



INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF MEP NAGZARI TOLL ROAD PRIVATE LIMITED

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **MEP NAGZARI TOLL ROAD PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March 2019**, the Statement of Profit and Loss (including other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, the loss and total Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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 financial statements.





Emphasis of Matter

We draw attention to Note No. 24 to the financial Statements; the Company's net worth is fully eroded and has a negative net worth of Rs. 533.01 Lakhs. The Company has incurred a loss of Rs. 1.02 Lakhs for the year ended March 31, 2019 indicating the existence of uncertainty that may cast doubt about the Company's ability to continue as a going concern. Considering the matters set out in the said note, this financial statement is prepared on going concern basis.

Our Opinion is not modified in respect of the above matters.

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the standalone 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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.

Management's Responsibility for the Standalone 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 financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS 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.

In preparing the standalone 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.

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

Auditor's responsibilities for the audit of Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 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 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 financial controls 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone 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 financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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





Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit 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 it appears from our examination of those books.
- c) The Balance sheet, 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 relevant books of account.
- d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors are disqualified as on 31 March, 2019 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.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.





h) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The company does not have any pending litigations which would have impact on financial position in its Standalone Ind AS Financial Statements.
- ii. The company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- iii. There were no amounts which required to be transferred to the Investor Education and Protection Fund by the company.

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

For Gokhale & Sathe

Chartered Accountants

Firm Reg. No.: 103264W

Atul A Kale

Atul A Kale

Partner

Membership No.109947



Place: Mumbai

Date: 20/05/2019



ANNEXURE A

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 **MEP NAGZARI TOLL ROAD PRIVATE LIMITED** (“the Company”) as of **31st March, 2019** in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 Standalone Ind AS Financial Statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Ind AS 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 Standalone Ind AS 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 Standalone Ind AS 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, 2019, 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 ICAI.

For Gokhale & Sathe

Chartered Accountants

Firm Reg. No.: 103264W

A. Kale

Atul A Kale

Partner

Membership No.109947



Place: Mumbai

Date: 20/05/2019



MEP NAGZARI TOLL ROAD PRIVATE LIMITED
FINANCIAL YEAR ENDED MARCH 31, 2019
ANNEXURE B

In the Annexure, as required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government in terms of Section 143 (11) of the Companies Act 2013, on the basis of checks, as we considered appropriate, we report on the matters specified in paragraph 3 and 4 of the said order,

- i) The Company does not have any fixed assets. Hence provisions of clause 3(i) of the Companies (Auditor's Report) Order, 2016 are not applicable to Company.
- ii) The Company is engaged in toll collection. Hence it does not hold any physical inventories. Hence provisions of clause 3(ii) of the Companies (Auditor's Report) Order, 2016 are not applicable to Company.
- iii) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. Therefore provisions of clause 3 (iii) of the CARO are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable.
- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits as per the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 of the Act and rules framed. Accordingly paragraph 3(v) of the Order is not applicable to the Company.
- vi) In our opinion and according to the information and explanations given to us, the company is not required by Central Government to maintain the cost records as per under sub section 1 of section 148 of the Companies Act, 2013. Therefore provisions of clause 3(vi) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.





- vii) a) The company is regular in depositing with appropriate authorities undisputed statutory dues including the Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Goods and Services Tax, duty of Excise, Value Added Tax, cess and any other statutory dues applicable to it.
- b) According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Goods and Service Tax, cess which have not been deposited on account of any dispute.
- viii) In our opinion and according to the information and explanation given to us, the company does not have any loan or borrowings from a financial institution or bank or government or debenture holders. Therefore, provisions of clause 3 (viii) of the CARO are not applicable.
- ix) During the year, the company has not raised any money by way of Initial Public Offer or further public offer nor obtained any term loans. Therefore, provisions of clause 3 (ix) of the CARO are not applicable.
- x) According to the information and explanation given to us, no fraud by the Company or on the Company by its officers and employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration and hence provision of clause 3(xi) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company
- xii) In our opinion, the Company is not a chit fund or a nidhi/ mutual benefit fund/ society. Therefore, the provisions of clause 3 (xii) of the CARO are not applicable.
- xiii) In our opinion and according to the information and explanation given to us, transactions with the related parties are in compliance with sections 177 and 188 of the act where applicable and details of such transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable Accounting standards.





- xiv) In our opinion and according to the information and explanation given to us, during the year the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Therefore, the provisions of clause 3 (xiv) of the CARO are not applicable.
- xv) In our opinion and according to the information and explanation given to us, during the year the company has not entered into non-cash transactions with the directors or persons connected with the directors and hence the provisions of Clause 3 (xv) of the CARO are not applicable.
- xvi) According to the information and explanation given to us, The Company is not required to be registered under Section 45IA of the Reserve Bank Of India Act, 1934. Accordingly paragraph 3(xvi) of the Order is not applicable to the Company.

For Gokhale & Sathe

Chartered Accountants

Firm Reg. No.: 103264W

Atul A Kale

Atul A Kale

Partner

Membership No.109947



Place: Mumbai

Date: 20/05/2019

MEP Nagzari Toll Road Private Limited

Balance sheet as at 31 March 2019

(Currency : ₹ in lakhs)

	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non current assets			
Financial Assets			
i. Investments	3	0.50	0.50
ii. Non current tax assets	4	13.42	13.39
Other non current assets	5	0.01	0.01
Total non current assets		<u>13.93</u>	<u>13.90</u>
Current assets			
Financial Assets			
i. Cash and cash equivalents	6	4.29	0.60
ii. Bank balances other than (i) above	6A	-	4.70
iii Other financial assets	7	377.74	377.49
Other current assets	8	0.07	0.08
Total current assets		<u>382.10</u>	<u>382.87</u>
Total Assets		<u>396.03</u>	<u>396.77</u>
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	9	64.00	64.00
Other Equity	10	(597.01)	(595.99)
Total Equity		<u>(533.01)</u>	<u>(531.99)</u>
Liabilities			
Current liabilities			
Financial liabilities			
i. Borrowings	11	686.07	686.07
ii Other financial liabilities	12	242.97	242.69
Other current liabilities	13	0.00	0.00
Total current liabilities		<u>929.04</u>	<u>928.76</u>
Total liabilities		<u>929.04</u>	<u>928.76</u>
Total Equity and Liabilities		<u>396.03</u>	<u>396.77</u>
Significant Accounting Policies	2		
Notes to Financial Statements	3 - 25		

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.

For Gokhale & Sathe

Chartered Accountants

Firm's Registration No: 103264W


CA Atul Kale

Partner

Membership No: 109947

Mumbai

Date : 20/05/2019



For and on behalf of the Board of Directors

MEP Nagzari Toll Road Private Limited

CIN : U45203MH2012PTC237785


Dinesh Padalkar

Director

DIN: 07805586

Mumbai

Date : 20/05/2019


Priya Joshi

Director

DIN: 07185523

MEP Nagzari Toll Road Private Limited
Statement of Profit and Loss for the year ended 31 March 2019

(Currency : ₹ in lakhs)

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
1 Other income	14	0.18	0.47
II Total Income		0.18	0.47
III Expenses			
Employee Benefits Expenses	15	0.01	0.01
Other expenses	16	1.19	0.73
Total Expenses (III)		1.20	0.74
IV Profit before exceptional item and tax from continuing operations		(1.02)	(0.27)
V Exceptional items		-	-
VI Profit before tax (V-VI)		(1.02)	(0.27)
VII Income Tax expense			
Current tax		-	-
For current year		-	-
Deferred tax		-	-
Total tax expense		-	-
VIII Profit from continuing operations (VII-VI)		(1.02)	(0.27)
IX Other Comprehensive Income/(loss) from continued operations			
(i) Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit obligations		-	-
(ii) Income tax relating to above items that will not be reclassified to profit or loss		-	-
Other Comprehensive Income/(loss) from continued operations (Net of		-	-
X Total Comprehensive Income/(loss) from continued operations (IX+X) (Comprising Profit and Other Comprehensive Income for the period)		(1.02)	(0.27)
Basic and diluted earnings per share (Rs.)	21	(0.16)	(0.04)

Significant Accounting Policies

Notes to Financial Statements

2
3 - 25

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.

For Gokhale & Sathe

Chartered Accountants

Firm's Registration No: 103264W

Atul Kale
CA Atul Kale

Partner
Membership No: 109947
Mumbai
Date : 20/05/2019



For and on behalf of the Board of Directors
MEP Nagzari Toll Road Private Limited
CIN : U45203MH2012PTC237785

Dinesh Padalkar
Dinesh Padalkar
Director
DIN: 07805586
Mumbai
Date : 20/05/2019

Priya Joshi
Priya Joshi
Director
DIN: 07185523

MEP Nagzari Toll Road Private Limited

(Currency : ₹ in lakhs)

Cash Flow Statement for the year ended March 31, 2019

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
CASH FLOW FROM OPERATING ACTIVITIES:			
(Loss)/Profit before exceptional items and tax		(1.02)	(0.27)
Adjustments for:			
Interest income	14	(0.12)	(0.41)
Operating profit before working capital changes		(1.14)	(0.68)
Adjustments for changes in working capital:			
(Increase)/Decrease in non-current tax assets		(0.03)	(0.02)
(Increase)/Decrease in other non-current assets		-	(0.01)
(Increase)/Decrease in current financial assets		(0.25)	-
(Increase)/Decrease in current assets		0.02	(0.08)
Increase/(Decrease) in current financial liabilities - other		0.28	0.15
Cash generated from operations		(1.13)	(0.63)
Income tax paid		-	-
Net cash from operating activities		(1.13)	(0.63)
CASH FLOW FROM INVESTING ACTIVITIES:			
Interest received		0.32	0.20
Net cash (used in) investing activities		0.32	0.20
CASH FLOW FROM FINANCING ACTIVITIES:			
Proceeds from borrowings		-	-
Net cash generated from/(used in) financing activities		-	-
Net Increase/(Decrease) in cash and cash equivalents		(0.81)	(0.43)
Cash and cash equivalents as at the beginning of the year		5.10	5.52
Cash and cash equivalents as at the end of the year		4.29	5.10
Cash and cash equivalents			
Cash on hand		-	-
Bank balances			
In current accounts		4.29	0.60
Demand deposits (less than 3 months maturity)		-	4.50
		4.29	5.10

1. The above cash flow statement has been prepared under the indirect method as set out in Indian Accounting standard 7 Cash Flow Statement notified under section 133 of the Companies Act, 2013 ('Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant provisions of the Act.

2. Figures in bracket indicate cash outflow

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.

For Gokhale & Sathé

Chartered Accountants

Firm's Registration No: 103264W

CA Atul Kale

Partner

Membership No: 109947

Mumbai

Date : 20/05/2019



For and on behalf of the Board of Directors

MEP Nagzari Toll Road Private Limited

CIN : U45203MH2012PTC237785


Dinesh Padalkar
Director

DIN: 07805586

Mumbai

Date : 20/05/2019


Priya Joshi
Director

DIN: 07185523

MEP Nagzari Toll Road Private Limited

(Currency : ₹ in lakhs)

**Statement of Changes in Equity
A. Equity Share Capital**

Particulars	Amount
Balance as at March 31, 2018	64.00
Changes in equity share capital during the year	-
Balance as at March 31, 2019	64.00

B. Other Equity

Particulars	Reserves and Surplus	
	Retained earnings	Total
Balance as at March 31, 2018	(595.99)	(595.99)
Profit for the year	(1.02)	(1.02)
Balance as at March 31, 2019	(597.01)	(597.01)

The above statement of changes in equity should be read in conjunction with the accompanying notes.

As per our report of even date attached.

For Gokhale & Sathe

Chartered Accountants

Firm's Registration No: 103264W

Atul Kale

CA Atul Kale

Partner

Membership No: 109947

Mumbai

Date : 20/05/2019



For and on behalf of the Board of Directors

MEP Nagzari Toll Road Private Limited

CIN : U45203MH2012PTC237785

Dinesh Padalkar

Dinesh Padalkar

Director

DIN: 07805586

Mumbai

Date : 20/05/2019

Priya Joshi

Priya Joshi

Director

DIN: 07185523

MEP Nagzari Toll Road Private Limited

Notes to financial statements

for the period 1st April 2018 to 31st March 2019

1 Company overview

MEP Nagzari Toll Road Private Limited ('MEPNTRPL') ('the Company') was incorporated on 09 November 2012 under the Companies Act, 1956 ('the Act') with Corporate Identity Number (CIN) U45203MH2012PTC237785. The Company is a subsidiary of MEP Infrastructure Developers Limited ('the Holding Company'), a company incorporated in India.

2 Significant accounting policies

2.1 Basis of preparation

These financial statements of the Company for the year ended March 31, 2019 along with comparative financial information for the year March 31, 2018 have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

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

- certain financial assets and liabilities that are measured at fair value;
- assets held for sale – measured at fair value less cost to sell;
- defined benefit plans – plan assets measured at fair value

Current non-current classification

All assets and liabilities have been classified as current or noncurrent as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of business and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

2.2 Functional and presentation currency

These standalone financial statements are presented in Indian rupees, which is the Company's functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

2.3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in accordance with Ind AS requires use of estimates and assumptions for some items, which might have an effect on their recognition and measurement in the (standalone) balance sheet and (standalone) statement of profit and loss. The actual amounts realised may differ from these estimates.

Estimates and assumptions are required in particular for:

a) Property, plant and equipment :

Determination of the estimated useful lives of tangible assets and the assessment as to which components of the cost may be capitalized. Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

b) Recognition and measurement of defined benefit obligations :

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined based on the prevailing market yields of Indian Government Securities as at the Balance Sheet Date for the estimated term of the obligations.

c) Recognition of deferred tax assets :

A deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. The management is reasonably certain that taxable profits will be available to absorb carried forward losses while recognising deferred tax assets.

d) Recognition and measurement of other provisions :

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in other provisions.

e) Discounting of long-term financial instruments :

All financial instruments are required to be measured at fair value on initial recognition. In case of financial instruments which are required to subsequently measured at amortised cost, interest is accrued using the effective interest method.



2.4 Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments. When measuring the fair value of a financial asset or a financial liability, fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognises transfers due to change between levels of the fair value hierarchy at the end of the reporting period.

2.5 Significant accounting policies

i) Tangible Assets

a) Recognition and measurement

Tangible fixed assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs, either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.

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. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

b) Depreciation / amortization

Depreciation is provided on a pro-rata basis on the written down value method over the estimated useful life of the assets. Depreciation on addition/deletion of fixed assets during the year is provided on pro-rata basis from / to the date of addition/deletion. Fixed assets costing up to 5,000 individually are fully depreciated in the year of purchase.

Useful life of the asset is taken, as specified in Schedule II of the Companies Act, 2013

c) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company

d) Impairment of fixed assets

The carrying values of assets at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognized for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such Reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such Reversal is not recognized.

ii) Intangible assets

Toll Collection Rights

a) Recognition and Measurement

Toll collection rights are stated at cost, less accumulated amortisation and impairment losses. Cost includes:

Contractual Upfront / monthly / fortnightly payments towards acquisition

b) Amortisation

Intangible assets i.e. toll collection rights are amortised over the tenure of the respective toll collection contract.



iii) **Borrowing cost**

Borrowing costs are interest and other costs related to borrowing that the Company incurs, in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at Effective Interest Rate (EIR) and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Ancillary borrowing costs are amortised over the tenure of the loan.

Borrowing costs that are attributable to acquisition or construction of qualifying assets are capitalized as a part of cost of such assets till the time the asset is ready for its intended use. A qualifying assets is the one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are recorded as an expense in the year in which they are incurred. Ancillary borrowing costs are amortised over the tenure of the loan.

iv) **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.

A Financial assets

Classification

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

Initial recognition and measurement

Financial assets are recognised when the Company becomes a party to a contract that gives rise to a financial asset of one entity or equity instrument of another entity. Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at FVTPL are recognised immediately in statement of profit and loss.

Debt instruments at amortised cost

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

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

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

Debt instruments at FVOCI

A 'debt instrument' is measured at the Fair value through other comprehensive income(FVOCI) if both the following conditions are met:

- a) The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, 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.

For assets classified as subsequently measured at FVOCI, interest revenue, expected credit losses, and foreign exchange gains or losses are recognised in profit or loss. Other gains and losses on remeasurement to fair value are recognised in OCI. On derecognition, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss.



Debt instrument at fair value through profit and loss (FVTPL)

Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVOCI, is classified as at FVTPL.

In addition, the group may elect to classify a debt instrument, which otherwise meets amortized cost or FVOCI criteria, as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVOCI or FVTPL. The group 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 FVOCI, 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 profit and loss, 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 profit and loss.

Further, the Company has elected the policy to account to continue the carrying value for its investments in subsidiaries and associates as recognised in the financial statements as at the date of transition to Ind ASs, measured as per the previous GAAP as at the date of transition (April 1, 2015) as per the exemption available under Ind AS 101. Also, in accordance with Ind AS 27 Company has elected the policy to account investments in subsidiaries and associates at cost.

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 Company's balance sheet) when:

- a) The rights to receive cash flows from the asset have expired, or
- b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) it 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

Financial assets of the Company comprise of trade receivable and other receivables consisting of debt instruments e.g., loans, debt securities, deposits, and bank balance. Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. An impairment loss for trade and other receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Impairment losses if any, are recognised in profit or loss for the period.

B Financial liabilities

Financial instruments with a contractual obligation to deliver cash or another financial assets is recognised as financial liability by the Company.

Classification

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

ii) Initial recognition and measurement

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

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

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

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



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 consolidated 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.

vi) Leases

Leases of property, plant and equipment where the group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

vii) Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment.

viii) 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.

ix) Provisions, contingent liabilities and contingent assets

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the notes to the financial statements. Contingent assets are not recognized in the financial statements.

Further, long term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost. A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

x) Revenue recognition

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company, the revenue can be reliably measured and no significant uncertainty as to the measurability and collectability exists.

Toll collection

Revenue from toll collection is recognised on actual collections of toll and in case of contractual terms with certain customers, the same is recognised on an accrual basis.

Other income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective rate of interest.

xi) Retirement and other employee benefits

a) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid if the Company 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.

b) Post Employment Employee Benefits

Retirement benefits to employees comprise payments to government provident funds, gratuity fund and Employees State Insurance

Defined contribution plans

The Company's contribution to defined contributions plans such as Provident Fund, Employee State Insurance and Maharashtra Labour Welfare Fund are recognised in the Statement of Profit and Loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective Funds.



Defined benefit plans

Gratuity liability is defined benefit obligation. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation by an independent actuary, using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the Balance Sheet date.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Actuarial gains/losses are recognized in the other comprehensive income.

xii) Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes and Reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognized deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity

Deferred tax asset / liabilities in respect of on temporary differences which originate and reverse during the tax holiday period are not recognised. Deferred tax assets / liabilities in respect of temporary differences that originate during the tax holiday period but reverse after the tax holiday period are recognised. The tax effect is calculated on the accumulated timing differences at the year-end based on the tax rates and laws enacted or substantially enacted on the balance sheet date.

Minimum alternate tax credit is recognized 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. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

xiii) Earnings Per Share

a) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year

b) Diluted earnings per share

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

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



xiv) Recent Accounting Pronouncements

On March 30, 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2019, notifying Ind AS 116 on Leases. Ind AS 116 would replace the existing leases standard Ind AS 17. The standard sets out the principles for the recognition, measurement, presentation and disclosures for both parties to a contract, i.e. the lessee and the lessor. Ind AS 116 introduces a single lease accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Currently for operating lease, rentals are charged to the statement of profit and loss. The Group is currently evaluating the implication of Ind AS 116 on the financial statements.

The Companies (Indian Accounting Standards) Amendment Rules, 2019 also notified amendments to the following accounting standards. The amendments would be effective from April 1, 2019

1. Ind AS 12, Income taxes – Appendix C on uncertainty over income tax treatment
2. Ind AS 12, Income Taxes - Accounting for Dividend Distribution Taxes.
3. Ind AS 23, Borrowing costs
4. Ind AS 28 – Investment in associates and joint ventures
5. Ind AS 103 and Ind AS 111 – Business combinations and joint arrangements
6. Ind AS 109 – Financial instruments
7. Ind AS 19 – Employee benefits

The Group is in the process of evaluating the impact of such amendments.



MEP Nagzari Toll Road Private Limited

Notes to Financial Statements

(Currency : ₹ in lakhs)

Note 3

Non Current Financial Assets-Investments

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2019	As at March 31, 2018
Unquoted		
5000 shares of Dombivli Nagari Sahakari Bank Limited of Rs 10 each.	0.50	0.50
	0.50	0.50
Less: Provisions for amounts considered doubtful		
Total	0.50	0.50

Note 4

Non current tax assts

Particulars	As at March 31, 2019	As at March 31, 2018
Tax Deducted at Source	13.42	13.39
	13.42	13.39

Note 5

Other Non current assts

Particulars	As at March 31, 2019	As at March 31, 2018
Balance with Government Authorities	0.01	0.01
	0.01	0.01

Note 6

Current Financial Assets-Cash and cash equivalents

Particulars	As at March 31, 2019	As at March 31, 2018
Bank balances		
In current accounts	4.29	0.60
Cash on hand	-	-
	4.29	0.60

Cash and cash equivalents as presented in the Balance sheet

Bank balances and term deposits with banks comprise cash held by the Company on a short-term basis with original maturity of three months or less. The carrying amount of cash and cash equivalents as at reporting date approximates fair value.



Note 6A**Current Financial Assets-Other bank balances****Particulars**Bank deposits with maturity from 3-12 months
Interest receivable**Total**

As at March 31, 2019	As at March 31, 2018
-	4.50
-	0.20
-	4.70

Note:

Above bank deposits with Dombivali Nagari Sahakari Bank Limited of Rs. Nil (previous year : Rs 4.50 lakhs).

Note 7**Current Financial Assets-Others****Particulars**Claim receivable
Other receivables
Total

As at March 31, 2019	As at March 31, 2018
370.54	370.54
7.20	6.95
377.74	377.49

Note 8**Other current assets****Particulars**Prepaid expenses
Total

As at March 31, 2019	As at March 31, 2018
0.07	0.08
0.07	0.08



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements

(Currency : ₹ in lakhs)

Note 9

Equity Share Capital

Particulars	As at	As at
	March 31, 2019	March 31, 2018
[a] Authorised share capital		
6,40,000 (March 31, 2018 : 6,40,000) equity shares of the par value of Rs 10 each	64.00	64.00
	64.00	64.00
[b] Issued		
6,40,000 (March 31, 2018 : 6,40,000) equity shares of Rs.10 each	64.00	64.00
	64.00	64.00
[c] Subscribed and paid up		
6,40,000 (March 31, 2018 : 6,40,000) equity shares of Rs.10 each	64.00	64.00
	64.00	64.00

[d] Reconciliation of number of shares outstanding at the beginning and end of the year :

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Equity :				
Shares outstanding, beginning of the year	640,000	64.00	640,000	64.00
Issued during the year	-	-	-	-
Shares outstanding, end of the year	640,000	64.00	640,000	64.00

[e] Rights, preferences and restrictions attached to equity shares :

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

[f] Shares held by its holding company

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares of Rs 10 each fully paid held by:				
MEP Infrastructure Developers Limited (Holding Company)	640,000	64.00	640,000	64.00

[g] Details of shareholders holding more than 5% of the aggregate shares in the Company:

Name of the shareholder	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Percentage	No. of Shares	Percentage
Equity shares of Rs 10 each fully paid held by:				
MEP Infrastructure Developers Limited (Holding Company)	640,000	100%	640,000	100%
	640,000	100%	640,000	100%



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements

(Currency : ₹ in lakhs)

Note 10
Retained earnings

Particulars	As at	As at
	March 31, 2019	March 31, 2018
Balance as at the beginning of the year	(595.99)	(595.72)
Add : Profit for the year	(1.02)	(0.27)
Other comprehensive income	-	-
Balance as at the end of the year	(597.01)	(595.99)



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements

(Currency : ₹ in lakhs)

Note 11

Current financial liability - Borrowings

Particulars	As at	As at
	March 31, 2019	March 31, 2018
Unsecured Loans		
From Related Parties (refer note (i))	686.07	686.07
Total	686.07	686.07

(i) Unsecured Loans

Unsecured Loans received from MEP Infrastructure Developers Ltd (Holding Company) is repayable on demand



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements

(Currency : ₹ in lakhs)

Note 12
Current Financial Liability-Others

Particulars	As at March 31, 2019	As at March 31, 2018
Other payable to related parties	242.80	242.52
Other liabilities	0.17	0.17
Total	242.97	242.69

Note 13
Other current liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Due to statutory authorities	0.00	0.00
Total	0.00	0.00



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements

(Currency : ₹ in lakhs)

Note 14

Other Income

Particulars

	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest income		
- from fixed deposits	0.12	0.41
Miscellaneous income	0.06	0.06
Total	0.18	0.47

Note 15

Employee benefits expense

Particulars

	For the year ended March 31, 2019	For the year ended March 31, 2018
Contribution to Provident and Other Funds	0.01	0.01
Total	0.01	0.01

Note 16

Other expenses

Particulars

	For the year ended March 31, 2019	For the year ended March 31, 2018
Administration and Other Expenses		
Rent, rates and taxes	0.21	0.11
Auditors remuneration (refer note 22)	0.14	0.16
Professional fees	0.82	0.44
Bank charges	0.00	0.00
Miscellaneous operating expenses	0.02	0.02
Total	1.19	0.73



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Note 19

1. Financial instruments – Fair values and risk management

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

A. Accounting classification and fair values

March 31, 2019	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents			4.29	4.29				-
Non-current investments			0.50	0.50				-
			4.79	4.79				-
Financial liabilities								
Short term borrowings			686.07	686.07				-
Other Current financial liabilities			242.97	242.97				-
			929.04	929.04				-

A. Accounting classification and fair values

March 31, 2018	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents			5.10	5.10				-
Non-current investments			0.50	0.50				-
			5.60	5.60				-
Financial liabilities								
Short term borrowings			686.07	686.07				-
Other Current financial liabilities			242.69	242.69				-
			396.77	396.77				-



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Note 20

Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

i. Risk management framework

The Company's board of directors is primarily responsible to develop and monitor Company's Risk Management framework. The Company has a risk management policy in place.

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 Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

ii. Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk on its receivables is recognised on the statement of financial position at the carrying amount of those receivable assets, net of any provisions for doubtful debts. Receivable balances and deposit balances are monitored on a monthly basis with the result that the company's exposure to bad debts is not considered to be material.

The Company has no significant concentrations of credit risk. It has policies in place to ensure that sale transactions are made to customers with an appropriate credit history.

The Company does not have any credit risk outside India.

Impairment

The ageing of trade and other receivables that were not impaired was as follows.

	Carrying amount (in lakhs)	
	March 31, 2019	March 31, 2018
Neither past due nor impaired	-	-
Past due 1-30 days	-	-
Past due 31-90 days	-	-
Past due 91-120 days	-	-
Past due 121-180 days	-	-
Past due 181-360 days	-	-
More than 360 days	-	-
	-	-

Cash equivalents & Other bank balances

The Company held cash equivalents and other bank balances of INR 4.29 lakhs at March 31, 2019 (March 31, 2018: INR 5.30 lakhs). The cash equivalents and other bank balances/deposits are held with bank counterparties with good credit ratings.



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Financial instruments – Fair values and risk management (continued)

iii. Liquidity risk

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

March 31, 2019	Carrying amount	Total	Contractual cash flows			
			0-1 year	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Borrowings and Interest thereon	686.07	686.07	686.07	-	-	-
Other Payables	242.97	242.97	242.97	-	-	-
	929.04	929.04	929.04	-	-	-

March 31, 2018	Carrying amount	Total	Contractual cash flows			
			0-1 year	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Borrowings and Interest thereon	686.07	686.07	686.07	-	-	-
Other Payables	242.69	242.69	242.69	-	-	-
	928.76	928.76	928.76	-	-	-



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Financial instruments – Fair values and risk management (continued)

iv. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

v. Currency risk:

The risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates. Since company does not have any foreign exchange transactions, it is not exposed to this risk.

v. Interest rate risk

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

Exposure to interest rate risk

Company's interest rate risk arises from borrowings. Borrowings taken and issued at fixed and floating rates exposes company cash flow interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

	March 31, 2019	March 31, 2018
Fixed-rate instruments		
Financial assets	-	4.50
Financial liabilities	-	-
	-	4.50
Variable-rate instruments		
Financial assets	-	-
Financial liabilities	-	-
	-	-
Total	-	4.50



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

vi. Capital Management

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves . The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances

	As at March 31, 2019	As at March 31, 2018
Non-Current Borrowings	-	-
Current Borrowings	686.07	686.07
Gross Debt		
Less - Cash and Cash Equivalents	4.29	0.60
Less - Other Bank Deposits	-	4.70
Less - Current Investments	0.50	0.50
Adjusted net debt	<u>4.79</u>	<u>5.80</u>
Total equity	(533.01)	(531.99)
Adjusted net debt to adjusted equity ratio*	<u>-</u>	<u>-</u>

* Adjusted Net debt to equity ratio is not calculated as the adjusted net debt value is (-)ve.



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Note 21

Earnings Per Share

Basic and diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average of equity shares outstanding during the year.

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit/(Loss) for basic and diluted earnings per share (A)	(1.02)	(0.27)
Weighted average number of equity shares (B)	640,000	640,000
Basic earnings per share (Rs.) (A / B)		
Weighted average number of equity shares outstanding during the year for the calculation of diluted earnings per share (C)	640,000	640,000
Diluted earnings per share (Rs.) (A / C)	<u>(0.16)</u>	<u>(0.04)</u>
Reconciliation of weighted average number of equity shares:		
Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Equity shares outstanding at the beginning of the year	640,000	640,000
Equity shares issued during the year	-	-
Equity shares outstanding at the end of the year	<u>640,000</u>	<u>640,000</u>
Total weighted average number of shares	<u>640,000</u>	<u>640,000</u>

Note: There is no dilution to the basic EPS as there are no outstanding potentially dilutive equity shares.

Note 22

Auditor's remuneration

Particulars	31st March 2019	31st March 2018
Audit fees	0.14	0.16
Total	<u>0.14</u>	<u>0.16</u>



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Note 23

Contingent Liabilities

Particulars	(Rs in lakhs)	
	31st March 2018	31st March 2017
Claims made against the Company not acknowledged as debts	-	-
Service tax	32.36	32.36
Total	32.36	32.36

The Superintendent, DGGSTI, Mumbai had called for various information & documents intending to levy Service tax on the differential amount between Toll Collected & Concession fees payable to Authority. The Company had furnished the requisite information and documents explaining that the Toll Collection income of the Company cannot be classified as Business Auxiliary Service & hence, the same is not liable to Service tax; also post 01.07.2012 the Toll Collection income gets covered in the Negative list of Services u/s 66D of the Finance Act, 1994 which are not liable to Service tax. Further, the Company had furnished the copy of the favorable CESTAT Order received in case of its holding company viz. MEPIDL wherein it is decided that MEPIDL collects Toll on its own account pursuant to exploitation of Toll Collection rights, & not on behalf of the Authority & hence, it is not liable to pay Service tax under the Category Business Auxiliary Services on its Toll Collection income. The Company vide its letter dated 16.10.2017 stated that the judgement would apply to the company as well since the nature of contract entered into by the Company is similar to that of MEPIDL. The Company had received on February 7, 2018 Show cause cum Demand notice dated December 15, 2017 of Rs. 32.36 lakhs. The Company had sought extension of time upto 1st week of June 2018 for filing an appropriate reply. No further communication has been received in this regard.

Note 24

Going Concern :

The Company Liabilities is exceeding its assets. The Company has ceased its business operations as per the directive from competent authority to exempt toll collection. Currently the company in process of evaluating various business opportunities including bidding for new projects, merger with another group company etc.. The Company financial statements have been prepared on a going concern basis as the holding company has undertaken to provide financial support as necessary to enable the company to continue its operation and to meet its liabilities as and when they fall due in foreseeable future. Accordingly these financial statements do not include any adjustments relating to the recoverability and classification of carrying amount of the assets or the amounts and classification of liabilities has may be necessary if that entity is unable to continue as a going concern



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

Note 25

A. Statement of Related Party Transactions

Name of related party	Nature of relationship	
MEP Infrastructure Developers Private Limited	Holding Company	
MEP Infrastructure Private Limited	Fellow Subsidiary	
MEP Chennai Bypass Toll Road Private Limited	Fellow Subsidiary	
MEP Hyderabad Bangalore Toll Road Private Limited	Fellow Subsidiary	
MEP IRDP Solapur Toll Road Private Limited	Fellow Subsidiary	
Raima Toll Road Private Limited	Fellow Subsidiary	
Raima Ventures Private Limited	Fellow Subsidiary	
Rideema Toll Bridge Private Limited	Fellow Subsidiary	
Rideema Toll Private Limited	Fellow Subsidiary	
MEP Highway Solutions Private Limited	Fellow Subsidiary	
MEP RGSL Toll Bridge Private Limited	Fellow Subsidiary	
Mhaiskar Toll Road Private Limited	Fellow Subsidiary	
MEP Infra Constructions Private Limited	Fellow Subsidiary	
MEP Toll and Infrastructure Private Limited	Fellow Subsidiary	
MEP Infraprojects Private Limited	Fellow Subsidiary	
MEP Roads & Bridges Private Limited	Fellow Subsidiary	
Baramati Tollways Private Limited (Subsidiary of Rideema Toll Private Limited)	Fellow Subsidiary	
MEP Tomato Private Limited	Fellow Subsidiary	
Raima Toll & Infrastructure Pvt Ltd	Fellow Subsidiary	
MEP Nagpur Ring Road 1 Pvt. Ltd	Jointly Controlled Entity	
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd	Jointly Controlled Entity	
MEP Sanjose Arawali Kante Road Pvt. Ltd	Jointly Controlled Entity	
MEP Sanjose Kante Waked Road Pvt. Ltd	Jointly Controlled Entity	
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	Jointly Controlled Entity	
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	Jointly Controlled Entity	
SMYR Consoritum LLP	Jointly Controlled Entity	
KVM Technology Solutions Pvt. Ltd	Jointly Controlled Entity	
Ideal Hospitality Private Limited	Enterprises over which significant influence is exercised by	
Rideema Enterprisese	Enterprises over which significant influence is exercised by key managerial personnel	
Mr. Jayant Mhaiskar (Director)	Key Management Person	
Mrs. Anuya Mhaiskar (Director)	Key Management Person	
Mr. Dinesh Padalkar (Additional Director)	Key Management Person	(w.e.f 04/05/2017)
Mr. Rajesh Powale (Additional Director)	Key Management Person	(w.e.f 04/05/2017)



MEP Nagzari Toll Road Private Limited
Notes to Financial Statements
(Currency : ₹ in lakhs)

B. Disclosures of material transactions with related parties and balances

Name of related party and relationship	Nature of transactions	For the year ended	
		March 31, 2019	March 31, 2018
I) Transactions during the year			
Holding Company			
MEP Infrastructure Developers Limited	Expenses incurred on our behalf	0.28	0.14
II) Balances at the end of the year			
		As at	As at
		31, 2019	March 31, 2018
Holding Company			
MEP Infrastructure Developers Limited	Loan taken	686.07	686.07
	Other liabilities	97.55	97.27
	Interest payable on loans taken	145.24	145.24
Enterprises over which significant influence is exercised by key managerial personnel			
Rideema Enterprises	Receivable	6.95	6.95

Note : Outstanding balances at the year ended are unsecured and considered good.

The notes referred to above form an integral part of the financial statements.
As per our report of even date attached.

For Gokhale & Sathe
Chartered Accountants
Firm's Registration No: 103264W


CA Atul Kale
Partner
Membership No: 109947
Mumbai
Date : 20/05/2019



For and on behalf of the Board of Directors
MEP Nagzari Toll Road Private Limited
CIN : U45203MH2012PTC237785


Dinesh Padalkar
Director
DIN: 07805586
Mumbai
Date : 20/05/2019


Priya Joshi
Director
DIN: 07185523