# FINANCIAL STATEMENT 2017-2018

# **NARMADA BRIDGE TOLLWAY LIMITED**

#### INDEPENDENT AUDITOR'S REPORT

#### TO THE MEMBERS OF NARMADA BRIDGE TOLLWAY LIMITED

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of Narmada Bridge Tollways Limited('the Company'), which comprise the balance sheet as at 31 March 2018, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act

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

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

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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#### Opinion

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

#### **Emphasis of Matter**

We draw attention to note no. 24 to the financial statements which indicates that net worth of the company is negative as on 31.03.2018. as the accumulated losses have exceeded the paid up share capital of the company. In terms with MOU with NHAI dated 17.07.2013, concession agreement dated 23.07.2012 between NHAI and the company stands foreclosed with mutual consent. Company has preferred a claim before Arbitral tribunal for reimbursement of cost and expenses incurred by it for repair and rehabilitation work of old Narmada Bridge amounting to Rs. 3,366 lakhs. The company is financially supported by holding company to discharge its obligations. Despite Negative net-worth, the management is confident of continuity of business and views the entity as going concern. These conditions indicate existence of material uncertainty that may cast significant doubt about the company's ability to continue as a going concern.

#### **Report on Other Legal and Regulatory Requirements**

- 1. 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 Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.;
- (d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
- (e) on the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - The company has no pending litigation which would impact its financial position

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except those disclosed in financial statements;

- ii. The company did not have any long-term contract including derivative contract for which there were any material foreseeable losses;
- iii. There were no amounts which were required by the company to be transferred to the Investor Education and Protection Fund, and;
- 2. As required by Section 143(3) of the Act, based on our audit we report that:

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure B, a statement on the matters specified in the paragraph 3 and 4 of the Order.

For Gianender & Associates Chartered Accountants (Firm's Registration No. 004661N)

> R.K. Agrawal (Partner)

(M No. 085671)

Place: New Delhi

Date 0 2 MAY 2018

#### ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Narmada Bridge Tollways Limitedof even date)

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 Narmada Bridge Tollways Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

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# **Meaning of Internal Financial Controls over Financial Reporting**

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

#### Inherent Limitations of Internal Financial Controls over Financial Reporting

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

#### **Opinion**

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

For Gianender & Associates Chartered Accountants (Firm's Registration No. 004661N)

**NEW DELHI** 

R.K. Agrawal (Partner) (M No. 085671)

Place: New Delhi

Date: 0 2 MAY 2018

Annexure 'B' to the Independent Auditor's Report of Narmada Bridge Tollways Limited for the Year ended as on 31<sup>st</sup> March 2018

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

- i. The company has no Fixed Assets as on 31.03.2018. Therefore the paragraph 3(I) of the order is not applicable to the company.
- ii. With the company, there is no inventory in hand at any point of time, hence paragraph 3(ii) of the order is not applicable to the company.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, limited liabilities partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, reporting under clause (a) to (c) of Para 3(iii) are not applicable.
- iv. The company has not entered into any transaction in respect of loans, investments, guarantee and securities, which attracts compliance to the provisions of section 185 & 186 of Companies act, 2013. Therefore paragraph 3(iv) of the order is not applicable to the company.
- v. The Company has not accepted deposits in terms of the provisions of section 73 to 76 of the Companies Act, 2013 and rules framed there under. Therefore the paragraph 3(v) of the Order is not applicable to the company.
- vi. The sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company, hence paragraph 3(vi) of the order is not applicable to the company.
- vii. a) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the company has been generally regular in depositing undisputed statutory dues including provident fund, employee state insurance, income tax, service tax, value added tax, cess and other statutory dues during the year with the appropriate authorities. As on 31<sup>st</sup> March 2018, there are no undisputed statutory dues payables for period exceeding for a period more than six month from the date they become payable.
  - b) According to the information and explanations given to us, there were no statutory dues pending in respect of income tax, sales tax, VAT, custom duty and cess etc. on account of any dispute.
- viii. The company has not taken any loans from banks, financial institution or Government and not issued any debenture during the year or in any previous year, hence paragraph 3(viii) of the order is not applicable to the company.
- ix. The company has not raised any money by way of initial public offer or further public offer and term loan, hence paragraph 3(ix) of the order is not applicable to the company.
- x. According to the information and explanation given to us by the management which have been relied by us, there were no frauds on or by the company noticed or reported during the period under audit.
- xi. The company has not paid any managerial remuneration, hence paragraph 3(ix) of the order is not applicable to the company.
- xii. The company is not a Nidhi Company, therefore para 3(xii) of the Order is not applicable to the company.
- xiii. In our opinion and according to the information provided to us, the transaction entered with the related partied are in compliance with section 177 and 188 of the Act and are disclosed in the financial statements as required by the applicable accounting standards.

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- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, therefore para 3(xiv) of the order is not applicable to the company.
- xv. According to the information provided to us, the company has not entered into any non-cash transaction with directors or the persons connected with him covered under section 192 of the Companies Act 2013. Therefore, paragraph 3(xv) of the Order is not applicable to the company.
- xvi. According to the information provided to us, the company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934. Therefore, paragraph 3(xvi) of the Order is not applicable to the company.

For Gianender & Associates Chartered Accountants (Firm's Registration No. 004661N)

NEW DELHI

R.K. Agrawal

(Partner)

(M No. 085671)

Place: New Delhi

Date: 0 2 MAY 2018

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# Narmada Bridge Tollway Limited Balance Sheet as on 31st March, 2018

(All amounts are in Rs lakhs, unless stated otherwise)

Particular	Note	As at March 31, 2018	As at March 31, 2017
ASSETS			
Current assets	į		
Financial Assets			
Cash and cash equivalents	4	75.22	105.07
Other financial asset	5	0.11	1.21
Current Tax Assets (Net)	6	0.62	-
Other current assets	7	0.35	0.35
Total Current Assets		76.30	106.63
Total Accords		70 20 1	400.02
Total Assets		76.30	106.63
EQUITY AND LIABILITIES Equity			
Equity share capital	8	5.00	5.00
Other equity		0.00	5.55
Capital contribution from holding Company	9	2,715.00	2,710.00
Reserves and surplus	10	(3,544.68)	(3,510.06)
1 (Cool 1 Cool and Carpias	"	(0,011.00)	(0,0.00)
Total Equity		(824.68)	(795.06)
LIABILITIES			
Current Liabilities	l l	ł	
Financial Liabilities			
Other financial liabilities	11	888.45	888.51
Provisions	12	12.29	12.27
Current Tax Liabilities (Net)	13	-	0.89
Other current liabilities	14	0.25	0.01
Total Current Liabilities		900.98	901.68
Total Equity and Liabilities		76.30 🖟	106.63

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

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As per our report of even date attached

For Gianender & Associates

Chartered Accountants
Firm Registration No. 004661

Partner — )
Membership No.:085671

RK Agrawal

For and on behalf of the Board of Directors

Ravindra Singh

(Director)

DIN No : 02992019

Mahesh Sitaram Gaikwad

(Director)

DIN No : 06664942

Place: New Delhi

Date: 02-May-201&

Place: Mumbai Date: 02-May-2018

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

(All amounts are in Rs lakhs, unless stated otherwise)

Particular	Note	For the year ended March 31, 2018	For the year ended March 31, 2017
Continuing Operations			
Other Income	15	4.14	4.60
Total Income		4.14	4.60
Expenses			
Finance costs	16	-	0.01
Other expenses	17	38.76	0.50
Total expenses		38.76	0.51
Profit / (loss) before exceptional items and tax		(34.62)	4.09
Exceptional Items		-	-
Profit / (loss) before tax		(34.62)	4.09
Tax expense			
Current tax		-	1.23
Profit/(Loss) for the year		(34.62)	2.86
Earnings per equity share of Rs. 10 each :	18		
Basic earnings per share	'	(69.24)	5.73
Diluted earnings per share		(69.24)	5.73

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

As per our report of even date attached

For Gianender & Associates

Chartered Accountants

Firm Registration No. 004661N

R K Agrawai

Place: New Delhi

Date: 02-May-2018

Partner

Membership No.:085671

For and on behalf of The Board of Directors

Ravindra Singh

(Director)

DIN No : 02992019

Mahesh Sitaram Gaikwad

(Director)

DIN No : 06664942

Place: Mumbai Date: 02-May-2018

(va)

Narmada Bridge Tollway Limited Cashflow statement for the year ended 31st March, 2018 (All amounts are in Rs. lakhs, unless stated otherwise)

Particular	Year ended 31 March 2018	Year ended 31 March 2017
Cash Flow from operating activities		
Profit before income tax including discontinued		
operations	(34.62)	4.09
Adjustments for		
Depreciation and amortisation expenses		-
Finance costs	-	0.01
Interest Income	(4.14)	(4.60)
Change in operating assets and liabilities		
Increase/(decrease) in other financial assets	1.10	(1.21)
(Increase)/decrease in Non-current Tax assets (net)	(0.62)	-
Increase/(decrease) in other financial liabilities-Current	(0.06)	0.10
Increase/(decrease) in short term provisions	0.02	-
Increase/(decrease) in other current liabilities	0.23	(0.01)
	(38.09)	(1.62)
Cash generated from operations		(0.00)
Income taxes paid  Net cash inflow from operating activities	(38.09)	(0.09)
Cash flow from investing activities:		
Interest Income	4.14	4.60
Net cash outflow from investing activities	4.14	4.60
Cash flow from financing activities		
Interest paid	_	(0.01)
Capital contribution from holding Company	5.00	`- '
Net cash inflow (outflow) from financing activities	5.00	(0.01)
Net increase/(decrease) in cash and cash equivalents	(28.96)	2.89
Add: Cash and cash equivalents at the beginning of the		
financial year	105.07	102.18
Cash and cash equivalents at the end of the year ended	76.11	105.07
Reconciliation of Cash Flow statements as per the cash		
flow statement		
Cash Flow statement as per above comprises of the	31 March, 2018	31 March, 2017
following		
Cash and cash equivalents	75.22	105.07
Bank overdrafts		
Balances as per statement of cash flows	76.11	105.07

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

As per our report of even date attached

For Gianender & Associates

**Chartered Accountants** 

Firm Registration No. 004661N

R K Agrawal Partner

Membership No.:085671

Mahesh Sitaram Gaikwad

For and on behalf of the Board of Directors

(Director)

(Director)

DIN No : 06664942

DIN No : 02992019

Ravindra Singh

Place: Mumbai Date: 02-May-2018

Place: New Delhi Date: 02-May-2018



Narmada Bridge Tollway Limited				
Notes to the financial statements for the year ended 31st March, 2018				
(All amounts are in Rs lakhs, unless stated otherwise)				
Statement of change in equity				
Equity share capital	Amount			
as at 01st April 2016	5.00			
changes in equity share capital	-			
as at 31st March, 2017	5.00			
changes in equity share capital	-			
as at 31st March, 2018	5.00			
Particulars	Retained Earnings			
Balance as at 31st March, 2016	(3,512.92)			
Profit for the year	2.86			
Total Comprehensive Income for the year	2.86			
Transfer to retained earnings	-			
Balance as at 31st March, 2017	(3,510.06)			
Loss for the period	(34.62)			
Capital Contribution	-			
Total Comprehensive Income for the year	(34.62)			
Transfer to retained earnings	- 1			
Balance as at 31st March, 2018	(3,544.68)			

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

As per our report of even date attached

NEW DELHI

For Gianender & Associates

Chartered Accountants

Firm Registration No. 004661N

R K Agrawal

Partner

Membership No.:085671

Place: New Delhi

Date: 02-May-2018

For and on behalf of the Board of Directors

Ravindra Singh

(Director)

DIN No : 02992019

Mahesh Sitaram Gaikwad

(Director)

DIN No : 06664942

Place: Mumbai Date: 02-May-2018

Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lakhs, unless stated otherwise)

#### 1 Corporate information

Narmada Bridge Tollway Limited (the company) was incorporated under the Companies Act, 1956 on 18th June, 2012 for

# 2 Summary of significant accounting policies

# (a) Basis of preparation

The financial statements are prepared on an accrual basis of accounting and in accordance with the Indian Accounting Standards (Ind AS) notified under the companies (Indian Accounting standards) Rules, 2015 as amended by the companies (Indian Accounting standard) Rules 2016.

In March 2018, the Ministry of Corporate Affairs has notified the Companies (Indian Accounting Standards) Amended Rules, 2018 ("amended rules"). As per the amended rules, Ind AS 115 "Revenue from contracts with customers" supersedes Ind AS 11, "Construction contracts" and Ind AS 18, "Revenue" and is applicable for all accounting periods commencing on or after 1 April 2018.

IndAS115:

Ind AS 115 introduces a new framework of five step model for the analysis of revenue transactions. The model specifies that revenue should be recognised when (or as) an entity transfers control of goods or services to a customer at the amount to which the entity expects to be entitled. The new revenue standard is applicable to the Company from 1 April 2018.

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

- i certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value:
- ii assets under service concession arrangement

# (b) Current & Non Current classification

#### **Current Asset:**

An asset shall be classified as current when it satisfies any of the following criteria:

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

All other assets shall be classified as non-current.

#### **Current Liabilities:**

A liability shall be classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- iii (c) it is due to be settled within twelve months after the reporting date : or
- iv (d) the company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could at the option of the counterparty, result in its settlement by the issue of equity instruments do not effect its classification.

All other liabilities shall be classified as non-current.



Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lakhs, unless stated otherwise)

#### (C) Property, plant and equipment:

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

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

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

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

Depreciation methods, estimated useful lives and residual value:

Depreciation is provided as per the useful lives of the assets as per schedule II of Companies Act, 2013 using Straight Line Method (SLM).

#### (D) Investments and other financial assets:

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

#### (ii) Measurement:

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

#### Amortised cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

#### • Fair value through other comprehensive income (FVOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

# • Fair value through profit or loss:

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain



Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lakhs, unless stated otherwise)

#### (E) Equity instruments

(i) The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

(ii) Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

#### (iv) Derecognition of financial assets:

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### (F) Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### (i) Income Tax:

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Minimum Alternative Tax ("MAT") credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

The Company does not have taxable income and hence no provision for current tax has been made.



Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lakhs, unless stated otherwise)

#### Deferred Tax

Deferred Tax Asset shall be recognised for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unsused tax losses and unused tax credits can be utilised.

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

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

The Company is eligible for deduction under Section 80- IA of the Income Tax Act, 1961 and the concession period of the Company's project falls within the tax holiday period as defined in Section 80-IA. Since deferred tax on timing differences between Accounting income and Taxable income that arise during the year is reversing during such tax holiday period, no

#### (G) Impairment of Assets:

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

Deferred Tax Asset shall be recognised for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unsused tax losses and unused tax credits can be utilised.

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

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

The Company is eligible for deduction under Section 80- IA of the Income Tax Act, 1961 and the concession period of the Company's project falls within the tax holiday period as defined in Section 80-IA. Since deferred tax on timing differences between Accounting income and Taxable income that arise during the year is reversing during such tax holiday period, no deferred tax asset or liability arises and accordingly no provision is made in the accounts.

#### (H) Segment reporting:

The Company's operations constitutes a single business segment namely "Infrastructure Development" as per Ind As 108, further the Company's operation are within single geographical segment which is India.

#### (I) Borrowings Cost:

- i) General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.
- ii) Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.



Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lakhs, unless stated otherwise)

#### (J) Provisions and Contingent Liabilities:

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

Provisions for restructuring are recognised by the Company when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the Company will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

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

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

The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

#### Contingent liability is disclosed in the case of :

- a) a present obligation arising from a past event, when it is not probable that an outflow of resources will happen to settle
- b) a possible obligation, unless the probability of outflow of resources is remote.

Contingent asset are disclosed (if any), where an inflow of economic benefits are probable.

#### (K) Earnings per share:

Basic Earnings per share is calculated by dividing the net profit / (loss) after tax for the period attributable to equity shareholders of the Company by the weighted average number of equity in issue during the period. Diluted earnings per share is calculated by dividing the net profit after tax for the year attributable to equity shareholders of the Group by the weighted average number of equity shares determined by assuming conversion on exercise of conversion rights for all potential dilutive securities.

# (L) Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable. The Company recognizes revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Company's activities, as described below.

#### Others

Insurance and other claims are recognized as revenue on certainty of receipt basis.

Dividend income is recognized when the right to receive is established. Other items of income are accounted as and when the right to receive arises and recovery is certain.

#### (M) Critical accounting estimates and judgements:

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are disclosed below.



Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lakhs, unless stated otherwise)

# (N) Applicability of service concession arrangement accounting to toll roads concessionaire arrangements

Appendix A "Service concession arrangements" applies to "public- to-private" service concession arrangements, which can be defined as contracts under which the grantor transfers to a concession holder the right to deliver public services that give access to the main public facilities for a specified period of time in return for managing the infrastructure used to deliver those public services.

More specifically, Appendix C applies to public-to-private service concession arrangements if the grantor:

- i. Controls or regulates what services the operator must provide with the infrastructure, to whom it must provide them, and at what price; and
- ii. Controls through ownership or otherwise any significant residual interest in the infrastructure at the end of the term of the arrangement.

In assessing the applicability the management has exercised significant judgement in relation to the underlying ownership of the assets, the ability to enter into power purchase arrangements with any customer, ability to determine prices etc. in concluding that the arrangements don't meet the criteria for recognition as service concession arrangements.



# Narmada Bridge Tollway Limited Notes to the financial statements for the year ended 31st March, 2018 (All amounts are in Rs. lacs, except per share data and unless stated otherwise)

# 4 Cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017
Balances with Banks		
In current accounts	15.22	5.08
Term deposits with original maturity of less than three months		
Term deposits with original maturity of less than three months	60.00	100.00
Total	75.22	105.08
There are no repatriation restrictions with regard to cash and cash equivalent	ents as at the end of the reporting	g period and prior
periods.		

# 5 Other financial assets

Particulars	As at March 31, 2018	As at March 31, 2017
Current Interest accrued on FD	0.11	1.21
Total	0.11	1.21

# 6 Current Tax Assets (Net)

Particulars	As at March 31, 2018	As at March 31, 2017
Prepaid Taxes (Net of Provisions)	0.62	-
Add: Current tax Payable for the year	-	-
Less: Taxes paid	-	•
Total	0.62	-

# 7 Other current assets

Particulars	As at March 31, 2018	As at March 31, 2017
Current		
Other Receivables		ì
Balance with Government Authorities		
Security Deposit	0.35	0.35
Total	0.35	0.35



#### Narmada Bridge Tollway Limited Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs. lacs, except per share data and unless stated otherwise)

# 8 Equity Share Capital

As at March 31, 2018	As at March 31, 2017
500.00	500.00
500.00	500.00
5.00	5.00
5.00	5.00
5.00	5.00
No of Shares	Amount
0.50	5.00
· •	_
0.50	5.00
•	•
	5.00
	500.00  5.00  5.00  No of Shares  0.50

#### b) Rights, preferences and restrictions attached to shares

**Equity shares:** The company has only one class of equity shares having par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b) Details of equity shares held by holding / ultimate holding company

As at March 31, 2018		7.0 4.0		
Particulars	No of shares	% of Shareholding	No of shares	% of Shareholding
Equity shares of Rs 10/- each HCC Concessions Ltd	0.5	100%	0.5	100%

#### Other Equity

9 Capital contribution from holding Company

Particulars	As at March 31, 2018	As at March 31, 2017
Inter corporate deposit classified as equity	2,715.00	2,710.00
Total	2,715.00	2,710.00

10 Reserves and surplus

Particulars	As at March 31, 2018	As at March 31, 2017
Capital reserve Retained Earnings	(3,544.68)	(3,510.06)
Total reserves and surplus	(3,544.68)	(3,510.06)

# Narmada Bridge Tollway Limited Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs lakhs, unless stated otherwise)

# 11 Other financial liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Current		
Interest accrued and due on borrowings (ICD)	635.47	635.47
Payables to related party	252.92	253.01
Other payables	0.06	0.03
Total Current	888.45	888.51

# 12 Provisions

Particulars	As at March 31, 2018	As at March 31, 2017	
Current			
Provisions for Expenses	12.29	12.27	
Total	12.29	12.27	

# 13 Current Tax Liabilities (Net)

Particulars	As at March 31, 2018	As at March 31, 2017
Current Tax Provision for tax(net of advance)	-	0.89
Total	-	0.89

# 14 Other current liabilities

Particulars	As at March 31, 2018	As at March 31, 2017	
Current Statutory Dues	0.25	0.01	
Total	0.25	0.01	



# Narmada Bridge Tollway Limited Notes to the financial statements for the year ended 31st March, 2018 (All amounts are in Rs lakhs, unless stated otherwise)

# 15 Other Income

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Interest income	4.14	4.60
Total	4.14	4.60

# 16 Finance costs

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Other borrowing costs	0.00	0.01
Total	0.00	0.01

# 17 Other expenses

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Audit expenses	0.30	0.28
Travelling	7.31	-
Legal, Professional and Consultancy Charges	31.09	0.13
Miscellaneous Expenses	0.06	0.09
Total other expenses	38.76	0.50
Details of payment to auditors		
Statutory Audit fees	0.30	0.28
Total payments to auditors	0.30	0.28



#### 18 Statement of Profit and Loss for the year ended 31st March, 2018

(All amounts are in ₹ lakhs, unless stated otherwise)

#### Financial risk management

The companies activities exposes it to market risk, liquidity risk and credit risk.

This note explains the source of risk which the entity is exposed to and how the entity is manage the risk.

Risk	Exposure arising from	Measurement	Management	
Credit risk	Cash and cash equivalents,	Ageing analysis Credit	Diversification of bank deposits,	
Market risk —				
foreign exchange		-	<del>-</del>	
Market risk —	Longterm borrowings at variable	Sensivity analysis	Actively managed	
interest rate	rate	Sensivity analysis	Actively managed	
Liquidity risk	Trade Payables,borrowings and	Rolling cash flow	Availability of committed credit	

The Company's risk management is carried out by a project finance team and treasury team group under policies approved by board of directors. Company treasury identifies, evaluates and hedges financial risk in close cooperation with the group's operating units. The Management of the Company provides principles for overall risk management, as well as policies covering specific areas, such as , interest rate risk, and credit risk, and investments of excess liquidity.

#### (a) Credit Risk

The company engaged In infrastructure development and construction business under BOT. Credit risk is the risk that counterparty will not meet its obligations leading to a financial loss. 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 accounts receivable. Credit risk on cash balances with Bank are limited because the counterparties are entities with acceptable credit ratings.

# (b) Market Risk - Interest rate risk

The exposure of the Company's borrowing is linked to Bank base rate plus fixed spread ,base rate are subject to

Particulars	As at	As at
	31.03.2018	31.03.2017
Variable rate borrowings		
Total borrowings	•	-

#### (c) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. The Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

#### Maturities of financial liabilities

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



# 18 Statement of Profit and Loss for the year ended 31st March, 2018 (All amounts are in ₹ lakhs, unless stated otherwise)

As At March-2018

	Less than 1 1 to year	o 2 Years	2 to 5 Years	Over 5 Years	Total
Non-derivatives				······································	<u> </u>
Borrowings	<del>-</del>	-	-	-	-
Other Financials liabilities	888.45	-	-	-	888.45
Total non-derivatives	888.45	-	_		888.45
Derivatives (N.A)	-	-	-	-	-
Total	888.45	•			888.45

As At March-2017

	Less than 1 11 year	to 2 Years	2 to 5 Years	Over 5 Years	Total
Non-derivatives					
Borrowings	_	_	-	-	-
Other Financials liabilities	888.51	-	-		888.51
Total non-derivatives	888.51	-		_	888.51
Derivatives (N.A)	-	-	-	-	- - 
Total	888.51	-		•	888.51



Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs lakhs, unless stated otherwise)

#### 19 Earnings per share (EPS)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Net profit/ (loss) after tax	(34.62)	2.86
Number of equity shares in calculating basic EPS( in lakhs	0.50	0.50
Basic and diluted EPS	(69.24)	5.73

# 20 Gratuity and other post-employment benefit plans

The Company has no employees on its payroll during the reporting year and therefore, there is no information to report under AS-15.

# 21(a) Contingent liabilities and commitments

Claims against the company not ackcnowledge as debt

Claims raised by NHAI Rs. 591crore

#### 21(b) Contingent Assets

Claims raised by the Company on NHAI Rs.61crore

#### 22 Transactions with Related Parties:

(a) Name of Related Party with which the Company has transactions during the period and Nature of Relationship

# Nature of relationship and name of related party Holding company

HCC Concessions Ltd.

# Ultimate holding company

**Hindustan Construction Company Limited** 

	As at	As at
Nature of Transactions	March 31, 2018	March 31, 2017
Subdebt Accepted During the year		
Hcc Concessions Ltd	5.00	-
Reiumbursement of expenses	2.02	0.09
Outstanding Balances at year end		
Outstanding Payables		
Hcc Concessions Ltd	252.92	253.01
Interest Payables		
Hcc Concessions Ltd	635.47	635.47
Subdebt outstanding		
Hcc Concessions Ltd	2,715.00	2,710.00
Share Capital		
Hcc Concessions Ltd	5.00	5.00

# 23 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The enterprises dealing with company are not providing details about their coverage under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, Hence, reporting details of Principal and Interest are not available.



#### Notes to the financial statements for the year ended 31st March, 2018

(All amounts are in Rs lakhs, unless stated otherwise)

#### 24 Net worth and Going concern assumption

Accumulated losses	(3,544.68)	(3,510.06)
Capital	5.00	5.00
Excess of losses over capital	(3,539.68)	(3,505.06)

In terms of MOU with NHAI dated 17.07.2013 Concession Agreement dated 23.07.2012 between NHAI and the Company stands foreclosed with mutual consent and the Company has consequently written off entire intangible asset under development during the year 2013-2014.

The Company is financially supported by holding Company and will be supported in future also to discharge its obligations.

NBTL has issued Arbitration Notice to the NHAI on 29.12.2016 appointing its nominee Arbitrator on the Arbitral Tribunal to resolve the Dispute relating to claim filed by NBTL amounting to Rs.3,366 lakhs towards reimbursement of cost and expenses incurred by it for repair and rehabilitation work of old Narmada Bridge constructed in year 1977.

The Company has referred the matter relating to reimbursement of cost and expenses incurred by it for the repair and rehabilitation work of old Narmada Bridge constructed in year 1977 to the Arbitration for resolution of Dispute as per terms of the Concession Agreement. The amount involved is Rs.6,066 lakhs (includes interest of 2700 lakhs). Arbitration has already commenced, the Parties have completed their respective written pleadings and the oral arguments are in progress.

In view of above the management is confident of continuity of business and views the entity as a going concern despite the negative net-worth.

#### 25 Previous years figures

Figure for the previous year have been regrouped/recasted where ever necessary

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

R & AS

As per our report of even date attached

For Gianender & Associates

Chartered Accountants

Firm Registration No. 004661N

R K Agrawal

Partner

Membership No.:085671

Place: New Delhi

Date: 02-May-2018

Ravindra Singh (Director)

DIN No : 02992019

Mahesh Sitaram Gaik wad

( Director)

DIN No : 06664942

Place: Mumbai Date: 02-May-2018