90 | | | | 25,448.90 |
| | | | | (21,095.90) | | | | (21,095.90) |
| | | Ashoka Highways (Bhandara) Limited | | 4,371.66 | | | | 4,371.66 |
| | | | | (4,371.66) | | | | (4,371.66) |
| | | Ashoka Highways (Durg) Limited | | 6,801.20 | | | | 6,801.20 |
| | | | | (6,801.20) | | | | (6,801.20) |
| | | Ashoka Ranastlam Anandapuram Road Limited | | 4,972.80 | | | | 4,972.80 |
| | | | | (2,320.80) | | | | (2,320.80) |
| | | Ashoka Kharar Ludhiana Road Limited | | 8,248.00 | | | | 8,248.00 |
| | | | | (4,615.00) | | | | (4,615.00) |
| | | Ashoka Ankleshwar Manubar Expressway Private Limited | | 4,577.00 | | | | 4,577.00 |
| | | | | (51.00) | | | | (51.00) |
| | | Ashoka Belgaum Khanapur Road Private Limited | | 244.00 | | | | 244.00 |
| | | | | (9.00) | | | | (9.00) |
| | | Ashoka Karadi Banwara Road Private Limited | | 271.00 | | | | 271.00 |
| | | | | - | | | | - |
| | | Ashoka Khairatunda Barwa Adda Road Limited | | 199.00 | | | | 199.00 |
| | | | | - | | | | - |
| | | Ashoka Mallasandra Karadi Road Private Limited | | 107.00 | | | | 107.00 |
| | | | | - | | | | - |
| | (I) | **Corporate Guarantee outstanding at the end of the year** | | | | | | |
| | | Ashoka Buildcon Limited | 115.57 | | | | | 115.57 |
| | | | - | | | | | - |
| | (J) | **Advance given to purchase shares** | | | | | | |
| | | Ashoka Buildcon Limited | 11,701.25 | | | | | 11,701.25 |
| | | | (11,701.25) | | | | | (11,701.25) |

Note : Amounts in brackets denotes previous year (FY 18-19) values.

**Note 54 : Events after reporting period**
No subsequent event has been observed which may required on adjustment to the balance sheet.

**Note 55 : Previous year comparatives**
Previous year's figures have been regrouped/reclassified, wherever necessary, to conform to current year classification.

**As per our report of even date.**
**For S R B C & CO LLP**
Chartered Accountants
ICAI FRN: 324982E/E300003

For & on behalf of the Board of Directors
**ASHOKA CONCESSIONS LIMITED**

| | | | | |
|---|---|---|---|---|
| **Sd/-** | **Sd/-** | **Sd/-** | **Sd/-** | **Sd/-** |
| **per Suresh Yadav** | **Pooja A Lopes** | **Ravindra M Vijayvargiya** | **Paresh C Mehta** | **Ashish A Katariya** |
| Partner | Company Secretary | Chief Financial Officer | Director | Managing Director |
| Membership No.: 119878 | | | DIN - 03474498 | DIN - 00580763 |

Place: Mumbai
Date: 10th June, 2020

Place : Nashik
Date: 10th June, 2020

12th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai - 400 028, India
Tel: +91 22 6819 8000

## INDEPENDENT AUDITOR'S REPORT

To the Members of Ashoka Concessions Limited

### Report on the Audit of the Consolidated Ind AS Financial Statements

### Opinion

We have audited the accompanying consolidated Ind AS financial statements of Ashoka Concessions Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associates comprising of the consolidated Balance sheet as at March 31 2020, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and associates, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("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 consolidated state of affairs of the Group and its associates as at March 31, 2020, their consolidated profit/loss including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements' section of our report. We are independent of the Group, associates 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 Act 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 audit opinion on the consolidated Ind AS financial statements.

### Emphasis of Matter

We draw attention to Note 63 of the consolidated Ind AS financial Statements, which describes the management assessment of uncertainties related to COVID-19 and its consequential financial impact on its assets as at March 31, 2020 and operations of the Group. Our opinion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

| **Key audit matters** | **How our audit addressed the key audit matter** |
|---|---|
| **Revenue from Toll Collection** (*refer note no 35(b) of the consolidated Ind AS financial statements*) | |
| The Group's Licenses to collect toll under the concession agreement with relevant Government authorities falls within the Concession Arrangements.<br><br>Each toll road records and recognises revenue through the use of technology, specifically, road-side equipment supported by tolling and billing systems.<br><br>Tolling equipment and systems are highly customized complex system installed at the toll plaza for correctly identifying vehicle type, calculating fare and for appropriate billing and collection.<br><br>This is a key audit matter considering the nature and the large volume of transaction; and reliance on information technology systems for the related automated and IT dependent controls. | Our audit procedures included the following:<br>• Obtained an understanding of the processes and control placed for toll collection and tested those controls for the operating effectiveness;<br>• Tested a selection of Information Technology General Controls (ITGCs) supporting the integrity of the tolling systems' operation, including access, operations and change management controls;<br>• Obtained and tested reconciliation of toll collected as per transaction report (generated from toll system) with cash deposited in bank and revenue recorded in the books;<br>• Tested on sample basis the rationalisation done by management by multiplying that toll rate charged for each category of vehicle as per relevant government authority's notification with the number of vehicles (as per transaction report) and its reconciliation with the revenue recorded in accounts;<br>• On test check basis, traced the daily collection from bank statement to daily cash toll collected and the revenue recorded;<br>• Performed data analytics procedures on transactions to detect unusual transactions for further examination;<br>• On test check basis, traced the classification of vehicle independently from stored images recorded by the Group. |
| **Impairment of Licenses to collect toll** (intangible assets) *(as described in note 05 and 62 of* | |

| Key audit matters | How our audit addressed the key audit matter |
|---|---|
| *the consolidated Ind AS financial statements)* | |
| As of March 31, 2020, the Group had recognized INR 6,34,567.75 lakhs of Licenses to Collect toll of road infrastructure projects, relating to those made by infrastructure concession operators within the scope of Appendix C of Ind AS 115, Service Concession Arrangements.<br><br>As per requirement of Ind AS 36 "Impairment of assets", the management regularly reviews whether there are any indicators of impairment of Licenses to Collect toll of road infrastructure projects and where impairment indicators exist, the management estimates the recoverable amounts of the assets, being higher of fair value less costs of disposal and value in use.<br><br>The value in use of the underlying businesses is determined based on the discounted cash flow projections. Significant judgements are required to determine the key assumptions used in the discounted cash flow models, such as toll revenue, major maintenance expenditure and discount rates based on management's view of future business prospects including any possible impact arising out of the pandemic on these estimates.<br><br>Accordingly, the impairment of the "Licenses to Collect Toll" was determined to be a key audit matter in our audit of the Consolidated Ind AS financial statements. | Our audit procedures included the following:<br>• Assessed the Group's accounting policies with respect to impairment in accordance with Ind AS 36 "Impairment of assets";<br>• We performed the test of control over the management assessment of impairment indicators of Licenses to Collect toll of road infrastructure projects and where impairment indicators exists, the control over the management estimate for the recoverability of these assets;<br>• We performed following test of Details<br>  ◦ We have obtained management's impairment assessment;<br>  ◦ We assessed the assumptions around the key drivers of the cash flow forecasts including toll revenue, major maintenance expenditure and discount rates;<br>  ◦ We discussed potential changes in key drivers as compared to previous year / actual performance with management in order to evaluate whether the inputs and assumptions used in the cash flow forecasts were suitable;<br>  ◦ With the support of internal valuation specialist, we assessed the appropriateness of the valuation methodology and the reasonableness of the key assumptions adopted in the cash flow forecasts for select assets; and<br>  ◦ We obtained and analysed sensitivity analysis on the assumptions used by the management including scenarios built into these models for varied potential impact on account of pandemic.<br>• We have assessed the adequacy of the disclosures in accordance with Ind AS 36 "Impairment of assets" |

**Other Information**

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS 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 consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated 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. We have nothing to report in this regard.

**Responsibilities of Management for the Consolidated Ind AS Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associates 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 the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

**Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS 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 consolidated Ind AS 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 consolidated Ind AS 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 Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements 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 ability of the Group and its associates 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 consolidated Ind AS 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 Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates of which we are the independent auditors, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors 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 consolidated Ind AS financial statements for the financial year ended March 31, 2020 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.

**Other Matter**

We did not audit the financial statements and other financial information, in respect of eight subsidiaries, whose Ind AS financial statements include total assets of Rs 2,30,665.71 lakhs as at March 31, 2020, and total revenues of Rs 1,76,703.79 lakhs and net cash inflows of Rs 3,084.71 lakhs for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated Ind AS financial statements also include the Group's share of net profit of Rs. NIL for the year ended March 31, 2020, as considered in the consolidated Ind AS financial statements, in respect of one associate, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on the reports of such other auditors.

Our opinion above on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

**Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries and associates, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) The other auditors whose report we have relied upon 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 of the aforesaid consolidated Ind AS financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies and associate companies, none of the directors of the Group's companies, its associates, incorporated in India, is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary companies and associate companies, incorporated in India, refer to our separate Report in "Annexure I" to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries and associates, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Holding Company, its subsidiaries and associates incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associates, as noted in the 'Other matter' paragraph:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associates in its consolidated Ind AS financial statements – Refer Note 05, 52, 59 and 61 to the consolidated Ind AS financial statements;

   ii. Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and associates, incorporated in India during the year ended March 31, 2020.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Sd/-

Suresh Yadav
Partner
Membership Number: 119878
UDIN: 20119878AAAAJD3142
Place of Signature: Mumbai
Date: September 29, 2020

**ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF ASHOKA CONCESSIONS LIMITED**

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

In conjunction with our audit of the consolidated financial statements of Ashoka Concessions Limited as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of Ashoka Concessions Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies, its associate companies which are companies incorporated in India, as of that date.

**Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding Company, its subsidiary companies, its associate companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on, "the internal financial 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 the respective 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting with reference to these consolidated financial statements 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, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 with reference to these consolidated financial statements 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 over financial reporting with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated financial statements, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Consolidated Financial Statements**

A company's internal financial control over financial reporting with reference to these consolidated financial statements 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 with reference to these consolidated financial statements 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 With Reference to these Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these consolidated financial statements, 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 with reference to these consolidated financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these consolidated financial statements 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 Holding Company, its subsidiary companies, its associate companies which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated financial statements and such internal financial controls over financial reporting with reference to these consolidated financial statements were operating effectively as at March 31, 2020, based on "the internal control over financial reporting criteria established by the Holding 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".

**Other Matters**

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements insofar as it relates to these 13 subsidiary companies and 2 associate companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India as specified under section 143(10) of the Act, the consolidated financial statements of the Holding Company, which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, and our report dated September 29, 2020 expressed an unqualified opinion on those financial statements.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Sd/-

per Suresh Yadav
Partner
Membership Number: 119878
UDIN: 20119878AAAAJD3142
Place of Signature: Mumbai
Date: September 29, 2020

**ASHOKA CONCESSIONS LIMITED**
**CIN : U45201MH2011PLC215760**

**CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2020** (₹ in Lakhs)

| Particulars | | | Note No. | As at 31-Mar-20 | As at 31-Mar-19 |
|---|---|---|---|---|---|
| **I** | **ASSETS** | | | | |
| **1** | **NON-CURRENT ASSETS** | | | | |
| | (a) | Property, Plant and Equipment | **3** | 412.10 | 527.82 |
| | (b) | Right of Use Assets | **4** | 49.13 | - |
| | (c) | Intangible assets | **5** | 6,34,567.75 | 6,49,786.74 |
| | (d) | Intangible assets Under Development | **5** | 1,626.66 | 1,626.66 |
| | (e) | Contract Assets | **6** | 1,11,890.34 | 31,973.18 |
| | (f) | Financial assets | | | |
| | | (i) Investments accounted for using Equity Method | **7** | 21,804.90 | 18,573.34 |
| | | (ii) Investments Others | **7** | 55.54 | 55.54 |
| | | (iii) Loans | **8** | 192.98 | 190.79 |
| | | (iv) Other financial assets | **9** | 11,701.50 | 11,701.50 |
| | (g) | Deferred Tax Asset (net) | **10** | 786.20 | - |
| | (h) | Non Current Tax Asset (net) | **11** | 4,551.20 | 3,030.72 |
| | (i) | Other non-current assets | **12** | 4,256.92 | 15,610.66 |
| | **TOTAL NON-CURRENT ASSETS** | | | **7,91,895.22** | **7,33,076.94** |
| **2** | **CURRENT ASSETS** | | | | |
| | (a) | Contract Assets | **13** | 1,02,713.12 | 77,252.81 |
| | (b) | Financial assets | | | |
| | | (i) Trade receivables | **14** | 7,961.43 | 13,144.83 |
| | | (ii) Cash and cash equivalents | **15** | 16,612.18 | 3,517.44 |
| | | (iii) Bank balances other than (ii) above | **15** | 1,168.83 | 71.10 |
| | | (iv) Loans | **16** | 0.85 | 2.84 |
| | | (v) Other financial assets | **17** | 60.77 | 32.86 |
| | (c) | Other current assets | **18** | 26,301.22 | 16,223.55 |
| | **TOTAL CURRENT ASSETS** | | | **1,54,818.40** | **1,10,245.43** |
| | **TOTAL ASSETS** | | | **9,46,713.62** | **8,43,322.37** |
| **I** | **EQUITY & LIABILITIES** | | | | |
| 1 | **EQUITY** | | | | |
| | (a) | Equity Share Capital | **19** | 100.00 | 100.00 |
| | (b) | Other Equity | **20** | (45,197.70) | (15,021.34) |
| | (c) | Instrument Entirely Equity in Nature | **19** | 5,808.71 | 5,808.71 |
| | **Equity Attributable to Owners** | | | **(39,288.99)** | **(9,112.63)** |
| | Non Controlling Interest | | **20** | 845.39 | 1,713.39 |
| | **TOTAL EQUITY** | | | **(38,443.60)** | **(7,399.24)** |
| **2** | **NON-CURRENT LIABILITIES** | | | | |
| | (a) | Contract Liabilities | **21** | 7,835.92 | 4,299.22 |
| | (b) | Financial Liabilities | | | |
| | | (i) Borrowings | **22** | 5,53,074.68 | 4,82,616.81 |
| | | (ii) Lease Liabilities | **23** | 27.86 | - |
| | | (iii) Other financial liabilities | **24** | 2,37,619.53 | 2,34,292.52 |
| | (c) | Provisions | **25** | 62.20 | 6,790.39 |
| | (d) | Other non-current liabilities | **26** | 463.09 | 600.83 |
| | **TOTAL NON-CURRENT LIABILITIES** | | | **7,99,083.28** | **7,28,599.76** |
| **3** | **CURRENT LIABILITIES** | | | | |
| | (a) | Contract Liabilities | **27** | 31,989.25 | 14,901.31 |
| | (b) | Financial liabilities | | | |
| | | (i) Borrowings | **28** | 1,363.65 | 1,254.01 |
| | | (ii) Trade payables | **29** | | |
| | | (A) Total outstanding dues of micro enterprises and small enterprises | | - | - |
| | | (B) Total outstanding dues of creditors other than micro enterprises and small enterprises. | | 71,054.92 | 43,023.10 |
| | | (iii) Lease Liabilities | **30** | 24.39 | - |
| | | (iv) Other financial liabilities | **31** | 46,432.55 | 34,856.15 |
| | (c) | Other current liabilities | **32** | 1,774.37 | 1,493.15 |
| | (d) | Provisions | **33** | 33,004.34 | 26,499.90 |
| | (e) | Current tax liabilities | **34** | 430.47 | 94.24 |
| | **TOTAL CURRENT LIABILITIES** | | | **1,86,073.94** | **1,22,121.85** |
| | **TOTAL LIABILITIES** | | | **9,85,157.22** | **8,50,721.62** |
| | **TOTAL EQUITY AND LIABILITIES** | | | **9,46,713.62** | **8,43,322.37** |
| | Significant Accounting Policies | | **2** | | |
| | The accompanying notes are an integral part of the Consolidated Financial Statements | | | | |

As per our report of even date attached
**For S R B C & CO LLP**
**Chartered Accountants**
ICAI Firm Registration Number: 324982E/E300003

**For & on behalf of the Board of Directors**
Ashoka Concessions Limited

**per Suresh Yadav**
Partner
Membership No.: 119878

**Pooja A Lopes**
Company Secretary

**Ravindra M Vijayvargiya**
Chief Financial Officer

**Paresh C Mehta**
Director
DIN - 03474498

**Ashish A Katariya**
Managing Director
DIN - 00580763

Place: Mumbai
Date: September 29, 2020

Place: Nashik
Date: September 29, 2020

**ASHOKA CONCESSIONS LIMITED**

**CIN : U45201MH2011PLC215760**

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020**

**(₹ in Lakhs)**

| | Particulars | Note No. | For the year ended 31-Mar-20 | For the year ended 31-Mar-19 |
|---|---|---|---|---|
| **I** | **INCOME** | | | |
| | Revenue from Operations | **35** | 2,93,469.58 | 2,06,389.56 |
| | Other Income | **36** | 967.70 | 477.61 |
| | **Total Income** | | **2,94,437.28** | **2,06,867.17** |
| **II** | **EXPENSES:** | | | |
| | Construction Expenses | **37** | 2,18,563.24 | 1,43,000.71 |
| | Employee Benefits Expenses | **38** | 2,852.57 | 2,659.91 |
| | Finance Cost | **39** | 88,522.69 | 75,254.46 |
| | Depreciation and Amortisation | **40** | 15,452.78 | 15,408.56 |
| | Other Expenses | **41** | 1,435.63 | 1,498.21 |
| | **Total Expenses** | | **3,26,826.91** | **2,37,821.84** |
| **III** | **Loss before tax and share of profit of associates (I-II)** | | **(32,389.63)** | **(30,954.67)** |
| **IV** | Profit from associates accounted for using the Equity Method | **57** | 3,231.56 | 3,246.33 |
| **V** | **Loss before Exceptional Items and Tax (III+IV)** | | **(29,158.07)** | **(27,708.34)** |
| VI | Exceptional Items | **60** | - | 1,451.00 |
| **VII** | **Loss before Tax (V-VI)** | | **(29,158.07)** | **(29,159.34)** |
| **VIII** | **Tax Expense:** | **48** | | |
| | Current Tax | | 2,668.18 | 765.96 |
| | Deferred Tax | | (786.21) | 691.75 |
| | **Total Tax Expenses** | | **1,881.97** | **1,457.72** |
| **IX** | **Loss after tax for the year (VII-VIII)** | | **(31,040.04)** | **(30,617.06)** |
| **X** | **Other Comprehensive Income (OCI) :** | | | |
| | (a) Items not to be reclassified subsequently to profit or loss | | | |
| | Re-measurement gains/(losses)on defined benefit plans | | (168.01) | (13.39) |
| | Income tax effect on above | | 9.18 | (1.37) |
| | Other Comprehensive Income | | **(158.83)** | **(14.76)** |
| **XI** | **Total Comprehensive Income for the year (VII+VIII)** | | **(31,198.87)** | **(30,631.82)** |
| | Loss for the year attributable to : | | | |
| | Owners of the Company | | (30,178.37) | (29,444.97) |
| | Non-Controlling Interest | | (861.67) | (1,172.10) |
| | Other Comprehensive Income for the year attributable to : | | | |
| | Owners of the Company | | (152.50) | (14.33) |
| | Non-Controlling Interest | | (6.33) | (0.43) |
| | Total Comprehensive Income for the year attributable to : | | | |
| | Owners of the Company | | (30,330.87) | (29,459.30) |
| | Non-Controlling Interest | | (868.00) | (1,172.53) |
| **XII** | Earnings per Equity Shares of Nominal Value ₹ 10 each: | **51** | | |
| | Basic (₹) | | (3,017.84) | (2,944.50) |
| | Diluted (₹) | | (3,017.84) | (2,944.50) |
| | Significant Accounting Policies | **2** | | |

The accompanying notes are an integral part of the Consolidated Financial Statements

As per our report of even date attached

**For S R B C & CO LLP**
**Chartered Accountants**
ICAI Firm Registration Number: 324982E/E300003

**per Suresh Yadav**
Partner
Membership No.: 119878

Place: Mumbai
Date: September 29, 2020

**For & on behalf of the Board of Directors**
Ashoka Concessions Limited

| **Pooja A Lopes** | **Ravindra M Vijayvargiya** | **Paresh C Mehta** | **Ashish A Katariya** |
|---|---|---|---|
| Company Secretary | Chief Financial Officer | Director | Managing Director |
| | | DIN - 03474498 | DIN - 00580763 |

Place: Nashik
Date: September 29, 2020

## ASHOKA CONCESSIONS LIMITED

**CIN : U45201MH2011PLC215760**

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020**

**(₹ in Lakhs)**

| Particulars | For year ended 31-Mar-2020 | For year ended 31-Mar-2019 |
|---|---|---|
| **A CASH FLOW FROM OPERATING ACTIVITIES :** | | |
| Net Profit Before Taxation | (29,158.07) | (29,159.34) |
| **Non-cash adjustment to reconcile profit / (loss) before tax to net cash flows** | | |
| Depreciation & Amortisation | 15,452.78 | 15,408.56 |
| Impairment Allowance(Allowance for Bad and Doubtful Debts and Advances) | - | 7.22 |
| Finance Cost | 88,522.69 | 75,254.46 |
| Amortization of Corporate Guarantee | 121.35 | 168.64 |
| Exceptional Items | - | 1,451.00 |
| Profit from associate | (3,231.56) | (3,246.33) |
| Interest & Finance Income | (265.25) | (5.12) |
| Gain on sale of investments | (139.56) | (301.85) |
| Gain on disposal of Property Plant and Equipment | (230.96) | (0.53) |
| **Operating Profit Before Changes in Working Capital** | **71,071.42** | **59,576.71** |
| **Adjustments for changes in Operating Assets & Liabilities:** | | |
| Decrease/(Increase) in Trade Receivables | 5,183.40 | 9,532.58 |
| (Increase)/Decrease in other Non-Current and Current Financial assets | (28.11) | (78,972.13) |
| (Increase)/Decrease in other Non Current and Current Assets | (1,04,222.75) | (10,467.01) |
| (Decrease)/Increase in other Non-Current and current Liabilities | 20,820.38 | (1,032.97) |
| (Decrease)/Increase in other Financial Non-Current and current Liabilities | 5,015.81 | (587.87) |
| Increase/(Decrease) in Provisions | (223.75) | 9,977.43 |
| Increase/(Decrease) in Trade and Operating Payables | 28,031.82 | 20,721.30 |
| **Cash Generated from Operations** | **25,648.22** | **8,748.05** |
| Income Tax Paid (net of refunds) | (3,852.43) | (1,901.11) |
| **NET CASH FLOW (USED IN) / FROM OPERATING ACTIVITIES (A)** | **21,795.79** | **6,846.93** |
| **B CASH FLOW FROM INVESTING ACTIVITIES :** | | |
| Purchase of Property Plant and Equipment | (235.52) | (120.61) |
| Sale proceeds of Current Investments (net) | 139.56 | 301.85 |
| Interest Received | 265.25 | 5.12 |
| Proceeds from sale of Plant Property and Equipment | 299.28 | 301.33 |
| **NET CASH FLOW USED IN INVESTING ACTIVITIES (B)** | **468.57** | **487.68** |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Borrowings | 1,09,835.46 | 83,445.76 |
| Repayment of Borrowings | (31,082.91) | (16,587.84) |
| Finance Cost paid | (86,824.44) | (75,688.28) |
| **NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES (C)** | **(8,071.90)** | **(8,830.36)** |
| **Net (Decrease) / Increase In Cash & Cash Equivalents (A+B+C)** | 14,192.47 | (1,495.74) |
| **Cash and Cash Equivalents at the beginning of the year** | **3,588.54** | **5,084.29** |
| **Cash and Cash Equivalents at the end of the year** | **17,781.01** | **3,588.54** |
| **COMPONENTS OF CASH AND CASH EQUIVALENTS** | | |
| Balances with Banks | | |
| On current accounts | 13,255.49 | 3,131.84 |
| On deposit accounts | 4,467.71 | 101.20 |
| Cash on hand | 57.81 | 355.50 |
| **Cash and cash equivalents for statement of cash flows** | **17,781.01** | **3,588.54** |

**Notes :**

1 Cash and Cash Equivalents comprises of balances with bank in current accounts, cash on hand and Bank Deposits with maturity of less than 3 months.

2 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS 7) on Cash Flow Statement.

As per our report of even date attached

**For S R B C & CO LLP**

**Chartered Accountants**

ICAI Firm Registration Number: 324982E/E300003

**For & on behalf of the Board of Directors**

Ashoka Concessions Limited

**per Suresh Yadav**
Partner
Membership No.: 119878

**Pooja A Lopes**
Company Secretary

**Ravindra M Vijayvargiya**
Chief Financial Officer

**Paresh C Mehta**
Director
DIN - 03474498

**Ashish A Katariya**
Managing Director
DIN - 00580763

Place: Mumbai
Date: September 29, 2020

Place: Nashik
Date: September 29, 2020

**ASHOKA CONCESSIONS LIMITED**
**CIN : U45201MH2011PLC215760**
**Consolidated Statement of Changes in Equity for the year ended March 31, 2020**

**A. Equity Share Capital:**

| Equity shares of ₹ 10 each issued. subscribed and fully paid | No. | (₹ in Lakhs) |
|---|---|---|
| At March 31, 2019 | 10,00,000 | 100.00 |
| At March 31, 2020 | 10,00,000 | 100.00 |

**B. Instruments Entirely Equity in nature**

| Zero coupon Compulsorily Convertible Debentures - Class "A" of ₹ 10/- each | No. | (₹ in Lakhs) |
|---|---|---|
| At March 31, 2019 | 77,41,250 | 774.13 |
| At March 31, 2020 | 77,41,250 | 774.13 |

| Zero coupon Compulsorily Convertible Debentures - Class "B" of ₹ 10/- each | No. | (₹ in Lakhs) |
|---|---|---|
| At March 31, 2019 | 2,00,00,000 | 2,000.00 |
| At March 31, 2020 | 2,00,00,000 | 2,000.00 |

| Zero coupon Compulsorily Convertible Debentures - Class "C" of ₹ 10/- each | No. | (₹ in Lakhs) |
|---|---|---|
| At March 31, 2019 | 3,03,45,815 | 3,034.58 |
| At March 31, 2020 | 3,03,45,815 | 3,034.58 |

| | |
|---|---|
| **Balance as at March 31, 2019** | **5,808.71** |
| **Balance as at March 31, 2020** | **5,808.71** |

**C. Other Equity** **(₹ in Lakhs)**

| Particulars | Attributable to the equity holders of the Parent | | | | Total | Non-Controlling Interests | Total Equity |
|---|---|---|---|---|---|---|---|
| | Securities Premium | Capital Reserve | Retained Earnings | Capital Contribution from Holding Company | | | |
| **Balance as of March 31, 2018** | **1,74,482.71** | **8,064.25** | **(1,73,231.28)** | **5,122.28** | **14,437.96** | **2,885.92** | **17,323.88** |
| Addition during the year | - | - | (29,444.97) | - | **(29,444.97)** | (1,172.10) | **(30,617.07)** |
| Other Comprehensive income for the year | - | - | (14.33) | - | **(14.33)** | (0.43) | **(14.76)** |
| Deduction during the year | - | - | - | - | **-** | - | **-** |
| **Balance as of March 31, 2019** | **1,74,482.71** | **8,064.25** | **(2,02,690.58)** | **5,122.28** | **(15,021.34)** | **1,713.39** | **(13,307.95)** |
| Addition during the year | - | - | (30,178.37) | 154.51 | **(30,023.86)** | (861.67) | **(30,885.53)** |
| Other Comprehensive income for the year | - | - | (152.50) | - | **(152.50)** | (6.33) | **(158.83)** |
| Deduction during the year | - | - | - | - | **-** | - | **-** |
| **Balance as of March 31, 2020** | **1,74,482.71** | **8,064.25** | **(2,33,021.45)** | **5,276.79** | **(45,197.70)** | **845.39** | **(44,352.31)** |

Significant Accounting Policies (Note 2)
The accompanying notes are an integral part of the Consolidated Financial Statements

As per our report of even date attached
**For S R B C & CO LLP**
**Chartered Accountants**
ICAI Firm Registration Number: 324982E/E300003

**For & on behalf of the Board of Directors**
Ashoka Concessions Limited

**per Suresh Yadav**
Partner
Membership No.: 119878

**Pooja A Lopes**
Company Secretary

**Ravindra M Vijayvargiya**
Chief Financial Officer

**Paresh C Mehta**
Director
DIN - 03474498

**Ashish A Katariya**
Managing Director
DIN - 00580763

Place: Mumbai
Date: September 29, 2020

Place: Mumbai
Date: September 29, 2020

## 1. Corporate Information

The consolidated financial statements comprise financial statements of Ashoka Concessions Limited ("ACL" or "the Company" or "the Parent Company") and its subsidiaries (collectively the Group) for the year ended March 31, 2020

Ashoka Concessions Limited is a public Company domiciled in India. Its shares are not listed on any stock exchanges in India. During the year the Company has issued redeemable Non-Convertible Debentures (NCD) which are listed on Bombay Stock Exchange (BSE). The Company and and its subsidiaries (collectively, 'the Group'), associates are engaged in the business of building, erecting, constructing, operating on Build- Own- Transfer (BOT), Build- Own- Lease- Transfer (BOLT), Design- Build- Finance- Operate- Transfer (DBFOT) basis, Hybrid Annuity, repairing, executing, developing Infrastructural projects including highways, roads, bridges, dams, docks, harbours, canals or any kind of work related thereto for and on behalf of Government, Semi government authorities, Non-government organizations or other Bodies corporate and individuals. The Group caters to Indian market only.

The registered office is located at S No. 113/2, 5th Floor, Ashoka Business Enclave, Wadala Road, Nashik, Maharashtra - 422009, India.

The list of Subsidiaries considered for preparation of the Consolidated Financial Statements are mentioned in Note 54 to the Consolidated Financial Statements.
The consolidated financial statements were authorised for issue in accordance with resolution of the board of directors on September 29, 2020

## 2. Significant Accounting Policies

### 2.1 Basis of preparation

The consolidated financial statements of the group have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (as amended from time to time).

These financial statements include Balance sheet, Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash flows and notes, comprising a summary of significant accounting policies and other explanatory information and comparative information in respect of the preceding period.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:
- Derivative financial instruments,
- Certain other financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

### 2.2 Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at March 31, 2020. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:
- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

In certain subsidiaries, the company shareholders have entered into an agreement to subscribe to the equity shares of those subsidiaries in a predetermined ratio. As a result, the Company's share of Net Worth in these subsidiaries which was in excess of its investment is added to “NCI Reserve” under Reserves and Surplus.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company, i.e., year ended on March 31, 2020.

**Consolidation procedures :**

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

(d) The Build, Operate and Transfer (BOT) contracts are governed by service concession agreements with government authorities (grantors). These contracts are executed through special purpose vehicles (SPV) incorporated for this purpose. Under these agreements, the SPV's (operator) does not own the road, but gets "Toll Collection Rights" or "Receivable under service concession arrangements" against Construction Services rendered. As per the principals of Appendix C – "Service Concession Arrangements" to Ind AS 115, such rights have been recognized as either intangible assets or financial assets in the financial statements of the SPV basis type of rights gets.

(e) Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests ('NCI'), the losses attributable to the NCI are restricted to the amount invested by NCI in form of equity and loans (as per contractual agreement these loans are repayable only when subsidiaries make profits in future years, hence these loans have been considered to net off the losses), . When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

(f) A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:
• Derecognises the assets (including goodwill) and liabilities of the subsidiary
• Derecognises the carrying amount of any non-controlling interests
• Derecognises the cumulative translation differences recorded in equity
• Recognises the fair value of the consideration received
• Recognises the fair value of any investment retained
• Recognises any surplus or deficit in profit or loss
• Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

(g) Non-controlling interests in the net assets of consolidated subsidiaries consists of :

i. The amount of equity attributed to non-controlling interests at the date on which investment in a subsidiary relationship came into existence;
ii. The non-controlling interest share of movement in equity since the date parent subsidiary relationship came into existence;
iii. Non-controlling interest share of net profit / (loss) of consolidated subsidiaries for the year is identified and adjusted against the post tax profit / (loss)of the group.

**2.3 Summary of significant accounting policies**

**a) Investment in associates**

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

If an entity's share of losses of an associate equals or exceeds its interest in the associate (which includes any long term interest that, in substance, form part of the Group's net investment in the associate), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.
The aggregate of the Group's share of profit or loss of an associate is shown on the face of the statement of profit and loss.
The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'Share of profit of an associate' in the statement of profit or loss.
Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in statement of profit and loss.

**b) Presentation of consolidated financial statements**

The consolidated financial statements of the Group (except for Statement of Cash Flow) are prepared and presented in the format prescribed in Division II – Ind AS Schedule III ("Schedule III") to the Companies Act, 2013.
The Statement of Cash Flow has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows".
Amounts in the financial statements are presented in INR (Indian National Rupees) in Lakhs in as per the requirements of Schedule III. "Per share" data is presented in INR upto two decimals places.

**c) Current versus non-current classification**

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.
An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of current / non current classification of assets and liabilities.

**d) Fair value measurement**

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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

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

The principal or the most advantageous market must be accessible by the Group.

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

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

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

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

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that entity can access at measurement date;
Level 2 inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and
Level 3 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 44)
- Financial instruments (including those carried at amortised cost) (note 7,8,9,14,15,16,17,22,23,24,28,29,30 and 31)
- Quantitative disclosure of fair value measurement hierarchy (note 45)

**e) Revenue recognition**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, except for the agency services below, because it typically controls the goods or services before transferring them to the customer

**Revenue Recognition under Service Concession Arrangements**

Group recognises revenue in line with the Appendix C to Ind AS 115 – Service Concession Arrangements under financial asset model. Under this model, the Group recognises a financial assets, attracting interest, in its balance sheet, in consideration for the services it provides. Such financial assets are recognised in the balance sheet under Financial Assets, in an amount corresponding to the fair value of the infrastructure on first recognition and subsequently at amortised cost. The receivables is settled by means of the grantor's payment received. The income calculated on the basis of the effective interest rate is recognised under other operating income.

**Revenue from construction contracts.**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

The Group constructs or upgrades infrastructure (construction or upgrade services) used to provide a public service and operates and maintains that infrastructure (operation services) for a specified period of time. These arrangements may include infrastructure used in a public-to-private service concession arrangement for its entire useful life.

**Revenue from Rendering of Services**

Revenue from maintenance contracts are recognized pro-rata over the period of the contract as and when services are rendered.

**Revenue from Toll Collection under Service Concession Arrangements**

In case of entities involved in construction and maintenance of Roads, revenue are recognised in line with the Appendix C: Service Concession Arrangements to Ind AS 115 - Revenue from Contracts with Customers. The revenue is recognized in the period of collection which generally coincide as and when the traffic passes through toll plazas.

**Annuity Income under Service Concession Arrangements**

Revenue from annuity based projects is recognised in the Statement of Profit and Loss over the concession period of the respective projects based on the implicit rate of return embedded in the projected cash flows. Such income is duly adjusted for any variation in the amount and timing of the cash flows in the period in which such variation occurs.

**Interest Income**

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rates applicable. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

**Dividend Income**

Revenue is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

**B) Contract Balances**

**Contract Assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract assets represent revenue recognized in excess of amounts billed and include unbilled receivables. Unbilled receivables, which represent an unconditional right to payment subject only to the passage of time, are reclassified to accounts receivable when they are billed under the terms of the contract.

**Trade Receivables**

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in point (q) of Accounting Policies – Financial Instruments.

**Contract Liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

Contract liabilities represent amounts billed to clients in excess of revenue recognized to date and other Advances received from customers.

**f) Government Grants**

Grants and subsidies from the Government are recognised at their fair value when there is reasonable assurance that (i) the Group will comply with the conditions attached to them, and (ii) the grant / subsidy will be received.

Government grants relating to income are deferred and recognised in the profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income. Government grants relating to the Intangible assets are included in noncurrent liabilities as deferred payment grant and are credited to statement of profit and loss on a basis over the economic benefits derived from the related assets and presented with other operating revenue.

**g) Taxes**

Income tax expense for the period is the tax payable on the current period's taxable income based on the applicable income tax rate and changes in deferred tax assets and liabilities attributable to temporary differences. The current income tax charge is calculated in accordance with the provisions of the Income Tax Act 1961.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted at 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 liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences and brought forward losses only if it is probable that future taxable profit will be available to realise the temporary differences.

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.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

**h) Property Plant and Equipments (PPE)**

PPE is recognized when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can measured reliably. All items of PPE are stated at cost net of tax/duty credits availed, if any, less accumulated depreciation and cumulative impairment. Cost includes expenditure that is directly attributable to the acquisition and installation of such assets if any. Subsequent expenditure relating to Property, Plant and Equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repairs and maintenance costs are charged to the Statement of Profit and Loss as incurred.

PPE not ready for the intended use on the date of the Balance Sheet is disclosed as "Capital Work-In-Progress" and carried at cost, comprising of directly attributable costs and related incidental expenses.
Decommissioning cost, if any, on Property Plant and Equipment are estimated at their present value and capitalized as part of such assets.

Depreciation is calculated on written down value method using the rates arrived at based on the useful lives prescribed under the Schedule II to the Companies Act, 2013 or in the case of assets where the useful life was determined by technical evaluation carried out by the management's expert, in order to reflect the actual usage of the assets(reassessed by the group). The asset's useful lives are reviewed and adjusted, if appropriate at the end of each reporting period. The Group has estimated the following useful lives for its Property, plant and equipments.

| Asset class | Useful life |
|---|---|
| Computers & Data processing equipments | |
| - End use Devices | 3 |
| - Server | 6 |
| Furniture & Fixtures | 10 |
| Office Equipments | 5 |
| Vehicles | |
| -Motor Lorries used in business | 8 |
| -Motor Cycles | 10 |
| Plant & Machinery | |
| -Toll Audit System | 5-8 |
| -Cranes | 15 |

The Group, based on assessment made by technical expert and management estimate, depreciates certain items of building, plant and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

**i) Intangible assets**

**Intangible Assets Under Service concession Arrangements (Appendix C of “Ind AS 115 – Revenue from Contracts with Customers)**

In respect of Public to Private Arrangements(PPA), on a Built-Operate-Transfer (BOT) basis, Intangible Assets i.e. Right to collect toll/tariff are recognised when the Company has been granted rights to charge a toll/tariff from the users of such public services and such rights do not confer an unconditional right on the Company to receive cash or another Financial Asset and when it is probable that future economic benefits associated with the rights will flow to the Company and the cost of the asset can be measured reliably.

The Group constructs or upgrades infrastructure (construction or upgrade services) used to provide a public service and operates and maintains that infrastructure (operation services) for a specified period of time. These arrangements may include infrastructure used in a public-to-private service concession arrangement for its entire useful life.

Under the Concession Agreements, where the Group has received the right to charge users of the public service, such rights are recognised and classified as “Intangible Assets” in accordance with Appendix C-‘Service Concession Arrangements’ of Ind AS 115- ‘Revenue from Contracts with Customers’. Such right is not an unconditional right to receive consideration because the amounts are contingent to the extent that the public uses the service. The asset is recognised by the Group at cost (which is the fair value of the consideration received or receivable for the construction services delivered) and is capitalized when the project is complete in all respects and when the subsidiary companies receives the completion certificate from the authority as specified in the Concession Agreement.

An asset carried under concession arrangements is derecognised on disposal or when no future economic benefits are expected from its future use or disposal.

Service Concession Arrangements that meet the definition of an Intangible Asset are recognised at cumulative construction cost, including related margins. Till completion of construction of the project, such arrangements are recognised as “Intangible Assets Under Development” and are recognised at cumulative construction cost, including related margins.

**Toll Collection Rights**

Toll collection rights are stated at cost net of accumulated amortisation and impairment losses. Cost includes Toll Collection Rights awarded by the grantor against construction service rendered by the group on DBFOT basis - Direct and indirect expenses on construction of roads, bridges, culverts, infrastructure and other assets at the toll plazas.

Toll Collection Rights (including Premium to NHAI) are amortised over the period of concession, using revenue based amortisation as per exemption provided in Ind AS 101. Under this method, the carrying value of the rights is amortised in the proportion of actual toll revenue for the year to projected revenue for the balance toll period, to reflect the pattern in which the assets economic benefits will be consumed. At each balance sheet date, the projected revenue for the balance toll period is reviewed by the management. If there is any change in the projected revenue from previous estimates, the amortisation of toll collection rights is changed prospectively to reflect any changes in the estimates.

**Premium Capitalisation**

As per the service concession agreement, the Group is obligated to pay the annual fixed amount of premium to National Highway Authorities of India (NHAI). This premium obligation has been treated as Intangible Asset given it is paid towards getting the right to earn revenue by constructing and operating the roads during the concession period. Hence, total premium payable as per the service concession agreement has been upfront capitalized at fair value of the obligation at the date of transition.

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

**Intangible assets under development**

Expenditure related to and incurred during implementation of project are included under "Intangible Assets under Development". The same will be transferred to the respective intangible assets on completion of project.

Intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

**Amortisation**

The intangible rights which are recognised in the form of right to charge users of the infrastructure asset are amortized by taking proportionate of actual revenue received for the year over Total Projected Revenue from project to Cost of Intangible assets i.e. proportionate of actual revenue earned for the year over Total Projected Revenue from the Intangible assets expected to be earned over the balance concession period as estimated by the management.

As required, total Projected Revenue reviewed by the management at the end of the each financial year and accordingly, the total projected revenue is adjusted to reflect any changes in the estimates which lead to the actual collection at the end of the concession period.

**j) Borrowing costs**

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.

• Borrowing cost under Service Concession Arrangements
Borrowing costs attributable to the construction of qualifying assets under service concession arrangement classified as intangible asset, are capitalised to the date of its intended use.
Borrowing costs attributable to concession arrangement classified as financial assets are charged to Statement of Profit and Loss in the period in which such costs are incurred.

• Other borrowing costs are charged to Statement of Profit and Loss in the period in which they are incurred.

**k) Leases**

Group as a lessee
The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**i. Right-of-use assets**

The Group recognises right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis from the commencement date to the end of lease term.
If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.
The right-of-use assets are also subject to impairment. Refer to the accounting policies of Impairment of non-financial assets.

**ii. Lease liabilities**

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.
In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.
After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

**iii. Short term leases and leases of low value of assets**

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment. It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

**l) Provisions & Contingencies**

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each balance sheet and adjusted to reflect the current best estimates.

**m) Resurfacing expenses**

As per the Service Concession Agreement, the Group has contractual obligations to maintain the road / infrastructure to a specified level of serviceability or restore the road / infrastructure to a specified condition before it is handed over to the grantor of the Concession Agreements. The Group estimates the likely provision required towards resurfacing and accrues the costs on a straight line basis over the period at the end of which resurfacing would be required, in the statement of profit and loss in accordance with Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets".

**n) Premium Deferment**

Premium Deferral (i.e. premium payable less paid after adjusting premium deferment) is aggregated under premium deferred obligation in the balance sheet. The interest payable on the above is aggregated under premium deferral obligation. Interest on premium deferral is capitalised during the construction period and thereafter charged to the statement of profit and loss.

**o) Contingent Liability and Contingent Asset:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the financial statements. Contingent liabilities are reviewed at each balance sheet date.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

**p) Employee benefits**

**i. Defined contribution plan**

The Group's contribution to provident fund, employee state insurance scheme, superannuation fund and National Pension Scheme (NPS) are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employee.

**ii. Defined benefit plan**

The employees' gratuity fund scheme, managed by Life Insurance Corporation (LIC) is a defined benefit plan. The present value of obligation is determined based on actuarial valuation carried out as at the end of each financial year using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yield on government securities, of a maturity period equivalent to the weighted average maturity profile of the related obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in the statement of profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

**iii. Short-term obligations**

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. These are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**iv. Remeasurements**

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

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and Net interest expense or income.
- Net interest expense or income

**q) Financial instruments**

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

**Financial assets**

***Initial recognition and measurement***

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

***Subsequent measurement***

For purposes of subsequent measurement, financial assets are classified in four categories;

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

**Debt instruments at amortised cost**

A financial assets 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 on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. All the Loans and other receivables under financial assets (except Investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by impairment amount.

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

**Debt instrument at FVTPL**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Group has designated certain debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

**Equity instruments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument by- instrument basis. The classification is made on initial recognition and is irrevocable.
If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.
Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Investment made by way of Financial Guarantee contracts in subsidiary and associate companies are initially recognised at fair value of the Guarantee. They are not re-measured subsequently.

**Derecognition**

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

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

The Group 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 lay to a third party under a 'pass-through' arrangement; and either

(i) the Group has transferred substantially all the risks and rewards of the asset, or

(ii) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group 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 Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group 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 Group has retained.

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

**Impairment of financial assets**

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

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

ii. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 and Ind AS 18

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables and
- Other financial assets

**Financial Assets Under Service concession Arrangements (Appendix C: Service Concessions Arrangements of "Ind AS 115: Revenue from Contracts with Customer)**

The Group constructs or upgrades infrastructure (construction or upgrade services) used to provide a public service and operates and maintains that infrastructure (operation services) for a specified period of time. These arrangements may include infrastructure used in a public-to-private service concession arrangement for its entire useful life.

The Group recognises the considerations given by the grantor i.e. National Highway Authority of India ('NHAI') in accordance with (Appendix C: Service Concessions Arrangements of "Ind AS 115: Revenue from Contracts with Customer. The Group recognises a financial asset to the extent that it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor of the contract for the construction services; the grantor has little, if any, discretion to avoid payment, usually because the agreement is enforceable by law.

**Trade receivable**

The Group Management has evaluated the impairment provision requirement under IND AS 109 and has listed down below major facts for trade and other receivables impairment provisioning

Also the receivable from companies are considered to be good and there are neither been any past instances of default and also management doesn't expect any default in case of Group receivables.

**Other Financial Assets**

Other Financial Assets mainly consists of Loans to employees and Security Deposit and other deposits, interest accrued on Fixed Deposits, loans to related party, Deposit money receivable from NHAI, and other receivables and advances measured at amortised cost.

Following are the policy for specific financial assets:-

Type of financial asset

| **Type of financial asset** | |
|---|---|
| Loans to employees | The Group avails guarantee for loan provided to employees. In case of default in repayment of loan, the same is recovered from the salary of guarantor. |
| Security Deposit | Security deposit is in the nature of statutory deposits like electricity, telephone deposits or with NHAI. Since they are kept with Government bodies, there is low risk. |
| Retention money/ Grant receivable | Retention money/ grant majorly pertain to Government receivables. Hence there is no major risk of bad debts. |

**Financial liabilities**

***Initial recognition and measurement***

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

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 Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and other payables.

**Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses on changes in fair value of such liability are recognised in the statement of profit or loss.

***Loans and borrowings***

This is the category most relevant to the group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process, however, the borrowings of the group are at floating rates. This category generally applies to borrowings.

***Financial guarantee contracts***

Financial guarantee contracts are initially recognised as a liability at fair value. The liability is subsequently measured at carrying amount less amortization or amount of loss allowance determined as per impairment requirements of Ind AS 109, whichever is higher. Amortisation is recognised as finance income in the Statement of Profit and Loss.

***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.

**Reclassification of financial assets**

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The group's senior management determines change in the business model as a result of external or internal changes which are significant to the group's operations. Such changes are evident to external parties. A change in the business model occurs when the group either begins or ceases to perform an activity that is significant to its operations. If the group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

| Original classification | Revised classification | Accounting treatment |
|---|---|---|
| Amortised cost | FVTPL | Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in Profit &Loss. |
| FVTPL | Amortised cost | Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount. |
| Amortised cost | FVTOCI | Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification. |
| FVTOCI | Amortised cost | Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost. |
| FVTPL | FVTOCI | Fair value at reclassification date becomes its new carrying amount. No other adjustment is required. |
| FVTOCI | FVTPL | Assets continue to be measured fair value. Cumulative gain or loss previously recognized in OCI is reclassified to Profit & Loss at the reclassification date. |

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**r) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

**s) Impairment of non-financial assets**

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset. unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of asset. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

**t) Segment information**

The Group is engaged in “Road Infrastructure Projects” which in the context of Ind AS 108 “Operating Segment" notified under section 133 of the Companies Act, 2013 is the only segment. The Group’s activities are restricted within India and hence no separate geographical segment disclosure is considered necessary.

**u) Earnings per share**

The Group’s Earnings per Share (‘EPS’) is determined based on the net profit attributable to the shareholders’ of the Group.

Basic earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the period.

Diluted earnings per share is computed using the weighted average number of common and dilutive shares outstanding during the year including share based payments, except where the result would be anti-dilutive.

**v) Transition to Ind AS 116 leases**

The Ministry of Corporate Affairs (“MCA”) through the Companies (Indian Accounting Standards) Amendment Rules, 2019 has notified Ind AS 116 Leases (‘Ind AS 116’) which replaces the existing lease standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for recognition, measurement, presentation and disclosure of leases for both lessees and lessors.

Effective April 1, 2019, the Group has adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. The Group has recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate at the date of initial application and right of use asset at an amount equal to the lease liability adjusted for any prepayments/accruals recognised in the balance sheet as on March 31, 2019. The above approach has resulted in a recognition of a right-of-use assets of ₹ 73.69 Lakhs and a lease liability of ₹ 73.69 Lakhs on the date of initial application i.e. April 1, 2019. There is no impact on retained earnings as on April 1, 2019.

Further details about leases are given in Note 53.

ASHOKA CONCESSIONS LIMITED

CIN : U45201MH2011PLC215760

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

Note 3

Property, Plant and Equipment

(₹ in Lakhs)

| Particulars | Leasehold Land | Toll audit System | Plant and Machinery | Vehicles | Office Equipments | Data Processing Equipments | Furnitures and Fixtures | Total |
|---|---|---|---|---|---|---|---|---|
| **Cost or valuation** | | | | | | | | |
| At April 01, 2018 | 2.98 | 591.82 | 208.53 | 270.68 | 353.77 | 35.44 | 27.47 | 1,490.69 |
| Additions | - | 11.86 | 30.51 | 2.67 | 100.37 | 13.56 | - | 158.97 |
| Disposals | - | - | - | - | (1.44) | - | - | (1.44) |
| **At March 31, 2019** | **2.98** | **603.68** | **239.04** | **273.35** | **452.70** | **49.00** | **27.47** | **1,648.22** |
| Additions | - | 83.09 | 7.21 | 43.24 | 29.21 | 3.42 | 1.88 | 168.04 |
| Disposals | - | (275.08) | - | (16.01) | (3.38) | (4.82) | - | (299.28) |
| **At March 31, 2020** | **2.98** | **411.69** | **246.25** | **300.57** | **478.54** | **47.60** | **29.35** | **1,516.97** |
| | | | | | | | | |
| **Depreciation** | | | | | | | | |
| At April 01, 2018 | - | 277.93 | 104.52 | 153.94 | 236.21 | 24.00 | 19.67 | 816.27 |
| Charge for the year | - | 145.93 | 33.18 | 29.86 | 84.74 | 10.48 | 1.20 | 305.37 |
| Disposals | - | - | - | - | (1.26) | - | - | (1.26) |
| **At March 31, 2019** | **-** | **423.86** | **137.70** | **183.80** | **319.69** | **34.48** | **20.87** | **1,120.40** |
| Charge for the year | - | 82.65 | 24.83 | 29.10 | 64.08 | 7.05 | 1.52 | 209.24 |
| Disposals | - | (206.04) | - | (12.24) | (2.07) | (4.39) | - | (224.74) |
| **At March 31, 2020** | **-** | **300.46** | **162.52** | **200.66** | **381.69** | **37.14** | **22.40** | **1,104.89** |
| | | | | | | | | |
| **Net Book Value** | | | | | | | | |
| At March 31, 2020 | 2.98 | 111.23 | 83.72 | 99.92 | 96.84 | 10.46 | 6.95 | **412.10** |
| At March 31, 2019 | 2.98 | 179.82 | 101.34 | 89.56 | 133.01 | 14.52 | 6.60 | **527.82** |

Note: 4

Right of use assets (Refer note no 23)

(₹ in Lakhs)

| Description | Buildings | Total |
|---|---|---|
| **Cost** | | |
| Balance as on 1st April 2019 due to adoption of Ind AS 116 | - | - |
| Additions during the year | 73.69 | 73.69 |
| Deletion during the year | - | - |
| **Sub Total (a)** | 73.69 | 73.69 |
| | | |
| **Accumulated depreciation and impairment** | | |
| Balance as on 1st April 2019 due to adoption of Ind AS 116 | - | - |
| Deprecation for the year | 24.56 | 24.56 |
| Deduction | - | - |
| **Sub Total (b)** | 24.56 | 24.56 |
| | | |
| **Net carrying amount As at March 31, 2020 (a-b)** | **49.13** | **49.13** |

**ASHOKA CONCESSIONS LIMITED**

**CIN : U45201MH2011PLC215760**

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

**Note 5**

**Intangible Assets**

**(₹ in Lakhs)**

| Particulars | Licences to Collect Toll | Intangible assets under development |
|---|---|---|
| | | |
| **Cost or valuation** | | |
| **At April 01, 2018** | 7,03,689.55 | 1,626.66 |
| Additions | 6.45 | - |
| Disposals/Adjustments | (312.54) | - |
| **At March 31, 2019** | **7,03,383.46** | **1,626.66** |
| Additions | - | - |
| Disposals/Adjustments | - | - |
| **At March 31, 2020** | **7,03,383.46** | **1,626.66** |
| | | |
| **Accumulated amortisation** | | |
| **At April 01, 2018** | 38,493.60 | - |
| Charge for the year | 15,103.12 | - |
| Disposals/Adjustments | - | - |
| **At March 31, 2019** | **53,596.72** | **-** |
| Charge for the year | 15,218.99 | - |
| Disposals/Adjustments | - | - |
| **At March 31, 2020** | **68,815.71** | **-** |
| | | |
| **Net Book Value** | | |
| At March 31, 2020 | **6,34,567.75** | **1,626.66** |
| At March 31, 2019 | 6,49,786.74 | 1,626.66 |

A. Arbitration related to intangible asset under development

As per the Service Concession Agreement entered by one of the Subsidiary Company, it has assumed an obligation to construct the road amidst 7.944 km of Forest Area.

The Subsidiary has incurred costs amounting to ₹ 1,626.66 Lakhs towards the same. However, statutory clearance for the same is still awaited and construction is not completed as at the reporting date. The amount spent till date has been recognised under Intangible Assets under Development.

The Subsidiary has claimed certain amounts from NHAI which are under arbitration. As all the hearings of the Arbitration proceedings are completed and the management is awaiting final order from the Arbitrator, the management believes that, in view of the claims receivable by the subsidiary and the probability of claims being crystallized, the value of the intangible assets, including those included in the Intangible assets Under Development would be realised and no impairment provision is required.

**6 Contract Assets** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Receivables against Service Concession Arrangements | 1,11,890.34 | 31,973.18 |
| **Total** | **1,11,890.34** | **31,973.18** |

1) Contract assets are initially recognized for revenue earned from construction projects contracts, as receipt of consideration is conditional on successful completion of project milestones/certification. Upon completion of milestone and acceptance/certification by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

2) At March 31, 2020, unbilled revenue and receivables under service concession arrangements has increased on account of increase in operations from business as compared to March 31, 2019.

**7 Non-Current Investments (Unquoted)** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(I) In Equity Shares of Associate Companies of ₹ 10/- each, fully paid-up:** | | |
| 10,83,13,800 (10,83,13,800) of Jaora Nayagaon Toll Road Company Pvt. Ltd. | 21,804.90 | 18,573.34 |
| 4,39,66,000 (4,39,66,000) PNG Tollway Ltd. | 4,396.60 | 4,396.60 |
| Less : Impairment in value of investment. | (4,396.60) | (4,396.60) |
| | | |
| **Subtotal (I) :** | **21,804.90** | **18,573.34** |
| | | |
| **(II) Other Investment in Equity Instruments carried at Fair Value Through Profit & Loss :** | | |
| 5,55,370 ( 5,55,370) Indian Highways Management Co. Ltd. | 55.54 | 55.54 |
| | | |
| **Subtotal (II) :** | **55.54** | **55.54** |
| | | |
| **Total of Investments (I) + (II) :** | **21,860.44** | **18,628.88** |
| | | |
| Aggregate Amount of Unquoted Investments | **21,860.44** | **18,628.88** |
| Aggregate Market Value of Quoted Investments | **-** | **-** |

Note: Number of units in brackets in the particulars column above denotes number of units for the year ended March 31, 2019.

Note:
Out of the total Investments as mentioned above, following investment are pledged with the Financial Institutions/Banks for security against the financial assistance extended to the companies under the same management-

| | No.of Equity Shares | |
|---|---|---|
| Jaora Nayagaon Toll Road Company Private Limited | 10,83,13,800 | 10,83,13,800 |
| PNG Tollways Ltd | 2,24,22,660 | 2,24,22,660 |

**8 Loans - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(A) Security Deposits** | | |
| Secured, Considered good | 2.65 | 53.47 |
| Unsecured, Considered good | 101.47 | 31.81 |
| **(B) Loans to others** | | |
| Unsecured, Considered good | 52.90 | 46.17 |
| Unsecured, Considered doubtful | 4,796.60 | 4,796.60 |
| | | |
| Less: Impairment Allowance (Allowance for Bad and Doubtful Debts) | (4,796.60) | (4,796.60) |
| | | |
| **(C) Balance with Statutory / Government Authorities** | 35.96 | 59.34 |
| | | |
| **Total** | **192.98** | **190.79** |

**9 Other Financial Asset - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Advance to related party for Purchases of Equity Shares (Interest Free) (Refer Note (a)) (Refer Note No.55) | 11,701.25 | 11,701.25 |
| Bank Deposits with maturity for more than 12 months (Refer Note (b)) | 0.25 | 0.25 |
| | | |
| **Total** | **11,701.50** | **11,701.50** |

**Note :**

(a) The board of directors in its meeting held on May 12, 2016 has approved a proposal for investment not exceeding ₹ 12,001.50 lakhs in 94,500,000 equity shares held by Ashoka Buildcon Limited, holding company, in "GVR Ashoka Chennai ORR Limited" (SPV) a SPV incorporated to execute the Chennai Outer Ring Road Project. In connection with the said transfer of shares, an application has been submitted to Tamil Nadu Road Development Corporation Ltd. (TNRDC) and necessary information required by TNRDC has been submitted and the approvals are pending as at Balance Sheet date. Company has made an advance payment of ₹ 11,701.25 lakhs for purchase to such shares.

(b) These Deposits are pledged with Sales Tax Authorities

**10 Deferred Tax Assets** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Deferred Tax Assets on account of Deductible Temporary differences** | | |
| Difference between book and tax depreciation | - | 145.53 |
| MAT Credit Entitlement | 786.20 | (145.53) |
| **Total** | **786.20** | **-** |

**(a) The movement on the deferred tax account is as follows:**

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Net Deferred Tax Asset as at the beginning** | **-** | **691.75** |
| | | |
| **Credits / (Charges) to Statement of Profit and Loss** | | |
| - to profit or loss (Including MAT Credit) | 786.20 | (691.75) |
| | | |
| **Net Deferred Tax Asset as at the end** | **786.20** | **-** |

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

**11 Non Current Tax Assets (Net)** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Income Tax Assets (Net of Provision) | 4,551.20 | 3,030.72 |
| | | |
| **Total** | **4,551.20** | **3,030.72** |

**12 Other Non Current Asset** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(A) Capital Advance** | 14.68 | 43.01 |
| | | |
| **(B) Other Advances** | | |
| Mobilization Advance - Ashoka Buildcon Ltd. (Refer Note No.55) | 3,225.88 | 14,171.92 |
| | | |
| **(C) Others :** | | |
| Duties & Taxes Recoverable | 13.13 | 29.39 |
| Deferred Guarantee | 56.16 | - |
| Unamortised Guarantee & Upfront Fees | 943.91 | 1,360.62 |
| Advance Gratuity | 3.16 | 5.72 |
| | | |
| **Total** | **4,256.92** | **15,610.66** |

**13 Contract Assets- Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Unbilled Revenue** | | |
| Considered good | 1,02,713.12 | 77,252.81 |
| | | |
| **Total** | **1,02,713.12** | **77,252.81** |

Contract assets are initially recognized for revenue earned from construction projects contracts, as receipt of consideration is conditional on successful completion of project milestones/certification. Upon completion of milestone and acceptance/certification by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

**14 Trade Receivables-Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| | | |
| **Unsecured:** | | |
| Considered good - Others | 7,881.86 | 13,141.27 |
| Considered good - Related Party (Refer Note No.55) | 79.57 | 3.56 |
| Considered doubtful* | 177.94 | 177.94 |
| | **8,139.37** | **13,322.77** |
| Less: Impairment allowance (allowance for bad and doubtful debts) | (177.94) | (177.94) |
| | | |
| **Total** | **7,961.43** | **13,144.83** |

**Ageing of Receivables that are Past due :**

(₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Unsecured:** | | |
| 90-180 days | 310.22 | 216.54 |
| > 180 days | 2,701.10 | 2,999.27 |
| | | |
| **Total :::::** | **3,011.33** | **3,215.81** |

(₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Dues from Related Parties (Refer Note No.55) | 79.57 | 3.56 |
| | | |
| **Total** | **79.57** | **3.56** |

*Trade receivable includes dues from NHAI for utility shifting .

**A. Trade Receivables are non- interest bearing.**

Trade receivables are non interest bearing and are generally on terms of 30 to 90 days in case if sale of products and in case of long term construction contracts, payment is generally due upon completion of milestone as per terms on conlract. In certain contracts, advances are received before the performance obligation ia satisfied.

**B. Expected Credit loss**

The Group uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward- looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analysed. Since the Group does not have trade receivable except for regular receivable , no expected credit loss is being provided.

**15 Cash and cash equivalents**

(₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(A) Cash & Cash Equivalents** | | |
| (I) Cash on hand | 57.81 | 355.50 |
| (II) Balances with Banks | | |
| On Current account* | 13,255.49 | 3,131.84 |
| Deposits with Original maturity less than 3 months | 3,298.88 | 30.10 |
| **Sub Total** | **16,612.18** | **3,517.44** |
| | | |
| **(B) Other Bank Balances** | | |
| Deposits with Remaining maturity more than 3 months and less than 12 months | 1,168.83 | 71.10 |
| **Sub Total** | **1,168.83** | **71.10** |
| | | |
| **Total** | **17,781.02** | **3,588.54** |

* This includes amount kept in Escrow account of ₹ 13,000.52 Lakhs (March 31, 2019 : ₹ 1,441.33 Lakhs)

**Changes in liabilities arising from financing activities**

(₹ in Lakhs)

| Particulars | As at March 31, 2019 | Cash Flows (Net) | As at March 31, 2020 |
|---|---|---|---|
| Non-current borrowings (including current maturity of non-current borrowings) | 4,94,807.41 | 78,642.92 | 5,73,450.33 |
| Other Current borrowings | 1,254.01 | 109.64 | 1,363.65 |
| **Total** | **4,96,061.42** | **78,752.56** | **5,74,813.98** |

(₹ in Lakhs)

| Particulars | As at March 31, 2018 | Cash Flows (Net) | As at March 31, 2019 |
|---|---|---|---|
| Non-current borrowings (including current maturity of non-current borrowings) | 4,10,856.10 | 83,951.31 | 4,94,807.41 |
| Other Current borrowings | 18,347.40 | (17,093.39) | 1,254.01 |
| **Total** | **4,29,203.50** | **66,857.92** | **4,96,061.42** |

**16 Loans - Current**

(₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Other Loans** | | |
| Unsecured Considered Good | 0.85 | 2.84 |
| | | |
| **Total** | **0.85** | **2.84** |

**17 Other Financial Asset - Current**

(₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(A) Advances Recoverable in Cash or other Financial Assets:** | | |
| Unsecured, Considered Good | 55.00 | 31.75 |
| | | |
| **(B) Loans & Advances to Staff** | | |
| Loans to employees | 1.80 | 0.88 |
| | | |
| **(C) Interest Receivable** | | |
| From Others | 3.96 | 0.23 |
| | | |
| **Total** | **60.77** | **32.86** |

**18 Other Current Asset**

(₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(A) Advances other than Capital Advances :** | | |
| Advances Recoverable other than in Cash | | |
| Unsecured Considered Good | 26.58 | 6.04 |
| | | |
| **(B) Others** | | |
| Prepaid Expenses | 1,035.63 | 365.80 |
| Prepaid Gratuity | 14.89 | 26.76 |
| Other Advances | 1,716.04 | - |
| Balance with Tax Authorities | 15,621.83 | 9,355.11 |
| Current portion of unamortised guarantee | 226.78 | 184.86 |
| Mobilization Advance - Ashoka Buildcon Ltd. | 7,659.46 | 6,284.98 |
| | | |
| **Total** | **26,301.22** | **16,223.55** |

**19 A] Equity Share Capital**

**(I) Authorised Capital:**

| Class of Shares | Par Value (₹) | As at March 31, 2020 | | As at March 31, 2019 | |
|---|---|---|---|---|---|
| | | No. of Shares | Amount (₹ In Lakh) | No. of Shares | Amount (₹ In Lakh) |
| Equity Shares | 10 | 1,80,00,000 | 1,800.00 | 1,80,00,000 | 1,800.00 |
| **Total** | | | **1,800.00** | | **1,800.00** |

**(II) Issued, Subscribed and Paid-up Capital (Fully Paid-up):**

| Class of Shares | Par Value (₹) | As at March 31, 2020 | | As at March 31, 2019 | |
|---|---|---|---|---|---|
| | | No. of Shares | Amount (₹ In Lakh) | No. of Shares | Amount (₹ In Lakh) |
| Equity Shares | 10 | 10,00,000 | 100.00 | 10,00,000 | 100.00 |
| | | | | | |
| **Total** | | **10,00,000** | **100.00** | **10,00,000** | **100.00** |

**(III) Terms/rights attached to equity shares:**

The Company has only one class of equity shares having par value of ₹ 10 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 preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

**(IV) Reconciliation of Number of Shares Outstanding:**

| Class of Shares | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| | Equity Shares | Equity Shares |
| Outstanding as at beginning of the period | 10,00,000 | 10,00,000 |
| Addition during the period | - | - |
| **Outstanding as at end of the period** | **10,00,000** | **10,00,000** |

**(V) Details of shares in the Company held by each shareholder holding more than 5% shares:**

| Class of Shares | As at March 31, 2020 | | As at March 31, 2019 | |
|---|---|---|---|---|
| | Equity Shares | % Holding | Equity Shares | % Holding |
| Ashoka Buildcon Ltd- The Holding Company | 6,60,000 | 66.00% | 6,60,000 | 66.00% |
| Macquarie SBI Infrastructure Investments Pte Limited | 2,44,800 | 24.48% | 2,44,800 | 24.48% |
| SBI Macquarie Infrastructure Trust | 95,200 | 9.52% | 95,200 | 9.52% |
| | | | | |

**19 B] Compulsory Convertible Debentures** **(₹ in Lakhs)**

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| 77,41,250 (31 March 2019: 77,41,250 ) Zero coupon Compulsorily Convertible Debentures - Class "A" of ₹ 10/- each | 774.13 | 774.13 |
| 2,00,00,000 (31 March 2019: 2,00,00,000) Zero coupon Compulsorily Convertible Debentures - Class "B" of ₹ 10/- each | 2,000.00 | 2,000.00 |
| 3,03,45,815 (31 March 2019: 3,03,45,815) Zero coupon Compulsorily Convertible Debentures - Class "C" of ₹ 10/- each | 3,034.58 | 3,034.58 |
| **Total Equity component of Instruments entirely Equity in nature** | **5,808.71** | **5,808.71** |

In accordance with the Shareholders agreement and share Subscription cum share purchase agreement dated August 11, 2012 between Ashoka Concessions Limited ( 'the Company' ), Ashoka Buildcon Limited (referred as 'Promoter' ) Macquarie SBI Infrastructure Investments Pte Limited ( Investor 1 ) and SBI Macquarie Infrastructure Trust ( Investor 2 ) ( Investor 1 and Investor 2 are Collectively referred as 'Investors' ), the company has issued 3 classes of compulsorily convertible debentures (CCD's). Class A and Class B CCD's are issued to Investors and Class C CCD's are issued to Promoter and its subsidiaries VIVA Highways Limited and VIVA Infrastructure Limited.

As per the Shareholders Agreement and Share Subscription Cum Share Purchase Agreement, Class B and Class C CCDs shall automatically converts into equity shares once conversion option has been exercised for Class A CCDs. Any additional numbers of equity shares to be allotted to Investors for certain obligations assumed by Promotors would be reduced from the equity shares to be allotted to Promotors and the Company does not have any obligation towards the same. In all circumstances, the total number of equity shares to be issued by the Company on conversion of CCDs shall remain fixed.

**Issue Price and Interest:**

Class A CCD's have face value of ₹ 10/- each and are issued at a premium of ₹ 997.15/- each.

Class B CCD's have face value of ₹ 10/- each and are issued at Par.

Class C CCD's have face value of ₹10/- each and are issued at a premium of ₹ 322.22/- each.

All the classes of CCD's do not carry any Interest.

**Tenure and Conversion**

The tenure of the CCD's is 18 years from the date of its issue.

**-Class A**

Each class A debenture will convert into one equity share of the company such that post conversion, the shares resulting from the conversion, together with the Investor Purchase Shares Collectively represent between 34% and 39% of the share capital of the company and the proportion of such shares resulting from conversion ( Between 34% to 39% ) will be based on the Adjusted revenue of Ashoka Sambalpur Baragarh tollway Private Limited and in accordance with other terms and conditions of conversion.

**-Class B**

Class B CCD's shall automatically convert into shares once the option has been exercised for conversion of class A CCD's. Class B CCD's will convert into one equity share if the IRR received by investor is higher than the 12%/25%/protected IRR and if the IRR received by investors is less than 12% it will get converted into such additional shares in order to ensure that the concerned investor receives a minimum IRR of 12%.

**-Class C**

Class C CCD's would be converted into shares so that the shares received by the promoter on such conversion, along with the promoter shares represent the balance proportion of the share capital of the company.

All the above Classes of Compulsorily Convertible Debentures are Convertible into Number 8,15,91,912 of Equity shares

**20 Other Equity** **(₹ in Lakhs)**

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| | | |
| **i) Securities Premium** | | |
| Balance as per last Balance Sheet | **1,74,482.71** | **1,74,482.71** |
| Addition During the Year | **-** | - |
| Deduction for issue of bonus shares | - | - |
| **As at end of year** | **1,74,482.71** | **1,74,482.71** |
| | | |
| **ii) Surplus / Retained Earnings** | | |
| Balance as per last Balance Sheet | **(2,02,690.58)** | **(1,73,231.28)** |
| Add / Less : Profit / (Losses) during the year | (30,178.37) | (29,444.97) |
| Other Comprehensive Income for the year | (152.50) | (14.33) |
| **As at end of year** | **(2,33,021.45)** | **(2,02,690.58)** |
| | | |
| **iii) Capital Reserve** | **8,064.25** | **8,064.25** |
| | | |
| **iv) Capital Contribution from Holding Company** | | |
| Loans | 3,810.00 | 3,810.00 |
| Corporate Guarantee | 1,466.79 | 1,312.28 |
| **Total :** | **5,276.79** | **5,122.28** |
| | | |
| **Gross Total** | **(45,197.70)** | **(15,021.34)** |

**Nature and Purpose of Reserves:**

**(i) Securities Premium :** The amount received in excess of face value of the equity shares is recognised in securities premium.
**(ii) Surplus / Retained Earnings :** These are the profits/losses that the group has earned/incurred till date.
**(iii) Capital Reserve :** When the share of equity in the subsidiary companies as on the date of investment in excess of cost of investment of the group, it is recognised as 'Capital Reserve' and shown under the head 'Other equity', in the consolidated financial statements.
**iv) Capital Contribution from Holding Company :** Capital contribution includes, funds invested and fair value of corporate guarantee given by Ashoka Buildcon Limited (the holding company) in relation to ACL's subsidiaries companies, which are equity in nature.

**B) Non Controlling Interest** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Loans from Non controlling shareholders (which is Equity Contribution in nature) | 8,406.92 | 8,406.92 |
| Less - Share of Loss attributable to NCI | (7,561.53) | (6,693.53) |
| | | |
| **Total** | **845.39** | **1,713.39** |

**21 Contract Liability - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Advance from Customers | 7,835.92 | 4,299.22 |
| | | |
| **Total** | 7,835.92 | 4,299.22 |

**22 Borrowings - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **(A)Secured - at amortized cost** | | |
| (i) Non Convertible Debentures | | |
| - from others | 41,106.39 | 29,457.97 |
| (ii)Term loans | | |
| - from banks | 3,13,060.62 | 2,84,774.24 |
| - from others | 74,227.14 | 70,011.19 |
| | | |
| **Sub Total** | **4,28,394.15** | **3,84,243.40** |
| | | |
| **(B)Unsecured - at amortized cost** | | |
| (i) Loans from related parties (Refer Note - 55) | 74,030.48 | 62,200.50 |
| (ii) NHAI Deferred Payment Liability | 50,650.05 | 36,172.91 |
| | | |
| **Sub Total** | **1,24,680.53** | **98,373.41** |
| **Gross Total** | **5,53,074.68** | **4,82,616.81** |

**Notes**

The terms and Conditions relating to current and non current borrowings have been disclosed in Note No. 42 of this financial statements.
Three subsidiary companies i.e. Ashoka Belgaum Dharwad Tollway Limited, Ashoka Dhankuni Kharagpur Tollway Limited and Ashoka Sambalpur Baragarh Tollway Limited have been awarded contracts on a BOT / DBFOT basis for conversion of existing four lane highways to six lane highways. As per the terms of these concession agreements, the companies are obligated to pay an amount of ₹ 816,013.01 lakh to National Highways Authority of India (NHAI) as additional concession fee over the concession period. Accordingly, the fair value of the liability for the entire amount of concession fee payable has been recognised and the corresponding amount has been added to the cost of “Toll Collection Rights/ Intangible Assets under development” at the time of achieving Commercial Operation Date ('COD') for respective companies, which has been disclosed under the head Intangible Assets.

During the year ended March 31, 2015, Ashoka Belgaum Dharwad Tollway Limited had received the approval from NHAI for the deferral of said concession fees w.e.f. October 1, 2014. During the year ended March 31, 2016, Ashoka Dhankuni Kharagpur Tollway Limited has also received approval from NHAI for the said concession fees w.e.f. April 1, 2015. Out of the total liabilities, amount deferred by NHAI has been treated as Borrowings and disclosed under non-current borrowings.

Amount payable to NHAI as on March 31, 2020 towards such concession fee aggregating to ₹ 2,59,659.83 Lakhs ( March 31, 2019: ₹ 2,54,906.31) has been disclosed as 'Other Financial Liability - Non Current/Current' at their present value and premium deferred of ₹ 50,650.05 Lakhs ( March 31, 2019: ₹ 36,172.91 Lakhs) has been disclosed under 'Non- Current Borrowings'

**23 Lease Liability - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Lease Liability | 27.86 | - |
| | | |
| Total | **27.86** | - |

**Changes in Lease Liabilities** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| As at 1st April 2019 due to adoption of Ind AS 116 | 73.69 | - |
| Addition | - | - |
| Deletion | - | - |
| Accretion of interest | 7.13 | - |
| Payments | (28.57) | - |
| As at 31 March 2020 (Refer note no 23 & 30) | **52.25** | **-** |
| Total ::::: | **52.25** | **-** |

**24 Other Financial Liabilities - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| | | |
| NHAI / MPRDC Premium payable-due after 12 months | 2,37,619.53 | 2,34,292.52 |
| | | |
| **Total** | **2,37,619.53** | **2,34,292.52** |

**25 Provisions - Non Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Provision for Major Maintenance | - | 6,754.34 |
| Provision for compensated Absences | 61.65 | 36.05 |
| Provision for Gratuity | 0.55 | - |
| | | |
| **Total** | **62.20** | **6,790.39** |

**26 Other Non Current liabilities** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Deferred Payment Liability | - | 81.12 |
| Deferred Payment Grant | 519.71 | 574.04 |
| Less : Current Portion of Deferred grant | (56.62) | (54.33) |
| | | |
| **Total** | **463.09** | **600.83** |

**27 Contract Liability - Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Advance from Customers | 31,989.25 | 14,901.31 |
| | | |
| Total | **31,989.25** | **14,901.31** |

**28 Borrowings - Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Unsecured - at amortized cost** | | |
| (a) Loans from related parties (Refer Note - 55) | 1,363.65 | 1,254.01 |
| | | |
| **Total** | **1,363.65** | **1,254.01** |

The Terms and conditions relating to current and non current borrowings have been disclosed in Note 42 of this financial statements.

**29 Trade Payables - Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Trade Payables :** | | |
| Micro, Small& Medium Enterprises | | |
| Total outstanding dues of micro enterprises and small enterprises | - | - |
| Total outstanding dues of creditors other than micro enterprises and small enterprises. | | |
| Others | 2,176.81 | 1,461.48 |
| Related Parties (Refer note 55) | 68,878.11 | 41,561.62 |
| | | |
| **Total** | **71,054.92** | **43,023.10** |

(Refer Note no 60 for disclosures under section 22 of Micro, Small and Medium Enterprises Development Act, 2006)

**30 Lease Liability - Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Lease Liability (Refer Note - 23) | 24.39 | - |
| | | |
| **Total** | **24.39** | **-** |

**31 Other Financial liabilities - Current** (₹ in Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Current Maturities of Long-Term Debt | 20,375.65 | 12,190.61 |
| Interest Accrued but not due | 1,928.23 | 229.98 |
| Due to Employees | 145.67 | 59.94 |
| Other Payables | 152.52 | 49.64 |
| NHAI Premium Payable due within 12 Months | 22,040.30 | 20,613.79 |
| Capital Creditors | 16.47 | - |
| Payable to Holding Company towards construction liability (Refer note 55) | 276.35 | 261.18 |
| Obligations to the investors in associate (PNG Tollway Limited) (Refer Note 59) | 1,497.34 | 1,451.00 |
| | | |
| **Total** | **46,432.55** | **34,856.15** |

**32 Other current liabilities**

**(₹ in Lakhs)**

| **Particulars** | **As at March 31, 2020** | **As at March 31, 2019** |
|---|---|---|
| Duties & Taxes | 1,717.39 | 1,402.81 |
| Other Payables | 0.36 | 36.00 |
| Deferred Payment Grant | 56.62 | 54.34 |
| | | |
| **Total** | **1,774.37** | **1,493.15** |

**33 Provisions - Current**

**(₹ in Lakhs)**

| **Particulars** | **As at March 31, 2020** | **As at March 31, 2019** |
|---|---|---|
| Provision for Compensated Absences | 28.51 | 20.53 |
| Provision for Gratuity | 0.79 | - |
| Provision for Major Maintenance | 30,295.67 | 23,799.70 |
| Provision for Construction Obligation | 2,672.52 | 2,672.52 |
| Others | 6.85 | 7.15 |
| | | |
| **Total** | **33,004.34** | **26,499.90** |

**34 Current Tax Liabilities**

**(₹ in Lakhs)**

| **Particulars** | **As at March 31, 2020** | **As at March 31, 2019** |
|---|---|---|
| Income tax Liabilities (net of advance taxes) | 430.47 | 94.24 |
| | | |
| **Total** | **430.47** | **94.24** |

**35 Revenue From Operations**

**(₹ in Lakhs)**

| **Particulars** | **For the Year ended March 31, 2020** | **For the Year ended March 31, 2019** |
|---|---|---|
| **(A) Contract Revenue** | **2,10,713.04** | **1,31,296.03** |
| | | |
| **(B) Toll Collection** | **67,809.89** | **69,160.76** |
| | | |
| **(C) Other Operating Revenue** | | |
| Operation & Maintenance Service | 868.85 | 39.60 |
| Finance income on financial asset carried at amortised cost | 14,077.80 | 5,893.17 |
| ***Subtotal*** | **14,946.65** | **5,932.77** |
| | | |
| **Total** | **2,93,469.58** | **2,06,389.56** |

**A) Disaggregated revenue information**

Disaggregation of the Group's revenue from contract with customers are as follows:

**(₹ in Lakhs)**

| **Particulars** | **For the Year ended March 31, 2020** | **For the Year ended March 31, 2019** |
|---|---|---|
| Revenue from contract with customers | 2,10,713.04 | 1,31,296.03 |
| Toll Collection | 67,809.89 | 69,160.76 |
| Finance income | 14,077.80 | 5,893.17 |
| Operation & Maintenance Service | 868.85 | 39.60 |
| | | |
| **Total revenue from contract with customers** | **2,93,469.58** | **2,06,389.56** |

**(B) Reconciliation of revenue recognised in the statement of profit and loss with the contracted price**

There are no reconciling items in the revenue recognized in the statement of profit and loss with contracted price

**(C) Performance obligation**

The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) as at March 31, 2020 is ₹ 2,63,794.12 lakh, March 31, 2019 is ₹ 1,08,673.98 lakhs, out of which, majority is expected to be recognized as revenue within a period of one year.

**36 Other Income** (₹ in Lakhs)

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| **(A) Interest Income on financials assets carried at Cost / Amortised Cost:** | | |
| Interest on Bank Deposits | 265.25 | 5.12 |
| Interest on Others | 5.69 | 3.30 |
| | | |
| **(B) Other Non Operating Income:** | | |
| Profit on sale of Assets | 230.96 | 0.53 |
| Profit on sale of Investments | 139.56 | 301.85 |
| Grant Amortization | 54.34 | 51.22 |
| Miscellaneous Income | 271.90 | 115.59 |
| | | |
| **Total** | **967.70** | **477.61** |

**37 Construction Expenses** (₹ in Lakhs)

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Sub-contracting Charges | 2,04,150.10 | 1,29,501.03 |
| NHAI Premium Paid for Toll Collections | 1,043.10 | 2,465.83 |
| Repair to Machineries/Building | 30.28 | 39.27 |
| Toll Equipments | 3,667.81 | - |
| Power & Water Charges | 657.33 | 704.22 |
| Technical Consultancy Charges | 976.23 | 549.22 |
| Security / Service Charges | 654.34 | 548.86 |
| Project Supervision & Monitoring Charges | 409.82 | 419.96 |
| Resurfacing Obligation Cost | 6,974.23 | 8,772.32 |
| | | |
| **Total** | **2,18,563.24** | **1,43,000.71** |

**38 Employee Benefits Expenses** (₹ in Lakhs)

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Salaries, Wages and Allowances | 2,610.62 | 2,461.06 |
| Contribution to Provident and Other Funds | 188.05 | 139.41 |
| Contribution to Defined Benefit Plan | 36.12 | 24.91 |
| Staff Welfare Expenses | 17.78 | 34.53 |
| | | |
| **Total** | **2,852.57** | **2,659.91** |

Refer note no. 48 for details of Defined contribution scheme and defined benefit plan

(i) Contribution to Provident Fund is charged to accounts on accrual basis. The Group operates a defined contribution scheme with recognized provident fund. For this Scheme, contributions are made by the respective companies, based on current salaries, to recognized Fund maintained by the companies. In case of Provident Fund scheme, contributions are also made by the employees. An amount of ₹ 188.05 Lakh (Previous Period ₹ 139.41 Lakh) has been charged to the Profit & Loss Account on account of this defined contribution scheme.

(ii) The Gratuity benefit is funded through a defined benefit plan. For this purpose the Group has obtained a qualifying insurance policy from Life Insurance Corporation of India.

**39 Finance Expenses** (₹ in Lakhs)

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Interest on Loans | 46,118.39 | 39,452.28 |
| Interest on Loans - Related Parties (Refer note 55) | 8,336.19 | 4,658.60 |
| Interest on Others | 1,879.37 | 1,146.98 |
| Financial Charges | 707.97 | 465.47 |
| Increase in carrying value of provisions | 4,165.57 | 2,894.84 |
| Amortisation of Guarantee Commission/Upfront Fees/Grant Amortisation | 217.09 | 226.19 |
| Unwinding of discount on financials liabilities carried at amortised cost | 27,098.11 | 26,410.10 |
| | | |
| **Total** | **88,522.69** | **75,254.46** |

**40 Depreciation And Amortisation** **(₹ in Lakhs)**

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Depreciation on tangible assets | 209.23 | 305.44 |
| Amortisation on intangible assets | 15,243.55 | 15,103.12 |
| | | |
| **Total :::::** | **15,452.78** | **15,408.56** |

**41 Other Expenses** **(₹ in Lakhs)**

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Rent Rates & Taxes | 49.46 | 200.93 |
| Insurance | 275.90 | 243.95 |
| Printing and Stationery | 23.25 | 23.62 |
| Travelling & Conveyance | 28.71 | 27.74 |
| Communication | 16.75 | 19.81 |
| Vehicle Running Charges | 84.93 | 90.93 |
| Survey Expenses | 69.67 | - |
| Legal & Professional Fees | 486.72 | 480.27 |
| Corporate Social Responsibility | 60.42 | 5.30 |
| Impairment Allowance - Trade and other receivables | - | 7.22 |
| Director's Sitting Fee | 15.70 | 10.70 |
| Auditor's Remuneration | 94.74 | 89.53 |
| Tender Fee | 4.40 | 11.00 |
| Marketing & Advertisement Expenses | 16.56 | 9.03 |
| Miscellaneous Expenses | 208.42 | 278.18 |
| | | |
| **Total** | **1,435.63** | **1,498.21** |

**ASHOKA CONCESSIONS LIMITED**
**CIN : U45201MH2011PLC215760**
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020**

**Note 42. Terms and Conditions of Long Term and Short Term Borrowings :**

| Sr. No. | Nature of Loan | Repayment of Principal amount (₹ in Lakh ) | Mode of Repayment | Maturity Date | Nature of Security |
|---|---|---|---|---|---|
| **Term loans - From Banks** | | | | | |
| 1 | Project Loan | 36.12 - 412.37 | Bi-Monthly Principal + Interest Actual | October 1, 2028 | Project Term loans from Bank & others are secured by first charge on all bank account including Escrow account, movable and immovable assets, intangible asstes (Other than projects assets), receivables, plegde of 30% total paid up equity shares and other instrument convertible into equity and Corporate Guarantee given by Holding Company of Ashoka Belgaum Dharwad Tollway Limited |
| 2 | Project Loan | 147.50 - 556.80 | Monthly Principal + Interest Actual | November 1, 2027 to Apirl 1, 2028 | Project Term loans from Bank & others are secured by first charge on all bank account including Escrow account, movable and immovable assets, intangible asstes (Other than projects assets), receivables, plegde of 51% total paid up equity shares and other instrument convertible into equity and corporate guarantee given by Holding Company of Ashoka Dhankuni Kharagpur Tollway Limited |
| 3 | | 37.50 - 141.67 | | | |
| 4 | | 69.19 - 261.38 | | | |
| 5 | | 34.59 - 130.69 | | | |
| 6 | | 69.19 - 261.38 | | | |
| 7 | | 69.19 - 261.36 | | | |
| 8 | | 37.50 - 141.67 | | | |
| 9 | | 34.59 - 130.69 | | | |
| 10 | Project Loan | 487.5 - 600.00 | Half Yearly - Principal + Monthly Interest Actual | March 31, 2033 | Project Term loans from Bank & others are secured by first charge on all bank account including Escrow account, movable and immovable assets, intangible asstes (Other than projects assets), receivables, plegde of 51% total paid up equity shares and other instrument convertible into equity of Ashoka Kharar Ludhiana Road Limited |
| 11 | | 487.5 - 600.00 | | | |
| 12 | | 487.5 - 600.00 | | | |
| 13 | | 487.5 - 600.00 | | | |
| 14 | Project Loan | - | Structured six monthly installment ending in November'2033 | 'November 30, 2033 | Project Term loans from Bank & others are secured by first charge on all bank account including Escrow account, movable and immovable assets, intangible asstes (Other than projects assets), receivables, plegde of 30% total paid up equity shares and other instrument convertible into equity of Ashoka Khairatunda Barwa Adda Road Limited |
| 15 | Project Loan | 29.78 - 640.32 | Half Yearly - Principal + Monthly Interest Actual | July 31, 2034 | Secured against movable, immovable properties including Plant and Machinery, Receivables, Intangible Assets and Company's interest in insurance contract except project Assets, Pledge of 51% total paid up equity shares and other instruments convertible into equity Corporate Gurantee given by holding company of Ashoka Ankleshwar Manubar Expressway Private Limited |
| 16 | | 12.72 -273.43 | | | |
| 17 | | 8.50 - 182.75 | | | |

**Note 42. Terms and Conditions of Long Term and Short Term Borrowings :**

| Sr. No. | Nature of Loan | Repayment of Principal amount (₹ in Lakh ) | Mode of Repayment | Maturity Date | Nature of Security |
|---|---|---|---|---|---|
| 18 | Project Loan | 75.63 - 226.19 | Monthly Principal + Interest Actual | May 31, 2028 | Project Term loans from Bank & others are secured by first charge on all bank account including Escrow account, movable and immovable assets, intangible asstes (Other than projects assets), receivables, plegde of 51% total paid up equity shares and other instrument convertible into equity and Corporate Guarantee given by Holding Company of Ashoka Sambalpur Baragarh Tollway Limited |
| 19 | Project Loan | 98.54 - 294.72 | | June 30, 2028 | |
| 20 | Project Loan | 45.83 - 137.08 | | May 31, 2028 | |
| 21 | Project Loan | 83.42-256.67 | Monthly Principal + Interest Actual | March 15, 2026 | Secured against movable, immovable properties including Plant and Machinery, Receivables, Intangible Assets and Company's interest in insurance contract except project Assets, Pledge of 51% total paid up equity shares and other instruments convertible into equity Corporate Gurantee given by holding company of Ashoka Highway (Bhandara) Limited |
| 22 | Project Loan | 126.66-380.00 | Monthly Principal + Interest Actual | August 31 , 2025 | Secured as a First charge by way of hypotication of entire movable asset of the Company , both present and future , including movable plant and machinery and all movable assets both present and future except project assets ( as defined under Concession Agreement) and except those acquired out of free cash flow of the Company and being informed from time to time to lenders. A first charge on all accounts of the Company including Escrow account and Sub account including but not limited to Major Maintenance reserve, debt Service reserve and any other reserve and Other bank account fo the Company. Pledge of 51% total paid up equity shares and other instruments convertible into equity Corporate Gurantee given by holding company of Ashoka Highway (Durg) Limited |
| 23 | Project Loan | 22.10-1,104.00 | Half Yearly - Principal + Monthly Interest Actual | June 30, 2033 | Secured against movable, immovable properties including Plant and Machinery, Receivables, Intangible Assets and Company's interest in insurance contract except project Assets, Pledge of 51% total paid up equity shares and other instruments convertible into equity of Ashoka Ranastalam Anandpuram Road Limited |
| **Term loans - From Others** | | | | | |
| 1 | Deferment of NHAI Premium (Revenue Shortfall) | | Repayable based on Operational Cash Flows available upto 2030. | March, 2030 | Unsecured |
| 2 | Deferment of NHAI Premium (Revenue Shortfall) | | Repayable based on Operational Cash Flows available upto 2036. | March, 2036 | Unsecured |

**Note 42. Terms and Conditions of Long Term and Short Term Borrowings :**

| Sr. No. | Nature of Loan | Repayment of Principal amount (₹ in Lakh ) | Mode of Repayment | Maturity Date | Nature of Security |
|---|---|---|---|---|---|
| **Non Convertible Debentures** | | | | | |
| 1 | Non Convertible Debenture | 92.00-283.40 | Monthly Principal + Interest Actual | September 15, 2025 | Secured against movable, immovable properties including Plant and Machinery, Receivables, Intangible Assets and Company's interest in insurance contract except project Assets, Pledge of 51% total paid up equity shares and other instruments convertible into equity Corporate Gurantee given by holding company of Ashoka Higvhway (Bhandara) Limited |
| 2 | Non Convertible Debenture | 139.98-454.94 | Monthly Principal + Interest Actual | August 31, 2025 | Secured as a first charge by way of hypotication of entire movable asset of the Company , both present and future , including movable plant and machinery and all movable assets both present and future except project assets ( as defined under Concession Agreement) and except those acquired out of free cash flow of the Company and being informed from time to time to lenders. A first charge on all accounts of the Company including Escrow account and Sub account including but not limited to Major Maintenance reserve, debt Service reserve and any other reserve and Other bank account of the Company. plegde of 51% total paid up equity shares and other instrument convertible into equity of Ashoka Highway (Durg) Limited |
| 3 | Non Convertible Debenture | 15,000.00 | On Maturity | April 25, 2022 | Unsecured |
| **Loans - From Related Parties** | | | | | |
| 1 | Unsecured | 64,060.64 | On Maturity | April 01, 2023 | Unsecured |
| 2 | Term Loan | 1,332.32 | On Demand | On Demand | Unsecured |
| 3 | Term Loan | 1,225.04 | On Demand | On Demand | Unsecured |
| 4 | Term Loan | 8,744.80 | On Demand | On Demand | Unsecured |

### 43 : Capital Management

The primary objective of the Group's capital management is to maximise the shareholder value. For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Parent.

Debt is defined as long-term borrowings, current maturities of long-term borrowings, short-term borrowings and interest accrued thereon (excluding financial guarantee contracts).

Capital includes equity attributable to the equity holders to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Parent may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the period ended March 31, 2020 and March 31, 2019.

**Gearing ratio** (₹ In Lakhs)

| **Particulars** | **As at March 31, 2020** | **As at March 31, 2019** |
|---|---|---|
| Borrowings (including Non Current and Current Borrowings and Interest Accrued) | 5,76,742.21 | 4,96,291.40 |
| Less: cash and cash equivalents (Note 15) | 17,781.01 | 3,588.54 |
| **Net debt** | **5,58,961.20** | **4,92,702.86** |
| | | |
| Equity | (39,288.99) | (9,112.63) |
| **Total sponsor capital** | **(39,288.99)** | **(9,112.63)** |
| | | |
| **Capital and net debt** | **5,19,672.21** | **4,83,590.23** |
| Capital Gearing Ratio (%) | **107.56%** | **101.88 %** |

In order to achieve its overall objective, the Group's management amongst other things, aims to ensure that it meets the financial covenants attached to the borrowings. In case of any breach in complying with the financial covenants, the bank shall take action as per terms of the agreement.

### 44 : Financial Instruments – Fair Values And Risk Management

The carrying values of financials instruments of the Group are as follows:

(₹ In Lakhs)

| **Particulars** | **Carrying amount** | | **Fair Value** | |
|---|---|---|---|---|
| | **As at March 31, 2020** | **As at March 31, 2019** | **As at March 31, 2020** | **As at March 31, 2019** |
| | | | | |
| **Financial Assets** | | | | |
| Financial assets measured at cost | | | | |
| Investments (Note 7) | 21,804.90 | 18,573.34 | 21,804.90 | 18,573.34 |
| | | | | |
| Financial assets measured at amortised cost | | | | |
| Loans (Note 8 & 16) | 193.83 | 193.63 | 193.83 | 193.63 |
| Trade receivable (Note 14) | 7,961.43 | 13,144.83 | 7,961.43 | 13,144.83 |
| Cash and cash equivalents (Note 15) | 16,612.18 | 3,517.44 | 16,612.18 | 3,517.44 |
| Bank balances other than Cash & Cash equivalents (Note 15) | 1,168.83 | 71.10 | 1,168.83 | 71.10 |
| Other Financial Assets (Note 9 & 17) | 11,762.27 | 11,734.36 | 11,762.27 | 11,734.36 |
| | | | | |
| Financial assets mandatory measured at Fair Value Through Profit and Loss (FVTPL) | | | | |
| Investments (Note 7) | 55.54 | 55.54 | 55.54 | 55.54 |
| | | | | |
| **Financial Liabilities** | | | | |
| Financial liabilities measured at amortised cost | | | | |
| Borrowings - Fixed Rate (Note 22) | 41,106.39 | 29,457.97 | 40,882.04 | 29,736.58 |
| Borrowings - Variable Rate (Note 22, 28 & 31) | 5,33,707.59 | 4,66,603.45 | 5,33,707.59 | 4,66,603.45 |
| Trade payable (Note 29) | 71,054.92 | 43,023.10 | 71,054.92 | 43,023.10 |
| Lease Liabilities (Note 23 & 30) | 52.25 | - | 52.25 | - |
| Others financial liabilities (Note 24 & 31) | 2,63,676.43 | 2,56,958.05 | 2,63,676.43 | 2,56,958.05 |
| *(excluding current maturities of Long Term Debt )* | | | | |

**NOTE:**
1. The management assessed that carrying amount of all other financial instruments are reasonable approximation of the fair value.
2. Fair value of Investments carried at amortised cost has been determined using approved valuation technique of net assets value method.

### 45 : Fair Value Hierarchy

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2020 :

**(₹ In Lakhs)**

| Particulars | As at March 31, 2020 | Fair value measurement as at March 31, 2020 | | |
|---|---|---|---|---|
| | | Level 1 | Level 2 | Level 3 |
| **Financial Assets** | | | | |
| Investments mandatory measured at FVTPL | | | | |
| Investments (Note 7) | 55.54 | - | - | 55.54 |
| | | | | |
| **Financial Liabilities** | | | | |
| Financial liabilities measured at FVTPL | | | | |
| Obligations to Investor In Associate (Note 31) | 1,526.00 | - | - | 1,526.00 |

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2019 :

**(₹ In Lakhs)**

| Particulars | As at March 31, 2019 | Fair value measurement as at March 31, 2019 | | |
|---|---|---|---|---|
| | | Level 1 | Level 2 | Level 3 |
| **Financial Assets** | | | | |
| Investments mandatory measured at FVTPL | | | | |
| Investments (Note 7) | 55.54 | - | - | 55.54 |
| | | | | |
| **Financial Liabilities** | | | | |
| Financial liabilities measured at FVTPL | | | | |
| Obligations to Investor In Associate (Note 31) | 1,481.63 | - | | 1,481.63 |

**Valuation technique used to determine fair value:**

●Investments included in Level 1 of Fair Value Hierarchy are based on prices quoted in stock exchange and/or NAV declared by the Funds.

●Investments included in Level 2 of Fair Value Hierarchy have been valued based on inputs from banks and other recognised institutions such as FIMMDA/FEDAI. Further valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

●Investments included in Level 3 of Fair Value Hierarchy have been valued using acceptable valuation techniques such as Net Asset Value and/or Discounted Cash Flow Method. Further valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

**Note:** All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy described as above, based on the lowest level input that is significant to the fair value measurement as a whole.

### 46 : Financial risk management objectives and policies

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework.
The Group has exposure to the following risks arising from financial instruments:
(A) Credit risk:
(B) Liquidity risk: and
(C) Market risk:

**(A) Credit risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and loans and advances.
The Group's customer profile include public sector enterprises, state owned companies and group entities. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released at the end of the project. In some cases retentions are substituted with bank/corporate guarantees. The Group has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

Credit risk on trade receivables and unbilled work-in-progress is limited as the customers of the Group mainly consists of the government promoted entities having a strong credit worthiness. The provision matrix takes into account available external and internal credit risk factors such as companies historical experience for customers.

**The exposure to credit risk is as follows :**
**Financial assets**

**(₹ In Lakhs)**

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Loans (Note 8 & 16) | 193.83 | 193.63 |
| Trade receivable (Note 14) | 7,961.43 | 13,144.83 |
| Other Financial Assets (Note 9 & 17) | 11,762.27 | 11,734.36 |
| **Total financial assets carried at amortised cost** | **19,917.53** | **25,072.82** |

**Concentration of credit risk**

The following table gives details in respect of percentage of dues from Major category of receivables i.e. government promoted agencies and others.

(₹ In Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| From Government Promoted Agencies | 7,881.86 | 13,141.27 |
| From Group entities | | |
| Loan | 11,701.25 | 11,701.25 |
| From others | 334.42 | 230.30 |
| **Total dues receivable from Major category of receivables i.e. government promoted agencies and others :** | **19,917.53** | **25,072.82** |

**Credit Risk Exposure**

The exposure to credit risk for trade and other receivables by type of counterparty was as follows:

(₹ In Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Opening Balance | 177.94 | 170.72 |
| Add: Provision made/(Reversed) for Loss allowance for Expected Credit Loss | - | 7.22 |
| Less: Written off | - | - |
| **Closing Balance** | **177.94** | **177.94** |
| Management believes that the unimpaired amounts which are past due are collectible in full. | | |

**Cash and cash equivalents**

Cash and cash equivalents (excluding cash on hand) of ₹ 16,554.37 Lakhs at March 31, 2020 (March 31, 2019 : ₹ 3,161.94 Lakhs).
The cash and cash equivalents (excluding cash on hand) are held with bank and financial institution counterparties with good credit rating.

**Bank Balances other than Cash & cash equivalents**

Bank Balances other than Cash and cash equivalents of ₹ 1168.83 Lakhs at March 31, 2020 ( March 31, 2019 : ₹ 71.10 Lakhs).
The Bank Balances other than cash and cash equivalents are held with bank and financial institution counterparties with good credit rating.

**Investments & Loan**

Investments & Loan are with only group company in relation to the project execution hence the credit risk is very limited.

**(B) Liquidity Risk**

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages liquidity risk by maintaining sufficient cash and marketable securities and by having access to funding through an adequate amount of committed credit lines. Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and financial liabilities including debt financing plans and maintenance of Balance Sheet liquidity ratios are considered while reviewing the liquidity position.

The Group's maximum exposure relating to financial guarantees and financial instruments is noted in note no. 22, 23, 24, 28, 29, 30 & 31 and the liquidity table below:

(₹ In Lakhs)

| Particulars | Less than 1 year | 1 to 5 years | Greater than 5 years | Total |
|---|---|---|---|---|
| **As at March 31, 2020** | | | | |
| **Financial Liabilities** | | | | |
| Borrowings | 21,795.63 | 2,76,060.73 | 2,76,957.62 | 5,74,813.98 |
| Future Interest on above borrowings | 46,279.76 | 1,84,371.17 | 70,472.42 | 3,01,123.35 |
| Trade payables | 71,055.12 | - | - | 71,055.12 |
| Lease Liability | 24.39 | 27.86 | | 52.25 |
| Others | 26,056.89 | 1,06,856.68 | 1,30,762.86 | 2,63,676.43 |
| **Total** | **1,65,211.78** | **5,67,316.44** | **4,78,192.91** | **12,10,721.13** |
| | | | | |
| **As at March 31, 2019** | | | | |
| **Financial Liabilities** | | | | |
| Borrowings | 12,775.84 | 1,47,067.87 | 3,36,217.72 | 4,96,061.43 |
| Future Interest on above borrowings | 37,644.86 | 1,34,631.12 | 91,288.89 | 2,63,564.87 |
| Trade payables | 43,023.10 | - | - | 43,023.10 |
| Others | 24,305.35 | 74,549.66 | 1,59,762.84 | 2,58,617.85 |
| **Total** | **1,17,749.15** | **3,56,248.65** | **5,87,269.45** | **10,61,267.25** |

**(C) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk:

1. Currency risk
2. Interest rate risk
3. Other price risk such as Commodity risk and Equity price risk.

**1. Currency risk**

The Group has several balances in foreign currency and consequently the group is exposed to foreign exchange risk. The exchange rate between the rupee and foreign currencies has changed substantially in recent years, which has affected the results of the Group, and may fluctuate substantially in the future. The Group evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

**2. 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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

**(₹ In Lakhs)**

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| **Financial assets** | | |
| **Fixed Interest bearing** | | |
| - Loans | 52.90 | 46.17 |
| - Deposits with Bank | 4,467.71 | 101.20 |
| | | |
| **Financial Liabilities** | | |
| **Fixed Interest bearing** | | |
| - Borrowings | 41,106.39 | 29,457.97 |
| **Variable Interest bearing** | | |
| - Borrowings | 4,83,057.54 | 4,30,430.55 |
| - NHAI | 50,650.05 | 36,172.91 |

**Interest rate sensitivity**

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

The Financial statements of certain Group companies have not presented the position of interest rate risk on Financial Assets and Liabilities separately. Hence, they have been presented net.

**(₹ In Lakhs)**

| Particulars | For the year ended 31-Mar-2020 | For the year ended 31-Mar-2019 |
|---|---|---|
| | | |
| **Increase in basis points** | 50 bps | 50 bps |
| Effect on profit before tax | 2,668.54 | 2,333.02 |
| | | |
| **Decrease in basis points** | 50 bps | 50 bps |
| Effect on profit before tax | (2,668.54) | (2,333.02) |

**47 : Tax Expense**

**(a) Major component of Income Tax and Deferred Tax** **(₹ In Lakhs)**

| Particulars | For the year ended 31-Mar-2020 | For the year ended 31-Mar-2019 |
|---|---|---|
| **Current tax:** | | |
| Tax on profit for the year | 2,668.18 | 765.97 |
| Tax on Other Comprehensive Income | 9.18 | (1.37) |
| **Current tax on total Comprehensive Income for the year** | **2,677.36** | **764.60** |
| Tax Reversal of earlier period | - | - |
| MAT credit entitlement | - | - |
| **Total Current tax** | **2,677.36** | **764.60** |
| | | |
| **Deferred Tax:** | | |
| Origination and reversal of temporary differences | (786.21) | 691.75 |
| **Total Deferred Tax** | **(786.21)** | **691.75** |
| | | |
| **Net Tax expense** | **1,891.15** | **1,456.35** |
| **Effective Income tax rate** | **-6.49%** | **-4.99%** |

**(b) Reconciliation of tax expense and the accounting profit multiplied by India's Domestic tax rate:** **(₹ In Lakhs)**

| Particulars | For the year ended 31-Mar-2020 | For the year ended 31-Mar-2019 |
|---|---|---|
| **Accounting profit/(loss) before tax** | **(29,158.07)** | **(29,159.35)** |
| Statutory income tax rate | 25.17% | 34.94% |
| Tax at statutory income tax rate | (7,338.50) | (10,189.44) |
| Unrecognised deferred tax assets on losses/ movement during tax holiday period | 14,348.21 | 12,480.15 |
| Other non deductible expenses | 1,547.16 | - |
| Share of profit of results of associates | (813.32) | (1,134.40) |
| Profits taxable at different rates for certain subsidiaries | (213.87) | 479.07 |
| Other items | 74.84 | (179.03) |
| Effect of Increase in Deferred Taxes | (786.21) | - |
| Tax on other comprehensive income | 9.18 | - |
| Effect of changes in Taxe rate | (988.44) | - |
| Tax for earlier years | 43.87 | - |
| Tax impact of knock off profit | (3,991.78) | |
| **Total** | **1,891.15** | **1,456.35** |

**(c) The details of income tax assets and liabilities as of March 31, 2020 and March 31,2019 are as follows:**

**(₹ In Lakhs)**

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|---|---|---|
| Income Tax Assets | 4,551.20 | 3,030.72 |
| Income Tax Liability | (430.47) | (94.24) |
| **Net Current Income tax assets/(liability) at the end** | **4,120.73** | **2,936.48** |

**(d) The gross movement in the current income tax asset/ (liability) for the years ended March 31, 2019 and March 31, 2018 is as follows :**

**(₹ In Lakhs)**

| Particulars | For the year ended 31-Mar-2020 | For the year ended 31-Mar-2019 |
|---|---|---|
| Net Income tax asset / (liability) as at the beginning | 2,936.48 | 1,799.96 |
| Income Tax Paid | 3,861.61 | 1,901.12 |
| Current Income Tax Expenses | (2,668.18) | (765.97) |
| Income tax on Other Comprehensive Income | (9.18) | 1.37 |
| **Net Income tax asset / (liability) as at the end** | **4,120.73** | **2,936.48** |

**(e) Deferred tax assets/liabilities:**

(₹ In Lakhs)

| Particulars | For the year ended 31-Mar-2020 | For the year ended 31-Mar-2019 |
|---|---|---|
| **Net Deferred Tax Asset as at the beginning** | **-** | **691.76** |
| | | |
| **Credits / (Charges) to Statement of Profit and Loss** | | |
| Difference between book and tax depreciation & business loss | - | - |
| Provision for Expected Credit Loss allowance on receivable and advances | - | - |
| Provision for compensated absences/Bonus/others | | |
| MAT Credit Entitlement | - | (691.76) |
| | | |
| **Net Deferred Tax Asset as at the end** | **-** | **-** |

**(f) Unrecognised Deferred Tax Assets and Liabilities**

As at 31 March 2020, there was no recognised deferred tax liability (31 March 2019: ₹ Nil) for taxes that would be payable on the unremitted earnings of certain of the Group's subsidiaries. The Group has determined that undistributed profits of its subsidiaries will not be distributed in the foreseeable future. The Parent does not foresee giving such a consent being given at the reporting date. Accordingly, the Group has not recognised any deferred tax liabilities for taxes amounting to ₹ 1,881.97 (March 31, 2019: ₹ 670.38) that would be payable on the Group's share in unremitted earnings of its subsidiaries because the Group controls when the liability will be incurred and it is probable that the liability will not be incurred in the foreseeable future.

Unused tax losses /unused tax credit for which no deferred tax assets is recognised amount to ₹ 5,52,868.44 lakhs and ₹ 4,93,918.56 lakhs as at March 31, 2020 and March 31, 2019 respectively.

**The unused tax losses expire as detailed below:**

(₹ In Lakhs)

| As at March 31,2020 | Within one year | Greater than one year, less than | Greater than five years | No expiry date | Total |
|---|---|---|---|---|---|
| Unutilised business losses | 1,112.49 | 68,886.01 | 66,038.31 | - | **1,36,036.81** |
| Unabsorbed depreciation | - | - | - | 4,15,770.66 | **4,15,770.66** |
| Unutilised MAT credit | - | - | 1,060.97 | - | **1,060.97** |
| **Total** | **1,112.49** | **68,886.01** | **67,099.28** | **4,15,770.66** | **5,52,868.44** |

| As at March 31,2019 | Within one year | Greater than one year, less than | Greater than five years | No expiry date | Total |
|---|---|---|---|---|---|
| Unutilised business losses | 1,397.22 | 33,936.77 | 69,169.74 | - | **1,04,503.73** |
| Unabsorbed depreciation | - | - | - | 3,88,013.40 | **3,88,013.40** |
| Unutilised MAT credit | - | - | 1,401.43 | - | **1,401.43** |
| **Total** | **1,397.22** | **33,936.77** | **70,571.17** | **3,88,013.40** | **4,93,918.56** |

**48 : Employee benefit plans**

**(a) Defined contribution plan**

The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

(₹ In Lakhs)

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Contribution in Defined Contribution Plans & Provident Fund & ESIC Super Annuation and NPS | 167.13 | 139.41 |

Contribution to Provident Fund is charged to accounts on accrual basis. The Group operates a defined contribution scheme with recognized provident fund. For this Scheme, contributions are made by the Group, based on current salaries, to recognized Fund maintained by the Group. In case of Provident Fund scheme, contributions are also made by the employees. An amount of ₹ 151.92 Lakh (Previous Period ₹ 75.18 Lakh) has been charged to the Profit & Loss Account on account of this defined contribution scheme.

**(b) Defined benefit plan**

The following amount recognized as an expense in Statement of profit and loss on account of Defined Benefit plans.

(₹ In Lakhs)

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Defined Benefit Plan - Gratuity & Leave Encashment | 36.12 | 24.91 |

**(i) Gratuity**

The group operates one defined plan of gratuity for its employees. Under the gratuity plan, every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The Gratuity benefit is funded through a defined benefit plan. For this purpose the Group has obtained a qualifying insurance policy from Life Insurance Corporation of India.

The following tables summaries the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

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(₹ In Lakhs)

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| **Amounts Recognised in Statement of profit and loss** | | |
| **Service Cost** | | |
| Current service cost | 53.47 | 27.73 |
| Past service cost | - | - |
| Interest cost on defined benefit obligation | 12.28 | 10.20 |
| Interest Income on plan assets | (18.43) | (13.02) |
| **Components of Defined benefits cost recognised in profit & loss** | **47.31** | **24.91** |
| | | |
| Remeasurment (gain)/loss - due to financials assumptions | 33.02 | (4.20) |
| Remeasurment (gain)/loss - due to experience adjustment | 87.78 | (6.59) |
| Return on plan assets excluding interest income | 1.28 | 0.72 |
| **Components of Defined benefits cost recognised in Other Comprehensive Income** | **122.07** | **(10.07)** |
| | | |
| **Total Defined Benefits Cost recognised in P&L and OCI** | **169.38** | **14.84** |
| | | |
| **Amounts recognised in the Balance Sheet** | | |
| Defined benefit obligation | 1,426.65 | 163.04 |
| Fair value of plan assets | 1,217.48 | 195.05 |
| **Funded Status** | **(209.17)** | **32.01** |
| | | |
| **Changes in the present value of the defined benefit obligation are as follows:** | | |
| Opening defined benefit obligation | 163.05 | 137.35 |
| Current service cost | 53.47 | 27.75 |
| Interest cost | 12.28 | 9.09 |
| Actuarial losses/(gain) on obligation | 117.14 | (9.84) |
| Benefits paid | (3.14) | (1.30) |
| **Closing defined benefit obligation** | **342.79** | **163.05** |
| | | |
| **Changes in the fair value of the plan assets are as follows:** | | |
| Opening fair value of plan assets | 195.05 | 151.89 |
| Interest Income | 18.43 | 13.02 |
| Remeasurment gain/(loss): | (0.65) | (1.64) |
| Contribution from employer | 153.56 | 33.98 |
| Mortality Charges & Taxes | (3.75) | (1.51) |
| Return on plan assets excluding interest income | (1.28) | (0.28) |
| Benefits paid | (3.31) | (0.41) |
| **Closing fair value of plan assets** | **358.05** | **195.05** |
| | | |
| **Net assets/(liability) is bifurcated as follows :** | | |
| Current | (13.41) | 28.96 |
| Non-current | (2.61) | 3.53 |
| **Net liability** | **(16.02)** | **32.49** |
| **Add:** | | |
| Provision made over and above actuarial valuation (considered current liability) | - | - |
| **Net total liability** | **(16.02)** | **32.49** |

**The principal assumptions used in determining gratuity benefit obligation for the Group's plans are shown below:**

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Discount rate | 6.58% | 7.54% |
| Mortality rate | Indian assured lives mortality (2006 -08) ultimate mortality table | Indian assured lives mortality (2006 -08) ultimate mortality table |
| Salary escalation rate (p.a.) | 7.00% | 7.00% |
| Disability Rate (as % of above mortality rate) | 0.00% | 0.00% |
| Withdrawal Rate | 1% to 5% | 1% to 5% |
| Normal Retirement Age | 58 Years | 58 Years |
| Average Future Service | 19.00 | 20.00 |

**The sensitivity analysis below have been determine based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.**

| Particulars | March 31, 2020 | | March 31, 2019 | |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Salary escalation (100 basis point movement) | 96.48 | 121.43 | 174.11 | 129.40 |
| Discount rate (100 basis point movement) | 120.02 | 97.02 | 129.40 | 174.40 |
| Attrition rate (100 basis point movement) | 108.32 | 107.47 | 151.38 | 147.56 |

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in expected rate of return on assets due to change in the market scenario.

**49 : Segment Reporting**

For management purposes, the Group is organised into business units based on its services and has single reportable segments namely " BOT and Annuity"

The Board of directors of the Parent Company monitors the operating results of this segment for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the Consolidated Financial Statements

**50 : Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

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

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

**(₹ In Lakhs)**

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Profit/(Loss) attributable to equity shareholders of the Company | **(30,178.37)** | **(29,444.97)** |
| Weighted average number of Equity shares for basic EPS | 10,00,000 | 10,00,000 |
| Weighted average number of Equity shares for diluted EPS | 8,25,91,912 | 8,25,91,912 |
| **Earnings Per Share** | | |
| Basic (₹) | (3,017.84) | (2,944.50) |
| Diluted (₹) | (3,017.84) | (2,944.50) |

Note :Since Loss per share is decreased when taking the compulsory convertible Debentures (CCD) into account, hence CCDs are anti dilutive in nature, therefore ignored in the calculation of Diluted Earning per Share

**Note 51 : Disclosure pursuant to Ind AS 37 - “Provisions, Contingent Liabilities and Contingent Assets”**

**(₹ In Lakhs)**

| Particulars | Provisions | | Total |
|---|---|---|---|
| | Provision for Resurfacing obligations | Provision for Construction Obligation | |
| Balance as at April 01, 2019 | 30,554.02 | 2,672.52 | 33,226.54 |
| Additional provisions made during the year | 11,139.81 | - | 11,139.81 |
| Provision used/reversed during the year | (11,398.17) | | (11,398.17) |
| **Balance as at March 31, 2020** | **30,295.66** | **2,672.52** | **32,968.18** |

**(₹ In Lakhs)**

| Particulars | Provisions | | Total |
|---|---|---|---|
| | Provision for Resurfacing obligations | Provision for Construction Obligation | |
| Balance as at April 01, 2018 | 20,571.46 | 2,672.52 | 23,243.98 |
| Additional provisions made during the year | 11,667.13 | - | 11,667.13 |
| Provision used/reversed during the year | (1,684.57) | | (1,684.57) |
| **Balance as at March 31, 2019** | **30,554.02** | **2,672.52** | **33,226.54** |

**Nature of Provisions:**

**i. Provision for Resurfacing obligations:** Contractual resurfacing cost represents the estimated cost that the Group is likely to incur during concession period as per the contract obligations in respect of completed construction contracts accounted under Ind AS 115 “Revenue for Contract with Customers”.

**ii. Provision for Construction Obligation:** The provision for Construction Obligation is for BOT project contract represents the value of expected cost to be incurred for construction recognised in accordance with Ind AS 115 “Revenue for Contract with Customers”.

**Note 52 : Contingent liabilities and Commitments (to the extent not provided for)**

**(₹ In Lakhs)**

| Sr. No. | Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|---|
| **(i)** | **Commitments:** | | |
| | i) Capital & Other Commitment | 2,83,364.17 | 4,62,742.86 |
| | | | |
| **Total** | | **2,83,364.17** | **4,62,742.86** |

The Group does not expect any outflow of economic resources in respect of the above and therefore no provision is made in respect thereof.

There are many interpretative issues relating to the Supreme Court (SC) judgement dated February 28, 2019 on Provident Fund (PF) as regards definition of PF wages and inclusion of certain allowances for the purpose of PF contribution, as well as effective date of its applicability. Having consulted and evaluated impact on its financial statements, the Group has implemented the changes as per clarifications vide the SC judgement dated February 28, 2019, with effect from March 1, 2019 i.e. immediate after pronouncement of the judgement, as part of statutory compliance. The Group will evaluate its position and act, in case there is any other interpretation of the same issues in future.

**53 : Disclosures pursuant to Ind AS 116 "Leases"**

(a) The Group has taken various commercial premises under cancellable operating leases.

(b) Details of the future minimum lease payments in respect of machineries acquired on non-cancellable operating leases during the year, are as follows:

Effective April 1, 2019, the Group has adopted Ind AS 116 “Leases” and applied the standard to all lease contracts existing on the date of initial application i.e. April 1, 2019. The Group has used the modified retrospective approach for transitioning to Ind AS 116 with right-of-use asset recognized at an amount equal to the lease liability. Accordingly, comparatives for the year ended March 31,2019 have not been retrospectively adjusted.

The Group also applied the available practical expedients wherein it:

- Used a single discount rate to a portfolio of leases with reasonably similar characteristics
- Relied on its assessment of whether leases are onerous immediately before the date of initial application
- Applied the short-term leases exemptions to leases with lease term that ends within 12 months of the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
- Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease

The Group has lease contracts for commercial premises in its operations, with lease terms of 3 years. Generally, the Group is restricted from assigning and subleasing the leased assets.

The Group had total cash outflows for leases of ₹ 28.57 Lakh in March 31, 2020.

Refer Note 5 for additions to right-of-use assets and the carrying amount of right-of-use assets as at March 31, 2020.

The effective interest rate for lease liabilities is 12.35%, Amounts recognized in the Statement of Profit and Loss

**(₹ In Lakhs)**

| Particulars | March 31, 2020 | March 31, 2019 |
|---|---|---|
| Depreciation expenses of Right-of-use assets | 24.56 | - |
| Interest expenses on lease liabilities | 7.12 | - |
| Variable lease payments not included in measurement of lease liabilities | 2.22 | - |
| **Total Amount recognised in profit and Loss** | **33.90** | **-** |

**54 : Group Information**

**Information about subsidiaries**

The consolidated financial statements of the Group includes subsidiaries listed in the table below:

| Sr. No. | Name of the Entity | Principal activities | Country of incorporation/ Principal place of business | % equity interest | |
|---|---|---|---|---|---|
| | | | | 31-Mar-20 | 31-Mar-19 |
| 1 | Ashoka Highways (Durg) Limited | Infrastructure | India | 51.00% | 51.00% |
| 2 | Ashoka Highways (Bhandara) Limited | Infrastructure | India | 51.00% | 51.00% |
| 3 | Ashoka Belgaum Dharwad Tollway Limited | Infrastructure | India | 100.00% | 100.00% |
| 4 | Ashoka Dhankuni Kharagpur Tollway Limited | Infrastructure | India | 100.00% | 100.00% |
| 5 | Ashoka Sambalpur Baragarh Tollway Limited | Infrastructure | India | 100.00% | 100.00% |
| 6 | Ashoka Kharar Ludhiana Road Limited | Infrastructure | India | 100.00% | 100.00% |
| 7 | Ashoka Ranastalam Anandapuram Road Limited | Infrastructure | India | 100.00% | 100.00% |
| 8 | Ashoka Ankleshwar Manubar Expressway Private Limited | Infrastructure | India | 100.00% | 100.00% |
| 9 | Ashoka Karadi Banwara Road Private Limited | Infrastructure | India | 100.00% | 100.00% |
| 10 | Ashoka Khairatunda Barwa Adda Road Limited | Infrastructure | India | 100.00% | 100.00% |
| 11 | Ashoka Mallasandra Karadi Road Private Limited | Infrastructure | India | 100.00% | 100.00% |
| 12 | Ashoka Belgaum Khanapur Road Private Limited | Infrastructure | India | 100.00% | 100.00% |
| 13 | Ashoka Bettadahalli Shivamogga Road Private Limited | Infrastructure | India | 100.00% | N.A. |

**Associates**

The Group has Equity interest in following entities

| Sr. No. | Name of the Entity | Principal activities | Country of incorporation/ Principal place of business | % equity interest | |
|---|---|---|---|---|---|
| | | | | 31-Mar-20 | 31-Mar-19 |
| 1 | Jaora - Nayagaon Toll Road Company Private Limited | Infrastructure | India | 37.74% | 37.74% |
| 2 | PNG Tollways Limited | Infrastructure | India | 26.00% | 26.00% |

**The Holding company**

The next senior and the holding company of the Ashoka Concessions Limited is Ashoka Buildcon Limited which is based and listed in India only.

**Entity with significant influence over the Group**

Macquarie SBI Infrastructure Investments Pte Limited owns 24.48% (PY 2019 - 24.48%) & SBI Macquarie Infrastructure Trust owns 9.52 % (PY 2019 - 9.52%) of the Equity shares in Ashoka Concessions Limited.

## 55 : Related Party Disclosures

### 55.1. Name of the Related Parties and Description of Relationship:

| Nature of Relationship | Name of Entity |
|---|---|
| Holding Company | Ashoka Buildcon Limited |
| | |
| Fellow Subsidiary Company | 1. Viva Highways Limited |
| | 2. GVR Ashoka Chennai ORR Limited |
| | 2. Viva Infrastructure Limited |
| | 3. Ashoka Technologies Private Limited |
| | |
| Associate Company | 1. Jaora - Nayagaon Toll Road Company Private Limited |
| | 2. PNG Tollway Ltd |
| | |
| Associate of Holding Company | 1. GVR Ashoka Chennai ORR Limited |
| | |
| Enterprise having significant influence | 1. Macquarie SBI Infrastructure Investment Pte Limited |
| | 2. SBI Macquaire Infrastructure Trust |
| | |
| Key Management Personnel | 1.Satish Parakh (Chairman) |
| | 2. Ashish Katariya (Managing Director) |
| | 3. Gyanchand Daga (Nominee Director of Ashoka Buildcon Limited) |
| | 4. Ravindra Vijaywarghiya (Chief Financial Officer) |
| | 5. Pooja Lopes (Company Secretery) |
| | 6. Sharad Abhyankar (Independent Director) |
| | 7. Rajendra Singhvi (Independent Director) |
| | |
| Relatives of Key Managerial Personnel : | 1. Ashok Motilal Katariya (Father of Ashish Katariya) |
| | 2. Aditya Parakh (Son of Satish Parakh) |
| | |

## ASHOKA CONCESSIONS LIMITED

**CIN : U45201MH2011PLC215760**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020**

**55.2 : Related Party Disclosures**

**(₹ In Lakhs)**

| Transactions during the year | As at the year ended | Holding Company | Fellow Subsidiary Company | Associate Company | Associate of Holding Company | Independent Directors | Key Management Personnel | Grand Total |
|---|---|---|---|---|---|---|---|---|
| 1. Operating Exps - Subcontracting Cost | March 31, 2020 | 2,11,810.60 | - | - | | - | - | 2,11,810.60 |
| | March 31, 2019 | 1,31,170.94 | - | - | | - | - | 1,31,170.94 |
| 2. Operating Exps - Major Maintenance | March 31, 2020 | 7,789.46 | | | | | | |
| | March 31, 2019 | 1,684.57 | | | | | | |
| 2. Toll Monitoring Services | March 31, 2020 | - | - | 53.10 | | - | - | 53.10 |
| | March 31, 2019 | - | - | 39.60 | | - | - | 39.60 |
| 3. Routine Maintenance | March 31, 2020 | - | - | 922.71 | | - | - | 922.71 |
| | March 31, 2019 | - | - | - | | - | - | - |
| 4. Sale of Asset | March 31, 2020 | - | - | 0.48 | | - | - | 0.48 |
| | March 31, 2019 | - | - | - | | - | - | - |
| 5. Interest Expenses | March 31, 2020 | 7,759.78 | 533.19 | 112.40 | | - | - | 8,405.37 |
| | March 31, 2019 | 4,076.56 | 465.91 | 108.06 | | - | - | 4,650.53 |
| 6. Interest Income | March 31, 2020 | - | - | - | 7.43 | - | - | 7.43 |
| | March 31, 2019 | - | - | - | 6.09 | - | - | 6.09 |
| 7. Rent Paid | March 31, 2020 | 17.70 | 16.01 | - | | - | 2.22 | 35.93 |
| | March 31, 2019 | 15.00 | 13.57 | - | | - | - | 28.57 |
| 8. Short term / Long term loans taken | March 31, 2020 | 27,402.31 | | 112.40 | | - | - | 27,514.71 |
| | March 31, 2019 | 43,872.51 | - | 97.26 | | - | - | 43,969.77 |
| 9. Repayment of Short term / Long term loan | March 31, 2020 | 16,593.75 | - | - | | - | - | 16,593.75 |
| | March 31, 2019 | 3,643.42 | - | - | | - | - | 3,643.42 |
| 10. Mobilisation Advance Given | March 31, 2020 | - | - | - | | - | - | - |
| | March 31, 2019 | 16,215.00 | - | - | | - | - | 16,215.00 |
| 11. Mobilisation Advance Recovery | March 31, 2020 | 5,577.42 | - | - | | - | - | 5,577.42 |
| | March 31, 2019 | 5,688.73 | - | - | | - | - | 5,688.73 |
| 12. Reimbursement of Expenses | March 31, 2020 | 229.23 | - | - | | - | - | 229.23 |
| | March 31, 2019 | 391.36 | - | - | | - | - | 391.36 |
| 13. Reimbursement of Expenses made | March 31, 2020 | 7.43 | - | - | | - | - | 7.43 |
| | March 31, 2019 | - | - | - | | - | - | - |
| 14. Salary Paid (Inclusive of Perquisite) | March 31, 2020 | - | - | - | | - | 133.95 | 133.95 |
| | March 31, 2019 | - | - | - | | - | 86.94 | 86.94 |
| 15. Director Sitting Fees | March 31, 2020 | - | - | - | | 15.60 | - | 15.60 |
| | March 31, 2019 | - | - | - | | 8.70 | - | 8.70 |

**55.3 : Related Party Disclosures**

**(₹ In Lakhs)**

| Closing Balances | As at the year ended | Holding Company | Fellow Subsidiary Company | Associate Company | Associate of Holding Company | Key Management Personnel | Other Related Party | Grand Total |
|---|---|---|---|---|---|---|---|---|
| 1. Trade Receivables | March 31, 2020 | - | - | 79.57 | | - | - | 79.57 |
| | March 31, 2019 | - | - | 3.56 | | - | - | 3.56 |
| | | | | | | | | |
| 2. Trade Payables | March 31, 2020 | 63,929.99 | 3.04 | - | | - | - | 63,933.03 |
| | March 31, 2019 | 41,561.24 | - | - | | - | - | 41,561.24 |
| | | | | | | | | |
| 3. Other Liabilities | March 31, 2020 | 13.29 | - | - | | - | - | 13.29 |
| | March 31, 2019 | 261.18 | - | - | | - | - | 261.18 |
| | | | | | | | | |
| 4. Long-Term Borrowings | March 31, 2020 | 72,960.97 | 5,011.79 | 1,332.32 | | - | 8,406.93 | 87,712.01 |
| | March 31, 2019 | 61,577.00 | 4,531.92 | 1,219.92 | | - | 8,406.93 | 75,735.77 |
| | | | | | | | | |
| 5. Loans/ Advances | March 31, 2020 | - | - | - | 52.90 | - | - | 52.90 |
| | March 31, 2019 | - | - | - | 40.74 | - | - | 40.74 |
| | | | | | | | | |
| 6. Other Receivable | March 31, 2020 | 7.48 | - | 0.48 | | - | - | 7.96 |
| | March 31, 2019 | - | - | - | | - | - | - |
| | | | | | | | | |
| 7. Corporate Guarantee by holding company | March 31, 2020 | 3,102.49 | - | - | | - | - | 3,102.49 |
| | March 31, 2019 | 1,312.28 | - | - | | - | - | 1,312.28 |
| | | | | | | | | |
| 8. Mobilisation Advance Receivable | March 31, 2020 | 10,885.35 | - | - | | - | - | 10,885.35 |
| | March 31, 2019 | 20,450.00 | - | - | | - | - | 20,450.00 |
| | | | | | | | | |
| 9. Remuneration Payable (Inclusive of Perquisite) | March 31, 2020 | - | - | - | | 23.03 | - | 23.03 |
| | March 31, 2019 | - | - | - | | 24.23 | - | 24.23 |
| | | | | | | | | |
| 10. Advance given to purchase shares | March 31, 2020 | 11,701.25 | - | - | | - | - | 11,701.25 |
| | March 31, 2019 | 11,701.25 | - | - | | - | - | 11,701.25 |

### Note 56 : Material Partly Owned subsidiaries

Financial information of subsidiaries that have material non-controlling interests is provided below :
Proportion of equity interest held by non-controlling interests.

**(₹ In Lakhs)**

| Name of Entity | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Ashoka Highways (Durg) Ltd. | 49.00% | 49.00% |
| Ashoka Highways (Bhandara) Ltd. | 49.00% | 49.00% |

**Networth attributable to Non Controlling Interest**

**(₹ In Lakhs)**

| Name of Entity | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Ashoka Highways (Durg) Ltd. | 845.39 | 1,713.39 |
| Ashoka Highways (Bhandara) Ltd. | - | - |

**Profit / (loss) attributable to Non Controlling Interest**

**(₹ In Lakhs)**

| Name of Entity | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Ashoka Highways (Durg) Ltd. | (868.00) | (1,172.53) |
| Ashoka Highways (Bhandara) Ltd. | - | - |

**The Summarised Information of these Subsidiaries are provided below. The information is based on amounts before inter company eliminations**

**Summarised Statement of Profit & Loss for the year ended March 31, 2020 :**

| Particulars | Ashoka Highways (Durg) Ltd. | Ashoka Highways (Bhandara) Ltd. |
|---|---|---|
| Revenue | 7,994.01 | 7,214.58 |
| Operating Expenses | 1,829.99 | 1,698.27 |
| Employee Benefits Expenses | 325.94 | 302.34 |
| Finance Costs | 3,934.70 | 5,163.58 |
| Depreciation and Amortisation | 3,549.51 | 2,863.86 |
| Other Expenses | 112.38 | 68.39 |
| **Profit before Tax** | **(1,758.51)** | **(2,881.86)** |
| Income tax | | - |
| **Profit before the year from Continuing operations** | **(1,758.51)** | **(2,881.86)** |
| Other comprehensive income | (12.44) | (21.22) |
| **Total comprehensive income** | **(1,770.95)** | **(2,903.08)** |
| Attributable to non-controlling interests | (868.00) | - |

**Summarised Statement of Profit & Loss for the year ended March 31, 2019 :**

| Particulars | Ashoka Highways (Durg) Ltd. | Ashoka Highways (Bhandara) Ltd. |
|---|---|---|
| Revenue | 8,020.27 | 6,837.76 |
| Operating Expenses | 1,994.22 | 1,883.32 |
| Employee Benefits Expenses | 300.86 | 264.33 |
| Finance Costs | 3,908.27 | 4,896.66 |
| Depreciation and Amortisation | 4,117.58 | 3,182.64 |
| Other Expenses | 91.37 | 138.07 |
| **Profit before Tax** | **(2,392.03)** | **(3,527.26)** |
| Income tax | - | - |
| **Profit before the year from Continuing operations** | **(2,392.03)** | **(3,527.26)** |
| Other comprehensive income | 0.19 | (1.08) |
| **Total comprehensive income** | **(2,391.84)** | **(3,528.34)** |
| Attributable to non-controlling interests | (1,172.53) | - |

**Summarised Statement of Balance Sheets for the year ended March 31,2020 :**

| Particulars | Ashoka Highways (Durg) Ltd. | Ashoka Highways (Bhandara) Ltd. |
|---|---|---|
| Current Assets | 733.84 | 1,772.06 |
| Non-Current Assets | 42,921.06 | 34,848.67 |
| Current Liabilities | 8,185.15 | 8,353.30 |
| Non-Current Liabilities | 29,918.65 | 39,514.02 |
| **Total Equity** | 5,551.11 | (11,246.59) |
| Attributable to | | |
| Equity holders of Parent | 4,705.72 | (11,246.59) |
| Non-Controlling Interest | 845.39 | - |

**Summarised Statement of Balance Sheets for the year ended March 31, 2019 :**

| Particulars | Ashoka Highways (Durg) Ltd. | Ashoka Highways (Bhandara) Ltd. |
|---|---|---|
| Current Assets | 1,559.58 | 1,244.07 |
| Non-Current Assets | 46,539.04 | 37,815.32 |
| Current Liabilities | 3,800.73 | 2,546.19 |
| Non-Current Liabilities | 36,975.83 | 44,856.72 |
| **Total Equity** | 7,322.06 | (8,343.52) |
| Attributable to | | |
| Equity holders of Parent | 5,608.67 | (8,343.52) |
| Non-Controlling Interest | 1,713.39 | - |

**Note 57 : Investment in Associates**

The Group has 37.74% interest in Jaora Nayagaon Toll Road Company Pvt. Ltd which is a Special Purpose Entity incorporated on 10th July 2007 under the provisions of the Companies Act, 1956. In pursuance of the Contract with the Madhya Pradesh Road Development Corporation Ltd. ("MPRDC") to “Design, engineering, construction, development, finance, operation and maintenance for two to four laning from Jaora Nayagaon section from KM 30/6 to Rajasthan border on SH – 31 (Change from 125.00 to 252.812 · 127.812 Km) in the state of M.P.(Order no. 4917/4469/19/Yoj/2006, Dated 28/07/2007 ) on Build-Operate-Transfer (BOT) basis” as per the concession agreement dated August 20, 2007 entered in with the MPRDC.

| Summarised balance sheet | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Current assets | 14,447.92 | 16,233.00 |
| Non-current assets | 1,00,711.10 | 98,147.54 |
| Current liabilities | (9,121.15) | (9,410.54) |
| Non-current liabilities | (48,261.24) | (55,756.06) |
| **Equity** | **57,776.63** | **49,213.94** |
| Proportion of the Group’s ownership | 37.74% | 37.74% |
| **Carrying amount of the investments excluding Goodwill** | **21,804.90** | **18,573.34** |

| | | |
|---|---|---|
| **Carrying amount of the investments** | **21,804.90** | **18,573.34** |

| Summarised statement of profit and loss | 31-Mar-20 | 31-Mar-19 |
|---|---|---|
| Revenue | 19,059.10 | 21,468.83 |
| Employee benefits expense | 617.66 | 467.49 |
| Finance Costs | 5,909.41 | 6,222.59 |
| Operation and Maintenance Expenses | 2,365.39 | 2,308.32 |
| Depreciation and amortization Expenses | 2,509.17 | 2,299.56 |
| **Profit before tax** | **7,657.47** | **10,170.87** |
| Income tax expense | 905.23 | (1,569.88) |
| **Profit for the year** | **8,562.70** | **8,600.99** |
| **Other comprehensive income** | 15.72 | 0.87 |
| **Total comprehensive income for the year** | **8,578.42** | **8,601.86** |
| **Group’s share of profit for the year** | **3,231.56** | **3,246.33** |

**Note 58 : Statutory Group Information**

**Notes to consolidated financial statements for the year ended March 31, 2020**

| Sr. No. | Name of the entity | Net Assets | | Share in Profit / (Loss) | | Share in Other Comprehensive Income | | Share in Total Comprehensive Income | |
|---|---|---|---|---|---|---|---|---|---|
| | | As % of consolidated net assets | Amount | As % of consolidated net profit | Amount | As % of consolidated other comprehensive income | Amount | As % of consolidated total comprehensive income | Amount |
| | | | | | | | | | |
| A | **Parent Company** | % | | % | | % | | % | |
| | Ashoka Concessions Limited | (381.55)% | 1,46,680.27 | 71.02 % | (22,045.49) | 10.33 % | (16.41) | 70.71 % | (22,061.90) |
| | | | | | | | | | |
| B | **Subsidiaries** | % | | % | | % | | % | |
| | Ashoka Highways Durg Ltd | (14.44)% | 5,551.11 | 5.67 % | (1,758.51) | 7.83 % | (12.44) | 5.68 % | (1,770.95) |
| | Ashoka Highways Bhandara Ltd | 29.25 % | (11,246.59) | 9.28 % | (2,881.86) | 13.36 % | (21.22) | 9.31 % | (2,903.08) |
| | Ashoka Belgaum Dharwad Tollway Limited | 67.16 % | (25,818.29) | 21.91 % | (6,801.54) | 14.98 % | (23.80) | 21.88 % | (6,825.34) |
| | Ashoka Dhankuni Kharagpur Tollway Limited | 158.19 % | (60,813.65) | 56.94 % | (17,675.43) | 45.43 % | (72.16) | 56.89 % | (17,747.59) |
| | Ashoka Sambalpur Baragarh Tollway Limited | (60.75)% | 23,353.91 | 18.98 % | (5,892.61) | 8.06 % | (12.80) | 18.93 % | (5,905.40) |
| | Ashoka Kharar Lidhiana Road Limited | (45.71)% | 17,572.99 | (1.50)% | 464.74 | 0.00 % | - | (1.49)% | 464.74 |
| | Ashoka Ransatalam Anandpuram Road Limited | (37.63)% | 14,466.74 | (8.43)% | 2,617.47 | 0.00 % | - | (8.39)% | 2,617.47 |
| | Ashoka Ankleshwar Manubar Expressway Pvt Ltd. | (28.40)% | 10,919.89 | 0.28 % | (85.49) | 0.00 % | - | 0.27 % | (85.49) |
| | Ashoka Karadi Banwara Road Pvt Ltd. | (12.76)% | 4,907.25 | (2.74)% | 849.82 | 0.00 % | - | (2.72)% | 849.82 |
| | Ashoka Khairatunda Barwa Adda Road Ltd. | (11.73)% | 4,508.16 | (4.89)% | 1,518.99 | 0.00 % | - | (4.87)% | 1,518.99 |
| | Ashoka Mallasandra Karadi Road Pvt Ltd. | (10.88)% | 4,183.24 | (1.98)% | 613.85 | 0.00 % | - | (1.97)% | 613.85 |
| | Ashoka Belgaum Khanapur Road Pvt Ltd. | (10.95)% | 4,209.21 | (3.04)% | 944.69 | 0.00 % | - | (3.03)% | 944.69 |
| | Ashoka Bettadahalli Shivamogga Road Pvt Ltd | (0.01)% | 4.22 | 0.00 % | (0.78) | 0.00 % | - | 0.00 % | (0.78) |
| | | | | | | | | | |
| C | **Associates** | | | | | | | | |
| | Jaora Nayagaon Toll Road Company Private Ltd | 0.00% | | (10.41)% | 3,231.56 | 0.00% | | (10.36)% | 3,231.56 |
| | | | | | | | | | |
| | **Grand Total (A + B + C) :** | **(360.21)%** | **1,38,478.46** | **151.10%** | **(46,900.59)** | **100.00%** | **(158.83)** | **150.84%** | **(47,059.42)** |
| | | | | | | | | | |
| D | **Eliminations** | 460.21% | (1,76,922.06) | (51.10)% | 15,860.57 | | - | (50.84)% | 15,860.57 |
| | | | | | | | | | |
| | **Grand Total (A + B + C + D) :** | **100.00%** | **(38,443.60)** | **100.00%** | **(31,040.02)** | **100.00%** | **(158.83)** | **100.00%** | **(31,198.85)** |

**ASHOKA CONCESSIONS LIMITED**
**CIN : U45201MH2011PLC215760**
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED MARCH 31, 2020**

**Note 58 : Statutory Group Information**

**Notes to consolidated financial statements for the year ended March 31, 2019**

| Sr. No. | Name of the entity | Net Assets | | Share in Profit / (Loss) | | Share in Other Comprehensive Income | | Share in Total Comprehensive Income | |
|---|---|---|---|---|---|---|---|---|---|
| | | As % of consolidated net assets | Amount | As % of consolidated net profit | Amount | As % of consolidated other comprehensive income | Amount | As % of consolidated total comprehensive income | Amount |
| | | | | | | | | | |
| A | **Parent Company** | % | | % | | % | | % | |
| | Ashoka Concessions Limited | (2278.44)% | 1,68,586.89 | 24.13 % | (7,387.38) | (18.56)% | 2.74 | 24.11 % | (7,384.64) |
| | | | | | | | | | |
| | | | | | | | | | |
| B | **Subsidiaries** | % | | % | | % | | % | |
| | Ashoka Highways Durg Ltd | (98.96)% | 7,322.05 | 7.81 % | (2,392.03) | (1.29)% | 0.19 | 7.81 % | (2,391.84) |
| | Ashoka Highways Bhandara Ltd | 112.76 % | (8,343.52) | 11.52 % | (3,527.26) | 7.29 % | (1.08) | 11.52 % | (3,528.34) |
| | Ashoka Belgaum Dharwad Tollway Limited | 270.20 % | (19,992.98) | 18.11 % | (5,545.55) | 3.62 % | (0.53) | 18.11 % | (5,546.08) |
| | Ashoka Dhankuni Kharagpur Tollway Limited | 625.58 % | (46,288.03) | 54.70 % | (16,746.65) | 104.54 % | (15.43) | 54.72 % | (16,762.08) |
| | Ashoka Sambalpur Baragarh Tollway Limited | (337.13)% | 24,945.15 | 19.14 % | (5,861.48) | 4.40 % | (0.65) | 19.14 % | (5,862.13) |
| | Ashoka Kharar Lidhiana Road Limited | (182.12)% | 13,475.28 | (2.88)% | 882.34 | 0.00 % | - | (2.88)% | 882.34 |
| | Ashoka Ransatalam Anandpuram Road Limited | (124.30)% | 9,197.26 | (4.68)% | 1,432.65 | 0.00 % | - | (4.68)% | 1,432.65 |
| | Ashoka Ankleshwar Manubar Expressway Pvt Ltd. | (87.57)% | 6,479.39 | 0.11 % | (34.45) | 0.00 % | - | 0.11 % | (34.45) |
| | Ashoka Karadi Banwara Road Pvt Ltd. | (51.17)% | 3,786.43 | 0.23 % | (70.61) | 0.00 % | - | 0.23 % | (70.61) |
| | Ashoka Khairatunda Barwa Adda Road Ltd. | (37.71)% | 2,790.18 | 0.26 % | (79.57) | 0.00 % | - | 0.26 % | (79.57) |
| | Ashoka Mallasandra Karadi Road Pvt Ltd. | (46.79)% | 3,462.39 | 0.13 % | (39.62) | 0.00 % | - | 0.13 % | (39.62) |
| | Ashoka Belgaum Khanapur Road Pvt Ltd. | (40.94)% | 3,029.53 | (1.58)% | 482.39 | 0.00 % | - | (1.57)% | 482.39 |
| | | | | | | | | | |
| C | **Associates** | | | | | | | | |
| | Jaora Nayagaon Toll Road Company Private Ltd | 0.00 % | | (10.60)% | 3,246.33 | 0.00 % | | (10.60)% | 3,246.33 |
| | | | | | | | | | |
| | **Grand Total (A + B + C) :** | **(2276.59)%** | **1,68,450.02** | **116.40%** | **(35,640.89)** | **100.00%** | **(14.76)** | **116.41%** | **(35,655.66)** |
| | | | | | | | | | |
| D | **Eliminations** | 2376.59 % | (1,75,849.25) | (16.41)% | 5,023.83 | | - | (16.40)% | 5,023.83 |
| | | | | | | | | | |
| | **Grand Total (A + B + C + D) :** | **100.00%** | **(7,399.23)** | **99.99%** | **(30,617.06)** | **100.00%** | **(14.76)** | **100.01%** | **(30,631.83)** |

**59 Exceptional Items**

a) PNG Tollways Limited ('PNG'), an associate of the Group, had terminated its service concession agreement with National Highways Authority of India ('NHAI') and claimed the terminated payment in 2016. Further, the majority partner had claimed shortfall funding from the Group for which arbitration proceeding were going on. During the previous year the said arbitration proceedings was completed and the Group was directed to make payment to majority partner amounting to ₹ 5,733 lakhs along with the interest. Also, subsequent to year-end, NHAI had settled the termination payment which was apportioned between the Group and majority partner after discharging the lender's obligation. Accordingly, the Group had recognised net amount payable to ₹ 1,451 lakhs in previous year and was disclosed it as an exceptional item. Further in the current year, the Group has entered into a Settlement Agreement ('SA') with majority partner and as a result, an additional interest liability of ₹ 212.71 lakhs has been agreed and accounted as finance cost in these Consolidated financial statements.

**60 Details of dues to micro and small enterprises as per MSMED Act, 2006**

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Group owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Group.

**61** The Company was subject to search proceedings under Income Tax Act,1961 in the month April 2016, and consequently had filed revised return under protest for Financial Year (FY) 2011-12 to FY 2016-17. In 2019, the company has received assessment orders for remaining years i.e. for FY 2013-14 & 2014-15. There are no additions made during assessment proceedings and accordingly it has no impact on financial statements.

**62 Significant accounting judgement, estimates and assumptions**

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the grouping disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

**Estimates and assumptions**

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

**Significant Judgement in Application of Ind AS 115**

The Group applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:

**Project Revenue and Costs**

The percentage-of-completion method places considerable importance on accurate estimates of the extent of progress towards completion and may involve estimates on the scope of deliveries and services required for fulfilling the contractually defined obligations. These significant estimates include total contract costs, total contract revenues, contract risks, including technical, political and regulatory risks, and other judgments. The Group re-assesses these estimates on periodic basis and makes appropriate revisions accordingly.

**Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

Significant management judgement is required to determine the amount of deferred tax assets (including MAT credit) that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

**Service Concession Arrangement**

The Cash flow model indicates the cash flow to be generated over the project lifecycle. The key inputs of the model comprise of revenue inflows (Toll / annuity), expenses to incurred to earn the revenue, estimations on cost to build and maintain the asset, interest obligations based on financing pattern and other operational efficiencies. These inputs are based on circumstances existing and management judgement / assumption on the future expectations based on current situations. Judgements include management view on expected earnings in future years, changes in interest rates, cost inflation, government policy changes, etc. These input assumptions could affect the reported cash flow from the related assets and accordingly these assumptions are reviewed periodically.

**Property, plant and equipment**

Refer Note 2(h) for the estimated useful life of Property, plant and equipment. The carrying value of Property, plant and equipment has been disclosed in Note 3.

**Amortisation of Intangible assets**

The intangible assets which are recognized in the form of Right to charge users of the infrastructure asset are amortized by taking proportionate of actual revenue received for the year over Total Projected Revenue from project to Cost of Intangible assets. The estimation of total projection revenue requires significant assumption about expected growth rate and traffic projection for future. All assumptions are reviewed at each reporting date.

**Fair value measurement of financial instruments**

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

**Impairment of financial assets**

The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**Compulsorily Convertible Debentures (CCDs)**

As per the Shareholders Agreement and Share Subscription Cum Share Purchase Agreement, Class B and Class C CCDs shall automatically converts into equity shares once conversion option has been exercised for Class A CCDs. Any additional numbers of equity shares to be allotted to Investors for certain obligations assumed by Promotors would be reduced from the equity shares to be allotted to Promotors and the Company does not have any obligation towards the same. In all circumstances, the total number of equity shares to be issued by the Company on conversion of CCDs shall remain fixed. Further details about conversion are given in Note 18.

**Employee Benefit Plans**

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

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

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

Further details about gratuity obligations are given in Note 48.

**63 COVID-19 Impact**

The Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. Execution of EPC contracts undertaken by the Group were temporarily suspended during nationwide lockdown. Further, as per the directions of the Ministry of Road Transport & Highways (MoRTH)/National Highway Authority of India (NHAI), operations at the toll plazas of its subsidiaries and associates (the 'Toll SPVs') of the Group were closed down w.e.f. March 26, 2020. The Toll operations were resumed from the April 20, 2020 by ensuring compliance with the preventive measures in terms of guidelines/instructions issued by Government of India (GOI) and which impacted the traffic of the respective Toll SPVs. Further, construction activities were also resumed gradually in the phased manner. The Group believes this is temporary in nature and based on the various initiatives announced by GOI, this may not result in any significant financial impact on the Group.

The management has considered internal and external sources of information up to the date of approval of these consolidated financial results, in assessing the recoverability of investments and assets, liquidity, financial position and operations of the Group including impact on estimated construction cost to be incurred towards projects under execution and based on the management's assessment, there is no material impact on the consolidated financial results of the Group.

Considering the uncertainties involved in estimating the impact of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these consolidated financial results.

**64 Going Concern**

The Group has incurred substantial losses during the year of ` 31,198.87 lakhs and the current liabilities are substantially in excess of the current assets as at March 31, 2020 by ` 31,255.53 lakhs. The holding company (Ashoka Buildcon Limited) has been funding the operational and other deficits of the Group. Based on support letter from the holding company to support Group's operations and other obligations, the management is of the view that sufficient cash flow would be available for the Group and accordingly, the Consolidated IND AS financial statements have been prepared on going concern basis.

**65 Events after reporting period**

No Subsequent event has been observed which may required an adjustment to the balance sheet.

**66 Previous year comparatives**

Previous year's figures have been regrouped/reclassified, wherever necessary, to conform to current year classification.

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As per our report of even date attached
**For S R B C & CO LLP**
**Chartered Accountants**
ICAI Firm Registration Number: 324982E/E300003

For & on behalf of the Board of Directors
**Ashoka Concessions Limited**

**per Suresh Yadav**
Partner
Membership No.: 119878

Place: Mumbai
Date: September 29, 2020

| **Pooja A Lopes** | **Ravindra M Vijayvargiya** | **Paresh C Mehta** | **Ashish A Katariya** |
|---|---|---|---|
| Company Secretary | Chief Financial Officer | Director | Managing Director |
| | | DIN - 03474498 | DIN - 00580763 |

Place: Mumbai
Date: September 29, 2020