INDIRA CONTAINER TERMINAL PRIVATE LIMITED

DIRECTORS' REPORT

To,
The Members of
Indira Container Terminal Private Limited

Your Directors have pleasure in presenting herewith their Thirteenth Annual Report on the business and operations of the Company together with the Audited Statements of Accounts of the Company for the year ended 31st March 2020 ("**Financial Year**").

OPERATIONS

During the Financial Year, ICTPL has handled 116 RORO, 2 steel vessels, 15 passenger vessels, 174,213 units and 15,204 MT steel and earned gross revenue of Rs.89.10 Crores.

FINANCIAL HIGHLIGHTS

The financial highlights of the Company for the Financial Year ended are as given below:

(Rupees in Lakhs)

Particulars	Financial Year ended 31st March 2020	Financial Year ended 31st March 2019
Income	4,149.88	4,027.22
Finance Expenses	10,437.16	9,604.58
Depreciation and Amortization	3,834.44	3,832.88
Profit / (Loss) before Taxes	(11,135.89)	(10,300.89)
Profit / (Loss) after Taxes	**(11,135.89)**	**(10,309.21)**

PROJECT STATUS

The Company is a Special Purpose Vehicle ("**SPV**") promoted by Gammon Infrastructure Projects Limited ("**GIPL**"), Gammon India Limited, and Noatum Ports Sociedad Limitada Unipersonal SLU, formerly known as Dragados SPL, Spain. The Company and the Board of Trustees of the Port of Mumbai ("**MbPT**") entered into a License Agreement ("**LA**") dated 3rd December, 2007 for the construction of Offshore Berths and development of Offshore Container Terminal ("**OCT**") on Build, Operate and Transfer ("**BOT**") basis at Mumbai Harbour and the operations of Ballard Pier Station ("**BPS**") Container Terminal (the "**Project**").

The construction of the Project was delayed due to non-fulfillment of certain obligations by the MbPT under the aforesaid License Agreement. This has resulted in significant delays in completion of the Project and consequently, the Company incurring losses and defaulting in servicing of its debt obligations. Currently, the matter is under discussions with the MbPT for resolving the outstanding issues. The Project is being re-organized with change in the Cargo Mix (i.e. all Clean cargo including containers).

In the past, the Company and GIPL had a detailed negotiation with MbPT on the Concession Agreement for the OCT, and the parties had agreed in principle to enter into a joint supplementary agreement between the Company, MbPT and the Lenders. The draft supplementary agreement was pending for clearance of the Ministry of Shipping (MoS). However, discussions in the matter did not progress further due to reasons beyond management control. The Company and GIPL intend to restart the process for approval with the MoS for draft supplementary agreement and the proposal for re-bid for revival of the Project. The proposal for re-bid and the draft supplementary agreement provides for a mix of

Registered Office : ICT Office Indira Dock, Green Gate, Mumbai Port, Mumbai - 400 038, INDIA.
Tel. : 91 - 22 - 6625 4444 • Fax : 91 - 22 - 6625 4456 • CIN : U63032MH200PTC174100.

cargo of containers, steel, and RORO. As per the terms of re-bid, the Company has a Right of First Refusal (ROFR) to match the winning bid and is hopeful about successfully matching the bid and win the license and continue to operate the Project going forward.

The following major developments took place in the Project:

(i) Canara Bank (the Lead Bank) exercised their right to substitute the Company under the LA and have not been successful in getting any lead through market discovery process.

(ii) Since, there was no development in the Dispute Notice dated 5th October, 2018 issued by the Company to MbPT for Licensor's Event of Default and call upon the Licensor to refer the dispute for amicable settlement under the LA, the Company has initiated the arbitration process under the LA. The Company and MbPT have appointed their arbitrators and both the arbitrators have jointly appointed an empire arbitrator and the Arbitral Tribunal has been formed. The arbitration process has commenced and the Company has filed its Statement of Claim (SoC) and the Statement of Defence (SoD) has been filed by MbPT. MbPT has also raised a counter claim on the Company.

(iii) The Company had submitted a One-Time Settlement (OTS) proposal to the consortium of Lenders' but the same has not been considered / approved by the Lenders, as certain pre-conditions are pending for implementation by the Company.

(iv) The Covid-19 pandemic and the resultant lockdowns ordered by the Central and State Governments adversely affected the operations in Q4 of 2019-20. The operations are likely to remain subdued for next two quarters of 2020-21 on account of the pandemic and are expected to pick-up in the third and fourth quarters depending on how early the economic situation gets back to normalcy post lifting of the lockdown orders.

SHARE CAPITAL

The paid-up share capital as at 31st March 2020 is Rs. 1,01,56,60,000/-. During the Financial Year, the Company has not issued any shares nor has granted any stock option or sweat equity.

DIVIDEND

On account of the loss incurred during the Financial Year, your Directors express their inability to recommend any dividend for the Financial Year.

TRANSFER TO RESERVES

No amount is transferred to any reserves.

BOARD OF DIRECTORS

Mr. Kaushik Chaudhuri and Mr. Chayan Bhattacharjee were appointed as Additional Directors w.e.f. 25th November 2019 and 12th February 2020. Mr. Chaudhuri and Mr. Bhattacharjee shall hold office up to the date of next Annual General Meeting ("**AGM**"). The Directors have, at their Meeting held on 30th July, 2020 recommended the appointment of Mr. Chaudhuri and Mr. Bhattacharjee as Directors of the Company at the ensuing AGM of the Company.

In accordance with the provisions of the Companies Act, 2013, Mr. Pravin Marathe retires by rotation at the ensuing AGM and has offered himself for re-appointment.

Mr. C. S. Sangitrao, Mr. Naresh Sasanwar and Ms. Poonam Sabnis resigned as Directors of the Company w.e.f. 13th August 2019, 25th November 2019 and 12th February 2020 respectively.

Presently, the Board of Directors comprises of Mr. Pravin Marathe, Mr. Kaushik Chaudhuri and Mr. Chayan Bhattacharjee.

KEY MANAGERIAL PERSONNEL

Mr. Naresh Sasanwar and Mr. Kaushal Shah were appointed as the Chief Executive Officer and Company Secretary respectively w.e.f. 1st September 2019.

Mr. Nirav Shah was appointed as Company Secretary of the Company w.e.f. 17th April 2019 and resigned from his office w.e.f. 19th April 2019.

NUMBER OF MEETINGS OF THE BOARD

During the Financial Year, Eight (8) Board Meetings were duly convened and were held on 17th April, 2019, 28th May, 2019, 13th August, 2019, 30th August, 2019, 15th October, 2019, 25th November, 2019, 12th February, 2020 and 9th March 2020 and the intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013.

Details of attendance of each Director at the said Board meetings are as under:

Name of Director(s)	Board meetings attended
Mr. Pravin Marathe	8
Mr. Kaushik Chaudhuri*	3
Mr. Chayan Bhattacharjee**	2
Mr. C. S. Sangitrao***	1
Mr. Naresh Sasanwar****	4
Ms. Poonam Sabnis*****	4

*Appointed as Additional Director w.e.f. 25th November 2019
**Appointed as Additional Director w.e.f. 12th February 2019
***Resigned as a director w.e.f. 13th August 2019
****Resigned as a director w.e.f. 25th November 2019
*****Resigned as a director w.e.f. 12th February 2020

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(3)(c) of the Companies Act, 2013, your Directors' confirm that:-

(i) in the preparation of annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of loss of the Company for that period;

(iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) the Directors had prepared the annual accounts on a going concern basis; and

(v) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES

Being an unlisted company, provisions of Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 are not applicable to your Company.

DISCLOSURE ON WOMEN AT WORKPLACE

As required by the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has formulated and implemented a policy on prevention of sexual harassment at workplace with a mechanism of lodging complaints. During the Financial Year, no case was reported in this regard.

STATUTORY AUDITORS

At the 8th AGM of the Company, M/s. Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No.106971W), had been appointed as the Statutory Auditors of the Company until the conclusion of the 13th AGM of the Company.

The Board of Directors recommends the re-appointment of M/s. Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No.106971W), as the statutory auditors at the forthcoming Annual General Meeting of the Company.

AUDITORS REPORT:

The Auditors have made a qualified opinion in their Report, relating to the Intangible assets pertaining to Port Rights of the Company. The draft settlement agreement between the Company, MoS, and MbPT for revival of the project has been rejected by MbPT. The Company is in discussion with MbPT and MoS to reconsider the revival plan of the Project. The credit facilities are marked as Non-Performing Asset (**"NPA"**) by the Banks / Lenders. The Company and MbPT have initiated arbitration proceedings which are in progress. There exists material uncertainty relating to the revival of the Project in favour of the Company, the Intangible asset being the Port Rights will also need to be impaired depending upon the final outcome namely; the re-schedulement of the loans and the continuance of the Port Rights based on the revised terms suggested. Pending conclusion of matters of material uncertainty related to the Project, the Auditors are unable to comment whether any provision is required towards possible impairment towards the said intangible asset.

Management explanation to the Auditor's qualification:

The Company has restarted the discussions on revival of the Project with the MoS for approval of draft supplementary agreement and the proposal for re-bid for revival of the Project. The proposal for re-bid and the draft supplementary agreement provides for a mix of cargo of containers, steel and RORO. As per terms of the re-bid, the Company has a Right of First Refusal (ROFR) to match the winning bid and is hopeful about successfully matching the bid and win the concession and continue to operate the Project going forward. However, the discussions are delayed on account of the CoVID-19 pandemic situation in the country and is expected to progress once normalcy is restored

SECRETARIAL AUDIT REPORT

Mr. Veeraraghavan. N, Practicing Company Secretary has, pursuant to section 203 of the Act, issued the Secretarial Audit Report for the Financial Year with the following qualifications:

1. The Company has not appointed any Chief Financial Officer.

MANAGEMENT EXPLANATION:

The Company management is considering all options for appointment of Chief Financial Officer as per the requirements of the Companies Act, 2013.

The Report of the Secretarial Auditor is given in Annexure A in the prescribed Form MR-3, which forms part of this Report.

CHANGE IN THE NATURE OF BUSINESS

There has been no change in the nature of business during the year under review.

SUBSIDIARIES / ASSOCIATES / JOINT VENTURES

The Company does not have any subsidiary / associate or Joint Venture

EXTRACT OF ANNUAL RETURN

The details forming part of the extracts of Annual Return in Form MGT-9 as per Section 92 of the Companies Act, 2013 is annexure herewith as Annexure B.

DEPOSITS

During the Financial Year, your Company has not accepted any deposits covered under Chapter V of the Companies Act, 2013.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company is yet to establish a vigil mechanism.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the Financial Year, the Company did not grant any loan or made any investments or provide any guarantee as covered under the provisions of section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

Transactions with related parties in the ordinary course of the Company's business are detailed in Note no. 25 of the Financial Statements.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATIORS OR COURTS

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provisions of the Companies Act, 2013 related to CSR do not apply to the Company as the Company does not meet profit, turnover or net worth criteria prescribed in this regard.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company does not have any amount / shares due to be transferred to Investor Education and Protection Fund.

SECRETARIAL STANDARDS

The Company has complied with all applicable Secretarial Standards.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting financial position of the Company occurred between the end of financial year and the date of this report.

CONVERSION OF ENERGY, TECHNOLOGY ABSORBTION, FOREIGN EXCHANGE EARNINGS & OUTGO

(A) Conservation of energy - N.A.

(B) Technology absorption - N.A.

(C) Foreign exchange earnings and Outgo -

Foreign Exchange earned in terms of actual inflows during the year - NIL
Foreign Exchange outgo during the year in terms of actual outflows - NIL

INTERNAL FINANCIAL CONTROLS & THEIR ADEQUACY

Your Company's internal control systems are commensurate with the nature and size of its business operations. Your Company has adequate internal financial controls in place to ensure safeguarding of its assets, prevention of frauds and errors, protection against loss from unauthorized use or disposition and the transactions are authorised, recorded and reported diligently in the Financial Statements.

RISK MANAGEMENT

The Company has not developed and implemented a formal risk management policy for the Company. However, the Board of Directors periodically as a part of its review of the business considers and discusses the external and internal risk factors like Government policies, macro and micro economy factors, company financials and operations related specific factors, foreign currency rate fluctuations and related matters that may threaten the existence of the Company.

The Board is of the opinion that there are no major risks affecting the existence of the Company except in respect of the Company's Project as discussed above.

INDIRA CONTAINER TERMINAL PRIVATE LIMITED

ACKNOWLEDGMENT

The Directors acknowledge with gratitude the co-operation and support received from the Company's Bankers and MbPT. They wish to place on record their sincere appreciation for the services rendered by all members of staff and employees of the Company.

For and on behalf of the Board of
Indira Container Terminal Private Limited

Kaushik Chaudhuri	Pravin Marathe
Director	Director
DIN: 06757692	DIN: 07706235

Place: Mumbai

Date: 30th July, 2020

Veeraraghavan.N
Practising Company Secretary

First Maritime Private Limited
201, Gheewala Building
M.P. Road, Mulund – East
Mumbai 400081
Mob: 9821528844
Email : nvr54@ymail.com

Form No. MR – 3

SECRETRIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31st MARCH 2020

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members,
Indira Container Terminal Private Limited
(CIN: U63032MH2007PTC174100)

I, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Indira Container Terminal Private Limited (CIN: U63032MH2007PTC174100) hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and return filed and other records maintained by the Company and also the information provided by the Company and its officers, during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2020 complied with the statutory provisions listed hereunder (wherever applicable) and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

(i). The Companies Act, 2013 (the "**Act**") and the rules made thereunder;

(ii). The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the rules made thereunder;

(iii). The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;

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

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

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

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

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and

(h) SEBI (Share Based Employee Benefits) Regulations, 2014.

(i) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

(j) Secretarial Standard issued by The Institute of Company Secretaries of India.
(k) Listing with BSE Limited and National Stock Exchange of India Limited --- The Company being an unlisted public company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable.

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

The Company has not appointed any CFO.

I further report that:

The Board of Directors of the Company is duly constituted

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

Veeraraghavan N.
ACS No: 6911
CP NO : 4334
UDIN: A006911B000544591

Place : Mumbai
Date: 2nd August, 2020

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31-03-2020
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014

I REGISTRATION & OTHER DETAILS:

i	CIN	U63032MH2007PTC174100
ii	Registration Date	September 13, 2007
iii	Name of the Company	Indira Container Terminal Private Limited
iv	Category / Sub-category of the Company	Company Limited by Shares
v	Address of the Registered office & contact details	ICT Office, Indira Dock, Green Gate, Mumbai Port, Mumbai, Maharashtra - 400038 India Contact No. -91-22-66254444
vi	Whether listed company	No
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products / services	NIC Code of the Product /service	% to total turnover of the company
1	Construction and maintenance of motorways, streets, roads, other vehicular and pedestrian ways, highways, bridges, tunnels and subways	42101	100

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	*Gammon Infrastructure Projects Limited Reg. Office: Orbit Plaza CHS. Limited, 5th Floor, Plot No.952/954, New Prabhadevi Road, Prabhadevi, Mumbai – 400 025	L45203MH2001 PLC131728	Holding Company	74.00%	2 (87) (ii)
	*Includes legal and beneficial interest				

IV. **SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)**

(i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (01-Apr-2019)				No. of Shares held at the end of the year (31-Mar-2020)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.or State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	75158840	0	75158840	74.00	75158840	0	75158840	74.00	0.00
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL:(A) (1)	**75158840**	**0**	**75158840**	**74.00**	**75158840**	**0**	**75158840**	**74.00**	**0.00**
(2) Foreign									
a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	26407160	0	26407160	26.00	26407160	0	26407160	26.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other...	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (2)	**26407160**	**0**	**26407160**	**26.00**	**26407160**	**0**	**26407160**	**26.00**	**0.00**
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	**101566000**	**0**	**101566000**	**100.00**	**101566000**	**0**	**101566000**	**100.00**	**0.00**

B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
C) Central govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIS	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(1):	**0**	**0**	**0**	0.00	**0**	**0**	**0**	0.00	0.00
(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(2):	**0**	**0**	**0**	0.00	**0**	**0**	**0**	0.00	0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	**0**	**0**	**0**	0.00	**0**	**0**	**0**	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	**101566000**	**0**	**101566000**	**100.00**	**101566000**	**0**	**101566000**	**100.00**	**0.00**

(ii) **SHARE HOLDING OF PROMOTERS**

Sl No.	Shareholders Name	Shareholding at the beginning of the year (01-Apr-2019)			Shareholding at the end of the year (31-Mar-2020)			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Gammon Infrastructure Projects Limited	48,751,680	48.00	16.25	48,751,680	48.00	16.25	0.00
2	Gammon India Limited*	26,407,160	26.00	26.00	26,407,160	26.00	26.00	0.00
3	Noatum Ports, S. L.	26,407,160	26.00	25.50	26,407,160	26.00	25.50	0.00
	Total	**101,566,000**	**100.00**	**67.75**	**101,566,000**	**100.00**	**67.75**	

*Beneficial Interest held by Gammon Infrastructure Projects Limited

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.		Shareholding at the beginning of the Year (01-Apr-2019)		Cumulative Shareholding during the year (31-Mar-2020)	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	**NO CHANGE**			
	Date wise increase / decrease in Promoters Share holding during the year				
	At the end of the year				

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

Sl. No		Shareholding at the beginning of the Year (01-Apr-2019)		Cumulative Shareholding during the year (31-Mar-2020)	
	For Each of the Top 10 Shareholders	No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0		0	
	Date wise increase / decrease in shareholding during the year	0		0	
	At the end of the year	0		0	

Shareholding of Directors & KMP

Sl. No		Shareholding at the beginning of the Year (01-Apr-2019)		Cumulative Shareholding during the year (31-Mar-2020)	
	For Each of the Directors & KMP	No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0		0	
	Date wise increase / decrease in shareholding during the year	0		0	
	At the end of the year	0		0	

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment				
				(Rs. in Lakhs)
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year (01-Apr-2019)				
i) Principal Amount	47,711.25	0.00	0.00	**47,711.25**
ii) Interest due but not paid	26,800.42	0.00	0.00	**26,800.42**
iii) Interest accrued but not due	0.00	0.00	0.00	**0.00**
Total (i+ii+iii)	**74,511.67**	**0.00**	**0.00**	74,511.67
Change in Indebtedness during the financial year				
Additions	8,568.32	0.00	0.00	**8,568.32**
Reduction	0.00	0.00	0.00	**0.00**
Net Change	8,568.33	**0.00**	**0.00**	**8,568.33**
Indebtedness at the end of the financial year (31-Mar-2020)				
i) Principal Amount	47,711.25	0.00	0.00	**47,711.25**
ii) Interest due but not paid	35,368.74	0.00	0.00	**35,368.74**
iii) Interest accrued but not due	0.00	0.00	0.00	**0.00**
Total (i+ii+iii)	**83,079.99**	**0.00**	**0.00**	**83,080.00**

VI **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. **Remuneration to Managing Director, Whole time director and/or Manager:**

Sl.No	Particulars of Remuneration	Name of the MD / WTD / Manager			Total Amount
		Not Applicable			
1	**Gross salary**				
(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.					
(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961					
(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock option				
3	Sweat Equity				
4	Commission				
	as % of profit				
5	Others, please specify				
	Total (A)				
	Ceiling as per the Act				

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	Not Applicable			
	(a) Fee for attending board / committee meetings				
	(b) Commission				
	(c) Others, pls. specify				
	Total (1)				
2	Other Non Executive Directors	Not Applicable			
	(a) Fee for attending board committee meetings				
	(b) Commission				
	(c) Others, please specify.				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

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

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Mr. Naresh Sasanwar, CEO	Mr. Kaushal Shah, CS	CFO	
1	**Gross Salary**				
(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.		2,936,330.00	979,930.00	--	**3,916,260.00**
(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		--	--	--	--
(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		--	--	--	--
2	Stock Option	--	--	--	--
3	Sweat Equity	--	--	--	--
4	Commission				
	- as % of profit	--	--	--	--
	- others (specify)	--	--	--	--
5	Others (Provident Fund)	70,914.00	24,629.00		**95,543.00**
	Total	**3,007,244.00**	**1,004,559.00**		**4,011,803.00**

VII PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD / NCLT / Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors of
Indira Container Terminal Private Limited

Name: Kaushik Chaudhuri
Designation: Director
DIN: 06757692

Name: Pravin Marathe
Designation: Director
DIN: 07706235

Place: Mumbai

Date: 30 July, 2020

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INDEPENDENT AUDITOR'S REPORT

To
The Members of
Indira Container Terminal Private Limited

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying Standalone Financial Statements of Indira Container Terminal Private Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2020, 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 then ended, and notes to the financial statements, including a summary of Significant Accounting Policies and other explanatory information (herein after referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in Basis of Qualified Opinion paragraph 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 accounting principles generally accepted in India, of the State of Affairs of the Company as at March 31, 2020, its loss (including Other Comprehensive Income), changes in equity and its cash flows for the year ended on that date.

Basis of Qualified Opinion

Attention is invited to Note 4(a) to the Financial Statements, relating to the Intangible assets of port rights of the Company. The draft settlement agreement between the SPV, Ministry of Shipping (MoS), Mumbai Port Trust (MbPT) has been rejected by MbPT. The Company and the SPV are in discussion with MbPT and MoS to reconsider the project. The credit facilities are marked as NPA by the lenders. The Company and MBPT have initiated arbitration proceedings which are in progress. There exists material uncertainty relating to the revival of the Project in favour of the Company, the Intangible asset being the Port Rights will also needs to be impaired depending upon the final outcome namely the re-schedulement of the loans and the continuance of the Port Rights based on the revised terms suggested. Pending conclusion of matters of material uncertainty related to the project, we are unable to comment whether any provision is required towards possible impairment towards the said intangible asset. Total exposure is Rs 62,121.65 Lacs.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements

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section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Material Uncertainty Related to Going Concern

Attention is invited to Note no. 33 relating to the going concern assumption and the status of the project. The said note details the status of the progress of the project and the various issues faced by the project and the Company. The Lenders have issued a notice of financial default to the Company in terms of Substitution Agreement under intimation to MbPT. The credit facilities are marked as NPA.

There is also no official extension to the RORO operations although the Company is not restricted in continuing the same. The draft settlement agreement being negotiated between the Company, MoS and MbPT has been rejected by MbPT and the Parent Company and Company are in discussions with MbPT & MoS to reconsider the matter relating to the extension of the project as per the mutually decided fresh terms and find a solution given the significant efforts put in by the Parent Company and Company in reviving the Project over the past 4 years.

The company has lodged a claim of Rs. 90,404 lacs along with interest at the rate of 18% p.a. in October 2018 with MbPT towards damages/losses on the Project. Post lodging of claim by the company, MbPT has raised a counter claim of Rs 1,85,078 lacs on the company for the Licensee's Event of Default under the License Agreement.

Subsequently the Company has gone into arbitration against MBPT with a claim of Rs. 2,96,736 lacs. The respondent has filed their Statement of Defense and Counter Claim of Rs 3,90,000 lacs.

The above conditions and the status of the project including the inconclusive discussions indicate material uncertainties, which may affect the going concern assumption of the Company. The Management is hopeful of an amicable resolution in respect of the project. Our report is not qualified on this account.

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

The Company's Board of Directors is responsible for preparation of the Other Information. The "Other Information" comprises the Report of the Board of Directors but does not include the Standalone Financial Statements and our Independent Auditors' Report thereon. The Other Information as aforesaid is expected to be made available to us after the date of this Auditor's Report.

Our opinion on the Standalone Financial Statements does not cover the Other Information and we do not and will not express any form of assurance or conclusion thereon.

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In connection with our audit of the Standalone Financial Statements, our responsibility is to read the Other Information identified above 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.

Responsibilities of Management and those Charged with Governance for the Standalone 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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the 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.

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

1. 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. 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, make 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.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the attached Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:
   a. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b. In our opinion, except for the possible impact arising out of matters described in our Basis of Qualified 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), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
   d. In our opinion except for the possible impact arising out of matters described in our Basis of Qualified Opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   e. The matters described in our Basis of Qualified Opinion paragraph and the paragraph on Material Uncertainty related to Going Concern may have an adverse impact on the functioning of the Company.
   f. On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

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g. The matters described in our Basis of Qualified Opinion paragraph and the paragraph on Material Uncertainty related to Going Concern may have an adverse impact on the maintenance of accounts and other matters connected therewith.

h. 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 B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

i. 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, there is no managerial remuneration paid by the Company to its directors during the year. Hence the provisions of section 197 of the Act do not apply to the company.

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

   i. The company has disclosed the impact of pending litigations on its financial position in the financial statements. Refer Note 22 to the financial statements;

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

   iii. There are no amounts that are required to be transferred to the Investor Education and Protection Fund.

For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

Nuzhat Khan
Partner
M. No. 124960
Mumbai ,Dated: July 30, 2020
UDIN : 20124960AAAAGP2669

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ANNEXURE A

To the Independent Auditors' Report on the Standalone IND AS Financial Statements of Indira Container Terminal Private Limited

(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant & Equipment.

(b) Property, Plant & Equipment have been physically verified by the management during the year at reasonable intervals and no material discrepancies were identified on such verification.

(c) We have verified the title deeds of the immovable property forming part of fixed assets produced before us by the Management and the same are in compliance of clause 3(i)(c) of Companies (Auditors Report) Order 2016.

(ii) The company does not hold any inventory during the year, and hence clause 3(ii)(a) and 3(ii)(b) of Companies (Auditors Report) Order 2016 are not applicable.

(iii) The Company has not granted any loans to entities covered in the register maintained u/s 189 of the Companies Act 2013 and hence clauses 3(iii)(a), 3(iii)(b) & 3(iii)(c) of Companies (Auditors Report) Order 2016 are not applicable.

(iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 with respect to loan given to the extent applicable.

(v) The Company has not accepted any deposit from the public pursuant to sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder. As informed to us, there is no order that has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in respect of the said sections.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, related to port operations, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) According to information and explanation given to us and on the basis of our examination of records of the Company, amount deducted or accrued in the books of accounts in respect of undisputed statutory dues including Provident fund, Employees State Insurance, Income Tax, Goods and Service Tax, Cess, Goods and Service tax and other statutory dues have generally been regularly deposited during

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the year by the Company with the appropriate authorities though there were slight delays.

According to the information and explanations given to us, no undisputed amount payable in respect of the aforesaid dues were outstanding as at March 31, 2020 for a period of more than six months from the date of becoming payable

(b) According to the information and explanations given to us, there are dues of Sales Tax, Income Tax, Service Tax, Goods and Service Tax and Value Added Tax, which have not been deposited on account of any dispute as follows :

Particulars	AY	Amount Rs.
Service Tax demand	2017-18	239.29 Lakhs

(viii) According to the information and explanations given to us and based on the documents and records produced to us, the company has not serviced interest and principal of Rs. 83,080.00 lacs for the entire year in respect of loans from banks and financial institutions. The details of the same are given in the financial statements under note no. 11.2. The entire loan is recalled and therefore is in continuing default. Further, the company has not obtained any borrowings by way of debentures.

(ix) The Company has not raised any money by way of initial public offer and further public offer (including debt instrument). According to the information and explanations given to us and based on the documents and records produced to us, the Company has not taken any term loan during the year and therefore provision of clause 3(ix) of Companies (Auditors Report) Order 2016 is not applicable to the Company.

(x) According to the information and explanations given to us and to the best of our knowledge and belief no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) The company has not paid any managerial remuneration during the year and hence provisions of section 197 read with Schedule V to the Companies Act, 2013 are not applicable and consequently clause 3(xi) of the Companies (Auditors Report) Order 2016 is not applicable to the Company.

(xii) The Company is not a Nidhi Company hence clause 3(xii) of Companies (Auditors Report) Order 2016 is not applicable to the Company.

(xiii) Provisions of Sec.177 is not applicable in respect of transactions with related parties, the company has complied with the provisions of Sec 188 of the Act, where

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applicable. The necessary disclosures relating to related party transactions have been made in the Financial Statements as required by applicable accounting standard.

(xiv) The company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review and hence the clause 3(xiv) of the Companies (Auditors Report) Order, 2016 is not applicable to the Company.

(xv) The company has not entered into any non-cash transactions with directors or persons connected with him and hence the clause 3(xv) of the Companies (Auditors Report) Order, 2016 is not applicable to the Company.

(xvi) The nature of business and the activities of the Company are such that the Company is not required to obtain registration under section 45-IA of the Reserve Bank of India Act 1934.

For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No.106971W

Nuzhat Khan
Partner
M. No. 124960
Mumbai ,Dated: July 30, 2020
UDIN : 20124960AAAAGP2669

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Annexure - B to the Auditors' Report

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

We have audited the internal financial controls with reference to Financial Statements of Indira Container Terminal Private Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements 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 with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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 with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference

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to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements.

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2020,

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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 Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

Nuzhat

NATVARLAL VEPARI & CO. ★ Mumbai ★ CHARTERED ACCOUNTANTS

Nuzhat Khan
Partner
M. No. 124960
Mumbai ,Dated: July 30, 2020
UDIN : 20124960AAAAGP2669

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
CIN: U63032MH2007PTC174100
BALANCE SHEET AS AT MARCH 31, 2020

(Rs. In lakhs)

Particulars	Note Ref	As at March 31, 2020	As at March 31, 2019
ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	3	46.23	50.85
(b) Other Intangible assets	4	62,121.65	65,943.63
(c) Financial Assets	5		
(i) Trade receivables	5.1	-	-
(ii) Loans	5.2	105.68	105.25
(iii) Others	5.3	31.96	30.50
(d) Other Non-current assets	6	1,956.21	1,894.27
Total Non-current Assets (A)		64,261.73	68,024.49
(2) Current Assets			
(a) Financial Assets	5		
(i) Trade receivables	5.1	333.71	648.89
(ii) Cash and cash equivalents	5.4	0.08	0.08
(ii) Bank Balance		3,426.70	1,255.80
(iii) Loans	5.2	-	-
(iv) Others	5.3	342.40	300.65
(b) Other current assets	6	197.47	225.56
Total Current Assets (B)		4,300.36	2,430.98
Total Assets (A + B)		68,562.09	70,455.47
EQUITY & LIABILITIES			
(1) Equity			
(a) Equity Share capital	7	10,156.60	10,156.60
(b) Other Equity	8	(38,432.12)	(27,297.43)
(c) Amounts entirely in the nature of equity	9	3,722.47	3,722.47
Total Equity (A)		(24,553.05)	(13,418.36)
(2) Liabilities			
Non-current liabilities			
(a) Financial Liabilities		-	-
(b) Provisions	10	44.75	35.13
Total Non-Current liabilities (B)		44.75	35.13
(3) Current liabilities			
(a) Financial Liabilities	11		
(ii) Trade payables	11.1		
Total otstanding dues of Micro enterprises and small enterprises			
Total otstanding dues of creditors other than Micro enterprises and small enterprises		5,942.63	6,759.12
(iii) Other financial liabilities	11.2	86,696.78	76,774.62
(b) Other current liabilities	12	421.42	303.16
(c) Provisions	10	9.56	1.80
Total Current liabilities (C)		93,070.39	83,838.70
Total Equity and Liabilities (A + B + C)		68,562.09	70,455.47

As per our report of even date attached
For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

Nuzhat Khan
Partner
M.No. 124960
Place: Mumbai
Date: 30th July 2020

For and behalf of the Board of Directors
Indira Container Terminal Private Limited

Kaushik Chaudhuri
Director
DIN: 06757692
Place: Mumbai
Date: 30th July 2020

Pravin Marathe
Director
DIN: 07706235

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
CIN: U63032MH2007PTC174100
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. In lakhs)

	Particulars	Note Ref	For the year ended March 31, 2020	For the year ended March 31, 2019
I	**Revenue from Operations**			
a)	Revenue from Operations	13	4,126.33	4,009.69
	Revenue from Operations		4,126.33	4,009.69
II	Other Income:	14	23.55	17.53
III	**Total Revenue (I + II)**		4,149.88	4,027.22
IV	**Expenses:**			
	Personnel Expenses	15	267.08	147.25
	Finance Expenses	16	10,437.16	9,604.58
	Depreciation & amortization	17	3,834.44	3,832.88
	Other Expenses	18	747.09	743.40
	Total Expenses		15,285.77	14,328.11
V	**Profit Before Tax (III-IV)**		(11,135.89)	(10,300.88)
VI	**Tax Expense**		-	8.32
	1. Current Tax		-	-
	2. Short Provision for Tax		-	8.32
VII	**Profit for the period (XIV+XI)**		(11,135.89)	(10,309.21)
VIII	**Other Comprehensive Income**			
	Items that will not be reclassied to Profit and Loss			
	Remeasurement of defined benefit plans		1.20	3.08
IX	**Total Comprehensive Income**		(11,134.69)	(10,306.13)
X	Earnings per Equity Share:	20		
	Basic & Diluted		(10.96)	(10.15)
	Par Value		10.00	10.00

As per our report of even date attached
For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

Nuzhat

NATVARLAL VEPARI & CO. Mumbai CHARTERED ACCOUNTANTS

Nuzhat Khan
Partner
M.No. 124960
Place: Mumbai
Date: 30th July 2020

For and behalf of the Board of Directors
Indira Container Terminal Private Limited

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

Pmarathe

Kaushik Chaudhuri
Director
DIN: 06757692
Place: Mumbai
Date: 30th July 2020

Pravin Marathe
Director
DIN: 07706235

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
CIN: U63032MH2007PTC174100
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2020

(Rs. In lakhs)

		Year ended March 31, 2020		Year ended March 31, 2019	
A	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit Before Tax As Per Profit & Loss Account		(11,135.89)		(10,300.88)
	Adjusted For : Non Cash & Non operating Expenses				
	Depreciation	3,834.44		3,832.88	
	Finance Expenses	10,410.21		9,559.26	
	Interest Income	(17.48)		(7.53)	
	Sundry balance written back	-		1.86	
	Sundry balance written off	12.67		-	
			14,239.84		13,386.47
	Operating profit before working capital changes		3,103.95		3,085.59
	Operating Profit Before Working Capital Changes Adjusted For :				
	Increase/(decrease) in trade payables and other financials liablity	524.69		(305.30)	
	Movement in provisions	18.58		21.93	
	Changes in other liablities	118.26		228.96	
	Movement in Trade receivables	315.18		36.97	
	Movement in financial assets	(7.52)		(284.80)	
	Movement in other assets	22.99		(94.09)	
			992.18		(396.34)
	Direct Tax paid		(85.38)		(170.55)
	Net Cash Flow From Operating Activities (A)		4,010.75		2,518.70
B	CASH FLOW FROM INVESTING ACTIVITIES				
	Interest Received	9.89		2.13	
	Movement in Other Bank Balance	(2,170.90)		-	
	Payments made towards purchase of tangible assets	(7.85)		(2.04)	
	Net Cash Used in Investing Activities (B)		(2,168.86)		0.09
C	CASH FLOW FROM FINANCING ACTIVITIES				
	Interest Paid/ Capitalised	(1,841.89)		(3,675.30)	
	Net Cash Used in Financing Activities (C)		(1,841.89)		(3,675.30)
	Net Change in Cash & Cash Equivalents (A+B+C)		(0.00)		(1,156.51)
	Cash & Cash Equivalents at the beginning of the year		0.08		2,412.39
	Cash & Cash Equivalents at the end of the year		0.08		1,255.88
	Components of Cash and Cash Equivalents				
	Balances with scheduled banks in current account		-		1,255.80
	Cash on hand		0.08		0.08
	Total Components of Cash and Cash Equivalents		0.08		1,255.88

As per our report of even date attached
For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

Nuzhat Khan
Partner
M.No. 124960
Place: Mumbai
Date: 30th July 2020

For and behalf of the Board of Directors
Indira Container Terminal Private Limited

Kaushik Chaudhuri
Director
DIN: 06757692
Place: Mumbai
Date: 30th July 2020

Pravin Marathe
Director
DIN: 07706235
Place: Mumbai

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
Notes to financial statements for the year ended March 31, 2020
Statement of Changes in Equity for the period ended

A . Equity Share Capital

Equity Share Capital	March 31, 2020		March 31, 2019	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Equity shares of INR 10 each issued, subscribed and fully paid				
Balance at the beginning of the reporting period	10,15,66,000	10,157	10,15,66,000	10,157
Add: Issue during the reporting period	-	-	-	-
Balance at end of the reporting period	**10,15,66,000**	**10,156.60**	**10,15,66,000**	**10,156.60**

B. Other Equity

Particulars	Retained Earnings	Total
Balance as at April 1, 2018	(16,991.32)	(16,991.32)
Profit for the year	(10,309.20)	(10,309.20)
Items that will not be reclassied to Profit and Loss		
-Actuarial gain transferred to OCI	3.08	3.08
Balance as at March 31, 2019	(27,297.43)	(27,297.43)
Profit for the year	(11,135.89)	(11,135.89)
Items that will not be reclassied to Profit and Loss	1.20	1.20
-Actuarial gain transferred to OCI		
Balance as at March 31, 2020	(38,432.12)	(38,432.12)

As per our report of even date attached
For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

Nuzhal

Nuzhat Khan
Partner
M.No. 124960
Place: Mumbai
Date: 30th July 2020

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

For and behalf of the Board of Directors
Indira Container Terminal Private Limited

Kaushik Chaudhuri
Director
DIN: 06757692
Place: Mumbai
Date: 30th July 2020

Pmarathe

Pravin Marathe
Director
DIN: 07706235

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
CIN: U63032MH2007PTC174100
Significant Accounting Policies for the year ended March 31, 2020

1 **Corporate Information**

Indira Container Terminal Private Limited ('ICTPL',or 'the Company') is domiciled in India having registered office located at Indira Dock Green Gate, Mumbai Port, Mumbai 400 038 and incorporated under the Companies Act, 1956 on September 13, 2007. The Company is promoted by Gammon India Limited ('GIL') with Gammon Infrastructure Projects Limited ('GIPL') and Noatum Ports Sociedad Limitada Unipersonal SLU ('NPSL') formerly known as Dragados Servicious Portuarios Y Logisticos S.L., Spain ('DSPL').

GIPL a listed subsidiary of GIL, has beneficial, controlling interest and voting rights in respect of 26,407,160 equity shares. Due to this, GIPL was a 50% joint venture in this Company. On 6th April, 2017 GIPL acquired further stake of 26,407,160 equity shares and gained control over the Company. Therefore, GIPL is the Holding Company.

Project Details:

ICTPL has signed a Licence Agreement (LA) dated December 03, 2007 with Mumbai Port Trust (MbPT) for the following:

• Designing, engineering, financing, constructing, equipping, operating, maintaining, repairing, replacing the Project Facilities and Services of Offshore Container Terminal (OCT) during the License Period and

• Operating, and managing the Ballard Pier Station Container Terminal (BPS) with necessary development, modifications and augmentation of project facilities and services for BPS during the License Period.

Based on the foregoing the status of construction is as follows:

(a) The required two offshore berths with a total length of 700 meters have been constructed

(b) The required connection from the mainland to the offshore berths in the form of a Y shaped Trestle of approximate length of 1000 m as per the terms of the Licence Agreement (LA) has been constructed

(c) The Project is delayed as MbPT till date has not completed the dredging in the Channel and Turning circle to the required depth as laid down in the LA

(d) MbPT has till date not completed the filling of the Princess and Victoria Docks so that the same can be made available for development of the Container Yard.

(e) Delays in providing approvals for purchase of cargo handling equipment.

(f) The Project has been delayed for more than 8 years

Project Cost and Financing of the Project

(a) The original Project Cost was estimated at Rs 1,015 crores, to be funded by Equity Rs 203 crores, and Term Loan Rs 812 crores;

(b) A consortium of 5 banks, led by Canara Bank have sanctioned term loans aggregating to Rs 812 crores;

(c) The Project achieved financial closure on November 14, 2008 in accordance with LA.

(d) The loan project has been classified as a Non-Performing Asset since March 31, 2014

Current Status:

a) Pursuant to detailed negotiations with MbPT on the LA for the Offshore Container Terminal, the Parties had agreed in-principle to enter into a joint settlement agreement between the Board of Trustees of MbPT, SPV and the Lenders. The Project was proposed for re-bid and the draft agreement provides for a mix of cargo of containers, steel and Roll-On Roll-Off (RORO).

b) The RORO operations at Mumbai Port which was allowed by MbPT as an interim measure for alternate use of the two berths is continuing. The gross revenue from RORO operations is shared between MbPT, the Lenders and the SPV in the ratio of 55:25:20. However, the revenue amount shared with the Lenders is inadequate for repayment of principal and interest of the Lenders.

c) Subsequently, the Lenders have issued a notice of financial default to the Company in terms of Substitution Agreement under intimation to MbPT. Post issue of the notice of financial default, the Company has filed a writ petition before Hon'ble Delhi High Court in July 2018 seeking implementation of rebid decision taken in Niti Aayog meeting held on 20th March 2018. The Company had made a detailed representation on the proposal of settlement (the proposal) to MbPT and Ministry of Shipping (MoS), as per the directives of the Court. MbPT vide their letter dated 27th September 2018 have not acceded to the representation on the revival proposal made by the Company and the draft settlement agreement was rejected. The Company and its holding company are in discussions with MbPT and MoS to reconsider the above matter and find a solution given the significant efforts put in by the Company and its holding company in reviving the Project over the past 4 years.

d) On expiry of time granted in the Court order, the Lenders have sent a notice vide their letter dated 09th October 2018 to MbPT with a copy to the Company, intimating about initiation of substitution process and request for appointment of internationally approved valuer under the LA. The Company has issued a Dispute Notice for the Licensor's Event of Default against MbPT and called upon the Licensor to refer the disputes for amicable settlement under the LA and the matter is pending with MbPT.

e) The Company has lodged a claim of Rs 90,404 lacs along with interest at the rate of 18% p.a. in October 2018 with MbPT towards damages/losses on the Project. In addition to the above claim amount, the Company has intimated MbPT that they shall be liable to release Termination payment in terms of the LA on account of the Licensor's Event of Default under the LA.

f) Post lodging of claim by the Company, MbPT has raised a counter claim of Rs 1,85,075 lacs on the Company for the Licensee's Event of Default under the LA.

NATVARLAL VEPARI & CO. MUMBAI CHARTERED ACCOUNTANTS

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

g) The Company and the Client has nominated their arbitrators and the respective nominee arbitrators have jointly given their concurrence for appointment of the Presiding Arbitrator/Umpire arbitrator. The Company has duly filed its SOC for an amount of Rs. 296,736 lacs on 8th November 2019. The respondent has filed their Statement of Defense and Counter Claim of Rs 390,000 lacs.

h) The last hearing was scheduled on 30th January 2020 where the Ld. Arbitral Tribunal had communicated fresh dates for hearing, however, the hearing could not be convened due to total lockdown by the Central and State Government since March 24, 2020 onwards. In response to Companies e-mail and joint application dated 20th April 2020 for adjournment of hearing due to lockdown, the Tribunal has directed both the parties to complete pleadings as expeditiously as possible and advised that draft issues may be exchanged and forwarded to the Tribunal directly. The Tribunal will issue further procedural directions in due course in consultation and concurrence with all concerned.

i) On account of the aforesaid matters detailing the dispute between Company and MbPT, there exists material uncertainty relating to the revival of the Project in favour of the Company. The management is hopeful of a favourable order under the arbitration proceedings and therefore considers these financial statements as prepared under going concern

2 **Significant Accounting Policies**

Basis of Preparation

2 **Use of estimates**

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates,judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of circumstances surrounding the estimates. Changes in estimates are reflected in the finacial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the financial statements.

2 **Summary of significant accounting policies**

The operating cycle of the business of the Company is twelve months from the reporting date as required by Schedule III to the Companies Act, 2013.

a) **Current and non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when :

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

All other assets are classified as non-current.

A liability is current when :

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

The Company classifies all other liabilities as non-current.

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

b) **Property, Plant and Equipment (PPE)**

Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of purchase price inclusive of taxes, commissioning expenses, etc. upto the date the asset is ready for its intended use.

Significant spares which have a usage period in excess of one year are also considered as part of Property, Plant and Equipment and are depreciated over their useful life.

Decomissioning costs, if any, on Property, Plant and Equipment are estimated at their present value and capitalised as part of such assets.

Borrowing costs on Property, Plant and Equipments are capitalised when the relevant recognition criteria specified in Ind AS 23 Borrowing Costs is met.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as per schedule II of the Companies Act, 2013

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values and useful lives of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

c) **Intangible assets**

Intangible assets are recorded at the consideration paid for cost of acquisition or development less amortization. The cost of an internally generated asset comprises all expenditure that can be directly attributed, or allocated on a reasonable and consistent basis, to create, produce and make the asset ready for its intended use. Intangible assets under development are capitalized only if the Company is able to establish control over such assets and expects future economic benefit will flow to the Company.

Intangible assets are amortised over the concession period from the date of capitalization

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Service Concession Agreements - The Company recognises an intangible asset arising from a service concession arrangement to the extent it has a right to charge for use of the concession infrastructure. The fair value, at the time of initial recognition of such an intangible asset received as consideration for providing construction or upgrade services in a service concession arrangement, is regarded to be its cost. Subsequent to initial recognition the intangible asset is measure at cost, less any accumulated amortisation and accumulated impairment losses

d) **Intangible Asset under development**

Intangible asset under development comprises entirely of the cost of 'Project BPS' being developed by the Company to be operated on a BOT basis.

Intangible asset under development is stated at cost of development less accumulated impairment losses, if any. Costs include direct costs of development of the project road and costs incidental and related to the development activity. Costs incidental to the development activity, including financing costs on borrowings attributable to development of the project road, are capitalised to the project road till the date of completion of development.

e) **Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

f) **Impairment of Assets**

Assets with an indefinite useful life and goodwill are not amortized/ depreciated and are tested annually for impairment. Assets subject to amortization/depreciation are tested for impairment provided that an event or change in circumstances indicates that their carrying amount might not be recoverable. An impairment loss is recognized in the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher between an asset's fair value less sale costs and value in use. For the purposes of assessing impairment, assets are grouped together at the lowest level for which there are separately identifiable cash flows (cash-generating units).

Non-financial assets other than goodwill for which impairment losses have been recognized are tested at each balance sheet date in the event that the loss has reversed.

g) **Cash and cash equivalents**

Cash and cash equivalents include cash in hand, demand deposits in banks and other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within bank borrowings in current liabilities on the balance sheet.

h) **Provisions and contingent liabilities**

Provisions

The Company recognizes a provision when it has a present legal or constructive obligation as a result of past events; it is likely that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Contingent liabilities

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

i) **Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Gratuity, a defined benefit obligation is provided on the basis of an actuarial valuation made at the end of each year/period on projected Unit Credit Method.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The current and non-current bifurcation is done as per Actuarial report.

Termination Benefits

Termination benefits are payable as a result of the company's decision to terminate employment before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The company recognizes these benefits when it has demonstrably undertaken to terminate current employees' employment in accordance with a formal detailed plan that cannot be withdrawn, or to provide severance indemnities as a result of an offer made to encourage voluntary redundancy. Benefits that will not be paid within 12 months of the balance sheet date are discounted to their present value.

j) Foreign Currencies

Transactions and Balances

Transactions in foreign currencies are initially recorded in reporting currency by the Company at spot rates at the date of transaction. The Company's functional currency and reporting currency is same i.e. INR.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

k) Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

l) Financial instruments

Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

A Non-derivative financial instruments

Subsequent measurement

i) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

m) Revenue Recognition

The company earns revenue primarily from integrated terminal services, berth hire charges, wharfage and miscellaneous income.

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the cumulative catch up method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application and the comparative information in the statement of profit and loss is not restated – i.e. the comparative information continues to be reported under Ind AS 18 and Ind AS 11. The impact of the adoption of the standard on the financial statements of the Company is insignificant.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Revenue is recognised at point in time when the performance obligation with respect to RORO operations is being rendered to the Customers which is the point in time when the customer receives the service. Revenue from cargo handling service is recognized on output basis measured from cargo discharge to dispatch cycle.

The billing schedules agreed with customers include periodic performance-based payments. Invoices are payable within contractually agreed credit period.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, price concessions if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

Use of significant judgements in revenue recognition

i. The Company's contracts with customers include promises to provide cargo handling services to a customer. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

ii. Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, price concessions. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component.

iii. The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct service promised in the contract. Where standalone selling price is not observable, the Company uses the guidelines of Tariff Authority of Major Ports (TAMP) to allocate the transaction price to each distinct performance obligation.

iv. The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

v. Contract fulfilment costs are generally expensed as incurred except for certain costs which meet the criteria for capitalisation. Such costs are amortised over the service concession period or useful life of asset wherever applicable. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Interest Income

Interest income from financial asset is recognised using effective interest rate method.

n) Taxes

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

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 recognized 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 profit and loss account 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 Company will pay normal income-tax during the specified period.

o) **Deferred Tax**

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

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

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

For items recognised in OCI or equity, deferred / current tax is also recognised in OCI or equity.

p) **Leases**

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

q) **Earning per share**

Earnings per share is calculated by dividing the net profit or loss before OCI for the year by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) **Dividend Distribution**

Dividend distribution to the Company's equity holders is recognized as a liability in the Company's annual accounts in the year in which the dividends are approved by the Company's equity holders.

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
Notes to Financial Statements for the year ended March 31, 2020

3 Property, Plant & Equipment

(Rs. in lacs)

Tangible assets	Land	Container yard	Office Premises	Furniture and Fixtures	Motor Car	Data Processing Equipment	Plant and Machinery	Office Equipment	Total
At cost									
At 31st March 2019	5.80	135.57	357.45	23.02	47.33	71.50	12.15	48.07	700.88
Additions				2.09		5.47		0.28	7.85
Disposals									
At 31st March 2020	5.80	135.57	357.45	25.11	47.33	76.97	12.15	48.35	708.72
Depreciation									
At 31 March 2019	-	135.57	353.24	21.52	29.15	64.58	3.18	42.78	650.03
Charge for the year			0.58	0.25	3.06	5.35	1.22	2.00	12.46
Disposals	-	-	-	-	-		-	-	-
At 31st March 2020	-	135.57	353.82	21.78	32.21	69.93	4.40	44.79	662.49
Net Block									
At 31 March 2019	5.80	-	4.21	1.49	18.18	6.92	8.97	5.28	50.85
At 31st March 2020	5.80	-	3.63	3.33	15.12	7.04	7.75	3.56	46.23

4 Other Intangible assets

(Rs. in lacs)

Particulars	Software	Port Rights	Total
At cost			
At 31 March 2019	48.65	76,229.37	76,278.02
Additions		-	-
Disposals / adjustments		-	-
At 31st March 2020	48.65	76,229.37	76,278.02
Amortization			
At 31 March 2019	48.65	10,285.74	10,334.39
Charge for the period		3,821.98	3,821.98
Disposals		-	-
At 31st March 2020	48.65	14,107.72	14,156.37
Net Block			
At 31 March 2019	0.00	65,943.62	65,943.63
At 31st March 2020	0.00	62,121.64	62,121.65

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

4(a) **Impairment of the Port Rights:**

The Project was delayed due to non-fulfilment of certain conditions by the Mumbai Port Trust (MbPT) under the License Agreement (LA) . them. The Roll on Roll off (RORO) operations was allowed by MbPT as an interim measure for alternate use of the two berths for a mix of RORO and is still is continuing. However, the same is inadequate for repayment of principal and interest of the Lenders.

Subsequently, the Lenders have issued a notice of financial default to the Company in terms of Substitution Agreement under intimation to M of financial default, the Company has filed a writ petition before Hon'ble Delhi High Court in July 2018 seeking implementation of re-bid meeting held on 20th March 2018. The Company had made a detailed representation on the proposal of settlement (the proposal) to Mt (MoS), as per the directives of the Court. MbPT vide their letter dated 27th September 2018 have not acceded to the representation on the Company and the draft settlement agreement was rejected. The Company and its holding company are in discussions with MbPT and MoS to and find a solution given the significant efforts put in by the Company and its holding company in reviving the Project over the past 4 years.

On expiry of time granted in the Court order, the Lenders have sent a notice vide their letter dated 09th October 2018 to MbPT with a copy about initiation of substitution process and request for appointment of internationally approved valuer under the LA. The Company has iss Licensor's Event of Default against MbPT and called upon the Licensor to refer the disputes for amicable settlement under the LA and the mat

The Company has lodged a claim of Rs 90,404 lacs along with interest at the rate of 18% p.a. in October 2018 with MbPT towards dama addition to the above claim amount, the Company has intimated MbPT that they shall be liable to release Termination payment in terms Licensor's Event of Default under the LA.

Post lodging of claim by the Company, MbPT has raised a counter claim of Rs 1,85,075 lacs on the Company for the Licensee's Event of Defaul Presently Arbitration proceddings have been initiated and the Company and the Client has nominated their arbitrators and the respective nor given their concurrence for appointment of the Presiding Arbitrator/Umpire arbitrator. The Company has duly filed its SOC for an amour November 2019. The respondent has filed their Statement of Defense and Counter Claim of Rs 390,000 lacs.

The last hearing was scheduled on 30th January 2020 where the Ld. Arbitral Tribunal had communicated fresh dates for hearing, howev convened due to total lockdown by the Central and State Government since March 24, 2020 onwards. In response to Companies e-mail and April 2020 for adjournment of hearing due to lockdown, the Tribunal has directed both the parties to complete pleadings as expeditiously draft issues may be exchanged and forwarded to the Tribunal directly. The Tribunal will issue further procedural directions in due course in c with all concerned.

On account of the aforesaid matters detailing the dispute between Company and MbPT, there exists material uncertainty relating to the revi the Company,the Intangible asset being the Port Rights will also needs to be impaired depending upon the final outcome namely the resched continuance of the Port Rights based on the revised terms suggested. The management is hopeful of a favourable order under the arbitratic no impairment provision has been made.

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

INDIRA CONTAINER TERMINAL PRIVATE LIMITED
CIN: U63032MH2007PTC174100
Notes to Financial Statements for the year ended March 31, 2020
(All the amounts are Rs. in lakhs unless otherwise stated)

5 Financial Assets

5.1 Trade Receivables

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - Current		Current	
Unsecured				
Considered Good	-	-	333.71	648.89
Considered Doubtful	-	-	11.07	11.07
Less: Lifetime credit loss	-	-	(11.07)	(11.07)
Total Trade Receivables	-	-	333.71	648.89

Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. Periodically, the Company evaluates all customer dues to the Company for collectability. The need for impairment is assessed based on various factors including collectability of specific dues, risk perceptions of the industry in which the customers operates, general economic factors, which could affect the customer's ability to settle. An impairment analysis is performed at each reporting date on invoice wise receivable balances. The Company has no history of defaults after it started the RORO operations and therefore no provision towards expected credit loss is made. The Life time credit loss write off during the year arises more out of the disputes or charges rather than credit impairment.

Since the Company Calculates impairment under the simplified approach the Company does not track the changes in credit risk of trade receivables. The impairment amount represents lifetime expected credit loss. Hence the additional disclosures in trade receivables for changes in credit risk and credit impaired trade receivable are not disclosed.

Movement in the expected credit loss allowance

Particulars	As at March 31, 2020	As at March 31, 2019
Balance at the beginning of the period	11.07	11.07
Impairment loss recognised	-	-
Provision at the end of the period	11.07	11.07

5.2 Financial Assets - Loans

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non- Current		Current	
Margin Money Deposit	100.00	100.00	-	-
Deposits	5.68	5.25	-	-
Total	105.68	105.25	-	-

Margin money deposit of 100 lakhs (Previous year 100 lakhs) was given towards a Performance Bank Guarantee issued on behalf of the Company from the non-fund based limits of Gammon Infrastructure Projects Limited in favor of MbPT as required in the L.A. The margin money deposit carries an interest of 6% p.a.

5.3 Financial Assets - Others

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - Current		Current	
Deposits with scheduled bank (including accrued interest)	31.96	30.50	-	-
Amounts recoverable form related parties				
Gammon Infrastructure Projects Limited			317.90	283.36
Patna Highway Project Limited			1.31	-
Pravara Renewable Energy Limited			0.02	-

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

Sidhi Singrauli Road Project Limited	-	-	0.47	-
Interest Accrued & receivable from:				
Gammon Engineers & Contractors Private Limited (GECPL)	-	-	11.90	11.90
Gammon Infrastructure Projects Limited	-	-	10.80	5.40
Total	31.96	30.50	342.40	300.65

5.4 **Cash and cash equivalents**

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - current		Current	
Balances with banks :				
Balances with scheduled banks in current account	-	-	3,426.70	1,255.80
Cash on hand	-	-	0.08	0.08
Total	-	-	3,426.78	1,255.88

6 **Other Assets**

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - Current		Current	
Advance taxes (net of provisions)	594.90	509.52	-	-
Capital Advance to GECPL	1,326.95	1,326.94	-	-
Unbilled Revenue (MBPT)	-	-	135.13	-
Prepaid Expenses	-	0.17	36.91	37.79
Prepaid Upfront Fees	34.36	57.64	23.28	28.48
Advances to statutory authorities	-	-	-	89.72
Advance paid to creditors	-	-	2.15	38.08
Other advances	-	-	-	31.50
Total	1,956.21	1,894.27	197.47	225.56

As required in the contract the Company is required to pay mobilisation advance towards the said contract which is to be recovered progressively from the bills presented by the EPC contractor. The balance amount of the said mobilisation advance to be recovered from Gammon Engineers & Contractors Private Limited stands at 1326.95 lakhs (Previous year 1326.95 lakhs).

7 **Equity Share Capital**

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised Shares:		
March 31, 2020: 12,00,00,000 shares of Rs.10/- each	12,000.00	12,000.00
March 31, 2019: 12,00,00,000 shares of Rs.10/- each		
Issued, Subscribed & Paid-up:		
March 31, 2020: 10,15,66,000 shares ofRs.10/- each	10,156.60	10,156.60
March 31, 2019: 10,15,66,000 sharesRs.10/- each		

Reconciliation of the equity shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2020 Number	As at March 31, 2020 Amount	As at March 31, 2019 Number	As at March 31, 2019 Amount
Balance at beginning of the period	10,15,66,000	10,156.60	10,15,66,000	10,156.60
Issued during the period	-	-	-	-
Balance at end of the period	10,15,66,000	10,156.60	10,15,66,000	10,156.60

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

i. Terms/rights attached to equity shares:

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

The Company has only one class of shares ie equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

ii. **Details of registered shareholders holding more than 5% equity shares in the Company:**

Shareholders Equity shares of Rs 10 each paid up	March 31,2020 Number	March 31,2020 % of holding	March 31,2019 Number	March 31,2019 % of holding
Gammon India Limited	2,64,07,160	26%	2,64,07,160	26%
Gammon Infrastructure Projects Limited	4,87,51,680	48%	4,87,51,680	48%
Noatum Ports Sociedad Limited Unipersonal	2.64.07.160	26%	2.64.07.160	26%
Total	10,15,66,000	100%	10,15,66,000	100%

In addition to the registered holding described above, Gammon Infrastructure Projects Limited also holds beneficial interest in shares of the Company as described in note 8(iii) below.

On April 6, 2017, the holding company, Gammon Infrastructure Projects Limited has purchased the company's shares from M/s Noatum Ports Sociedad Unipersonal SLU, thus increasing its holding from 50% to 74%. Therefore, GIPL is the holding company from the year ended March 31, 2018

iii. **Beneficial interest in equity shares held by Gammon Infrastructure Projects Limited from registered share holders:**

Name of registered holder	March 31,2020 Number	March 31,2020 Amount	March 31,2019 Number	March 31,2019 Amount
Equity shares of Rs 10 each paid up				
Gammon India Limited	2,64,07,160	2,640.72	2,64,07,160	2,640.72
Total	2,64,07,160	2,640.72	2,64,07,160	2,640.72

8 **Other Equity**

Name of registered holder	As at March 31, 2020	As at March 31, 2019
i) Retained Earnings	(38,432.12)	(27,297.43)
Balance at the end of the year	(38,432.12)	(27,297.43)

9

Particulars	As at March 31, 2020	As at March 31, 2019
ii) Capital Contribution		
Inter-Corporate Loan received from GIPL	3,722.47	3,722.47
Balance at the end of the year	3,722.47	3,722.47

The above loan is repayable only after discharge of all liabilities of the bankers and others and to that extent is quasi equity in nature as it has residuary interest in the assets.

10 **Provisions**

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - current		Current	
Provision for gratuity	18.19	16.24	4.73	0.32
Provision for leave encashment	26.56	18.89	4.83	1.49
Total	44.75	35.13	9.56	1.80

NATVARLAL VEPARI & CO. Mumbai CHARTERED ACCOUNTANTS

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

Disclosure in accordance with Ind AS – 19 "Employee Benefits", of the Companies (Indian Accounting Standards) Rules, 2015.

a) **Gratuity:**

The company has carried out the actuarial valuation of Gratuity and Leave Encashment liability under actuarial principle, in accordance with Ind AS 19 - Employee Benefits.

Gratuity is a defined benefit plan under which employees who have completed five years or more of service are entitled to gratuity on departure from employment at an amount equivalent to 15 days salary (based on last drawn salary) for each completed year of service restricted to Rs 20 lakhs (previous year Rs 20 lakhs). The Company's gratuity liability is unfunded.

I The amount recognised in the balance sheet and the movements in the net defined benefit obligation over the year is as follow:

Particulars	As at March 31, 2020 Gratuity (Un- Funded)	As at March 31, 2019 Gratuity (Un- Funded)
a) Reconciliation of opening and closing balances of Defined benefit Obligation		
Defined Benefit obligation at the beginning of the year	16.56	9.96
Current Service Cost	3.05	2.16
Interest Cost	1.24	0.77
Actuarial (Gain) /Loss	(1.20)	(3.08)
Liability transferred in on account of transfer of employees	3.91	6.74
Benefits paid	(0.64)	
Defined Benefit obligation at the year end	**22.93**	**16.56**
b) Reconciliation of opening and closing balances of fair value of plan assets		
Fair Value of plan assets at the beginning of the year	-	-
Expected return on Plan Assets	-	-
Actuarial Gain/ (Loss)	-	-
Employer Contribution	-	-
Benefits Paid	-	-
Fair Value of Plan Assets at the year end	-	-
Actual Return on Plan Assets	-	-
c) Reconciliation of fair value of assets and obligations		
Fair Value of Plan Assets	-	-
Present value of Defined Benefit obligation	22.93	16.56
Liability recognized in Balance Sheet	**22.93**	**16.56**
d) Expenses recognized during the year (Under the head " Employees Benefit Expenses)		
Current Service Cost	3.05	2.16
Interest Cost	1.24	0.77
Expected Rate of return on Plan Assets		
Past employees Service		
Actuarial (Gain)/Loss	(1.20)	(3.08)
Net Cost	**3.09**	**(0.15)**

ii **Actuarial assumptions**

Particulars	As at March 31, 2020 Gratuity	As at March 31, 2019 Gratuity
Mortality Table (LIC)	**2006-08 (Ultimate)**	**2006-08 (Ultimate)**
Discount rate (per annum)	6.75%	7.50%
Expected rate of return on Plan assets (per annum)	NA	NA
Rate of escalation in salary (per annum)	6%	6%

Withdrawal rate:		
- upto age of 34	3%	3%
- upto age of 35-44	2%	2%
- upto age 45 & above	1%	1%
Retirement age	60 years	60 years

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

There is no minimum funding requirement for a gratuity plan in India and there is no compulsion on the part of the company fully or partially pre-fund the liabilities under the plan. Since the liabilities are un funded there is no asset liability matching strategy devised for the plan.

III Sensitivity analysis

A quantitative Sensitivity analysis for significant assumption as at March 31, 2020

	Discount rate	Salary growth
Change in assumption		
March 31, 2020	1%	1%
March 31, 2019	1%	1%
Increase in assumption		
March 31, 2020	-1.52	1.73
March 31, 2019	1.19	1.19
Decrease in assumption		
March 31, 2020	1.74	-1.54
March 31, 2019	-1.06	-1.08

11 Financial Liabilities

11.1 Trade Payables

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - current		Current	
Trade Payables				
- Micro, Small and Medium Enterprises		-	-	-
- Other		-	5,942.63	6,759.12
Total		-	**5,942.63**	**6,759.12**

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

As per the information available with the Company, there are no micro, small, and medium enterprises, as defined in the Micro, Small, and Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal or interest.

The above information regarding micro, small, and medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

11.2 Other Financial Liabilities

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - current		Current	
Loan recalled by lenders (including interest accrued)		-	83,080.00	74,511.68
Amounts payable to related parties				
Gammon Infrastructure Projects Limited			-	-
Noatum Ports Sociedad Limited Unipersonal SLU			47.13	47.13

Staff Liabilities payable	-	-	81.90	16.02
Accrued Expenses			3,487.75	2,199.79
Total	-	-	86,696.78	76,774.62

a) The above term loan is secured by:
i) first mortgage and charge by way of English mortgage on the immovable property, both present and future;
ii) first charge by way of hypothecation on all tangible movable assets, both present and future;
iii) a first floating charge on receivables;
iv) first charge on all intangible assets, both present and future;
v) pledge of equity share of the company aggregating to 16.24% of the paid up and voting equity share capital.

b) The balance term loan was repayable by December, 2024 in quarterly installments however the entire loan is recalled.

b) The interest rate applicable to the Company is the highest of the rates individually determined by each member of the lenders consortium. All lenders determine the interest rate at their respective Bank Prime Lending rate less 100-125 basis points. The interest rate as on the date of these financials was 13.25% p.a. (PY 13.25% p.a.)

c) The company had taken a stand that repayments made by the company will be allocated first towards interest and then towards principal.

d) On account of the company being marked as non performing assets by the lenders no interest has been debited by majority of the lenders. The company has made provision for interest on the basis of the last sanction and last revision of terms. Therefore the loan balances and finance cost are subject to confirmation and consequent reconciliation, if any.

However some of the lenders have charges penal interest in loan statement, which the company has disputed and not accounted. Hence difference of Rs. 2,873.95 Lakhs between loan statement provided by lenders and loan balance in books on account of penal interest has been disclosed in contingent lability.

e) The facility is marked as a Non-Performing Asset (NPA) on December 3, 2013. The Company is defaulting in repayment of term loan to the banks and financial institutions. The company has also received a recall notice from the lenders. Therefore the loan is treated as current.
Further the entire loan amount is in default and therefore separate continuing default is not disclosed.

f) **Continuing Default Disclosure**

Since loan is recalled by lenders vide letter dated June 7th, 2018, entire outstanding balance including accrued interest of Rs. 83,080.00/- Lakhs (P.Y. Rs. 74,511.68/- Lakhs) shall be considered as continuing default.

12 **Other Non-Financial Liabilities**

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
	Non - current		Current	
Advance from customers	-	-	324.84	287.84
Duties & taxes payable	-	-	94.96	13.87
Other Statutory Liabilities	-	-	1.62	1.46
Total	-	-	421.42	303.16

13 **Revenue from operations**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Income from RORO operations and Wharfage charges	4,126.33	4,009.69
Total	4,126.33	4,009.69

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

The company has entered into a revenue sharing agreement with Mumbai Port Trust (MbPT) wherein it is required to share 55% of the revenue earned during the year with MbPT and retain the balance 45% of the revenue share. Accordingly, the revenue of 4,126.76 lakhs (P.Y. 4,009.69 lakhs) booked during the year is after netting out the revenue share of Rs. 5043.82 lakhs (P.Y. Rs. 4900.74 lakhs) payable to MbPT.

During the year the Company has also accrued its share in passenger vessel berth charges from MbPT on usage of the Company's berth by MbPT of Rs. 135.12 lakhs which is shown as unbilled revenue.

I Disclosures as required by Appendix D of Ind AS 115 relating to "Service Concession Arrangements: Disclosures"

(a) **Description of the Arrangement along with salient features of the project:**
The Company has signed a License Agreement ('LA') with the Board of Trustees of the Port of the Mumbai ('MbPT') on December 3, 2007 for operation and management including necessary developments, modifications and augmentation of facilities, of the Ballard Pier Station Container Terminal ('BPS') and development, construction, operation and management of an Offshore Container Terminal ('OCT') in the Mumbai harbour to be implemented in accordance with the Major Port Trusts Act, 1963 and the Guidelines for Private Sector Participation through Build, Operate & Transfer (BOT) basis. Pursuant to detailed negotiation with MbPT on the concession agreement for the Offshore Container Terminal, the parties have finally agreed in principal to enter into a settlement agreement between Board of Trustees of MbPT, Company and the lenders. Highlights of the draft supplementary agreement are provided in the para under Corporate Information.

(b) **Obligations of Operations and maintenance**
The Company is required to carry out operations and maintenance on the berth annually with an obligation to carry out Periodic maintenance in terms of the Concession at regular intervals.

(c) **Changes to the Concession during the period**
During the previous year, the Company has finally decided to capitalize the expenditure as intangible asset being the right to operate the berth facility for a fee. This was done pursuant to the ongoing negotiations and discussions around the fact that the project could not be commissioned as per the original plan. The concession period may get revived after the finalization of the Supplementary Agreement.

(d) **Classification of the Concession**
The Company has applied the principles enumerated in Appendix C of Ind Ind AS 115 and has classified the arrangement as a OCT arrangement resulting in recognition of an Intangible Asset. Revenue is recognised during the construction period as revenue from construction services with the corresponding debit to Intangible assets under development. Revenue is recognised on cost plus margin basis.

II Disclosure in accordance with Ind AS - 115 "Revenue from Contracts With Customers", of the Companies (Indian Accounting Standards) Rules, 2015

i) Revenue disaggregation by type of Service and Customer is as follows:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Major Service Type is as follows:		
Berth Hire Charges	999.07	802.22
Wharfage	3,127.26	3,207.47
	4,126.33	**4,009.69**
Revenue disaggregation by Customer Type is as follows:		
Government Companies	-	-
Non Government Companies	4,126.33	4,009.69
	4,126.33	**4,009.69**

ii) **Movement in Contract Balances**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Advance From customers :		
Opening	287.84	37.66
Addition during the year	512.52	268.45

Billed during the year	(475.92)	(18.28)
Closing	324.44	287.84

iii) **Types of contracts**

All the contracts with the customers are fixed priced contract based on the tariff rate as per MBPT

14 **Other Income**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest Income on Financial Asset at amortised cost		
- From GIPL	6.00	6.00
- On Fixed Deposit	1.59	1.53
Sundry Balances written back	6.02	9.72
Interest on income tax refund	9.89	-
Miscellaneous Income	0.05	0.28
Total	**23.55**	**17.53**

15 **Personnel Expenses**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries, allowances and bonus	242.61	122.75
Contribution to provident fund	8.77	6.50
Other benefits including Gratuity, Leave encashment, superannuation and other funds.	8.75	7.70
Staff welfare expenses	6.95	10.29
Total	**267.08**	**147.25**

16 **Finance Cost**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on financial liabilities at amortised cost	10,410.21	9,521.11
Other finance charges	26.95	83.48
Total	**10,437.16**	**9,604.58**

Since the loan account is NPA and bank has stopped charging interest, the company has accrued interest cost on the basis of last agreed terms.

17 **Depreciation & Amortization**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation	12.46	21.41
Amortization	3,821.98	3,811.47
Total	**3,834.44**	**3,832.88**

18 **Other Expenses**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Repairs and maintenance	238.37	262.61

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS MUMBAI

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

Stevedoring charges	171.54	127.55
Operational expenses	14.33	40.22
Vehicle Expenses	10.82	9.53
Insurance expense	20.59	16.06
Business promotion	4.01	2.42
Electricity expenses	15.43	23.24
Office expenses	35.25	19.20
Printing and stationery	4.23	4.37
House keeping	1.34	3.85
Water charges	5.78	8.71
Security charges	16.17	15.30
Communication costs	7.76	5.03
Legal and professional fees	98.99	80.28
Fees to Director	6.00	24.00
Motor car expenses	2.10	2.00
Travelling expenses	8.35	8.85
Bank guarantee charges	63.08	64.89
Bank charges	0.16	0.18
Software License Charges	0.49	0.48
Sponsorship / Advertisement Expenses	-	12.18
Indirect Taxes written off	12.67	-
Sundry balances write off	-	1.86
Remuneration to Auditor:		
Audit fees incl. tax audit	8.65	9.50
Certification and Other services	-	0.08
Other Miscellaneous Expenses	0.98	1.02
Total	**747.09**	**743.40**

19 **Reconciliation of statutory rate of tax and effective rate of tax:**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Current taxes	-	-
Minimum Alternate Tax	-	-
	-	-
Accounting profit before income tax for 12	(11,135.89)	(10,300.88)
At India's statutory income tax rate	26.00%	26.00%
Tax rate as per 115JB	19.24%	19.24%
Tax on above	(2,895.33)	(2,678.23)
Effect of non deductible expenses	3,224.78	2,538.16
Effect of deductible expenses	(2,098.59)	(2,796.69)
Tax	(1,769.15)	(2,936.75)
Tax Rounded Off.......A	-	-
Tax on profit as per 115JB	(2,142.55)	(1,981.89)
Tax as per MAT	(412.23)	(381.32)
Tax Rounded Off.......B	-	-
Higher of A or B	-	-

20 **Earnings per share ('EPS')**

Net Profit / (loss) attributable to equity shareholders and the weighted number of shares outstanding for basic and diluted earnings per share are as summarized below:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit during the year	(11,135.89)	(10,309.21)
Outstanding number of equity shares (Nos.)	10,15,66,000	10,15,66,000
Weighted average number of equity shares in calculated EPS (Nos)	10,15,66,000	10,15,66,000
Nominal value of equity share	10.00	10.00
Basic EPS -(Rs)	(10.96)	(10.15)

NATVARLAL VEPARI & CO. ★ CHARTERED ACCOUNTANTS ★ Mumbai

INDIRA CONTAINER TERMINAL PVT. LTD. ★ MUMBAI

Diluted EPS -(Rs) (10.96) (10.15)

Reconciliation of weighted number of outstanding during the period:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Nominal Value of Equity Shares (Rs per share)	10.00	10.00
For Basic EPS :		
Total number of equity shares outstanding at the beginning of the period	10,15,66,000	10,15,66,000
Add : Issue of Equity Shares	-	-
Total number of equity shares outstanding at the end of the period	10,15,66,000	10,15,66,000
Weighted average number of equity shares at the end of the period	10,15,66,000	10,15,66,000

Company has not issued any instrument which will dilute the earning belong to equity shareholders, therefore Basic EPS and Diluted EPS both are the same.

21 **Deferred Tax**

The company has not recognized Deferred Tax Asset arising on account of timing difference of losses carried forward under the Income Tax Act, 1961, in the books of accounts because there is no reasonable certainty that sufficient future taxable income will be available against which such deferred tax can be realised. As a matter of prudence, the company has not recognized deferred tax asset on such losses. The Company will review the same in future years once the terms of concession agreements are renegotiated.

22 **Contingent Liabilities**

i) The Board of Trustees of MbPT have allowed alternate use of the OCT for Ro-Ro operations on trial basis with the assumption that the company will charge 1.3 times the rate of MbPT Schedule of Rates (SOR) for alternate use of the OCT berth. The company has however, charged 1.3 times for berth hire charges and the wharfage is being charged as per MbPT SOR. The contingent liability on account of these wharfage charges is Rs.5709.81 lakhs (Previous Year: Rs.4356.74 lakhs)

ii) Lease rentals payable to MbPT are Rs.1945.36 lakhs (Previous Year: Rs.1460.96 lakhs) have not been provided based on the draft supplementary agreement being entered into by the Company with MbPT and the lenders

iii) During the Previous year, Service Tax Audit was conducted by the Service Tax Department. Total demand of Rs. 239.29 lakhs was raised.

iv) The lenders have charged penal interest amounting to Rs. 28,73.95 Lakhs till March 31, 2020 (Rs.9,265.64 Lakhs lakhs till March 31, 2019), which the company has disputed and not accounted.

v) During the year MBPT has raised a claim of Rs. 1,85,078.00 lakhs on the company on account of company's events of defaults arising as per the license agreement. Company has duly replied to the counter claim. The company is now are now in process of filing petitions against the claim made by MBPT.
The Company has also made a claim on MBPT of Rs. 90,404.00 Lakhs.

23 **Disclosure in accordance with Ind AS – 116 "Leases", of the Companies (Indian Accounting Standards) Rules, 2015.**

The Company has taken office premises on leave and license basis which are cancellable contracts.

Disclosure in accordance with Ind AS – 17 "Leases", of the Companies (Indian Accounting Standards) Rules, 2015.
Operating Lease:
The Company has taken offices premises under leave and license agreements. It is under 3 years leave and license basis. These arrangements are renewable by mutual consent on mutually agreed terms. Under some of these arrangements the Company has given refundable security deposits. The lease payments are recognized in the Statement of Profit and Loss under Rent account.

24 **Disclosure in accordance with Ind AS – 108 "Operating Segments", of the Companies (Indian Accounting Standards) Rules, 2015.**
The Company's operations comprise only a single business and geographical segment, namely the port services in Maharashtra, India as per Ind AS 108, hence no segment disclosure is required.

The top three customers account for 39.74% of the total revenue earned during the year ended March 31,2020 (Previous period: Top two customers accounted for 37.54% of the total revenue earned).

25 **Disclosure in accordance with Ind AS - 24 "Related Party Disclosures", of the Companies (Indian Accounting Standards) Rules, 2015**

INDIAN CONTAINER TERMINAL PVT. LTD. MUMBAI

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

a) **Names of the related parties and related party relationships**
Related parties where control exists :
1. Gammon India Limited, joint venture partner upto September 7, 2017
2. Gammon Infrastructure Projects Limited, Holding Company (w.e.f. 06.04.2017)
3. Noatum Ports Sociedad Limited Unipersonal SLU, joint venture partner
4. Patna Highway Project Limited, Subsidiary Company of Holding Company
5. Pravara Renewable Energy Limited, Subsidiary Company of Holding Company
6. Sidhi Singrauli Road Project Limited, Subsidiary Company of Holding Company

b) **Related party transactions and outstanding balance**
The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year and the outstanding balances at year end:

c) **Key Managerial Personnel**
C. S. Sangitrao (Till 13.08.2019) Director

i)

EPC and other costs		Transactions during the year		Closing Balance	
Related party	**Year Ended**	**Contract expenses**	**Reimbursement of expenses**	**Mobilization Advances Given**	**Amount Payable**
Gammon Infrastructure Projects Limited	March 31, 2020		924.80		317.90
	March 31, 2019	-	(739.34)		(283.36)
Noatum Ports Sociedad Limited Unipersonal SLU	March 31, 2020				47.13
	March 31, 2019	-	-	-	(47.13)
Patna Highway Project Limited	March 31, 2020		1.31		1.31
	March 31, 2019	-	-	-	-
Pravara Renewable Energy Limited	March 31, 2020		0.02		0.02
	March 31, 2019	-	-	-	
Sidhi Singrauli Road Project Limited	March 31, 2020		0.47		0.47
	March 31, 2019	-	-	-	

ii) **Deposits Given**

Related Party	Year ended	Interest Income during the year	Total Deposit and interest outstanding
Gammon Infrastructure Projects Limited	March 31, 2020	6.00	100.00
	March 31, 2019	(6.00)	(105.40)

iii)

Borrowings - Related Party	Year ended	Loan Taken during the year	Loan Repaid during the year	Interest Expense during the year	Total Loan and Interest outstanding
Gammon Infrastructure Projects Limited	March 31, 2020	-	-	-	3,722.47
	March 31, 2019	-	-	-	(3,722.47)

iv) **Interest Expense**

Related party	Year ended	Payment during the year	Outstanding Balance payable
Gammon Infrastructure Projects Limited	March 31, 2020	-	10.80

NATVARLAL VEPARI & CO. Mumbai CHARTERED ACCOUNTANTS

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

	March 31, 2019	-	(5.40)

v) Guarantee Given by Gammon Infrastructure Projects Limited on behalf of the company

Related party	Year ended	Amt (Rs.)
Gammon Infrastructure Projects Limited	March 31, 2020	3,576.25
	March 31, 2019	(3,576.25)

vi) Director Fees paid to C. S. Sangitrao

Related party	Year ended	Amt (Rs.)
C. S. Sangitrao	March 31, 2020	-
	March 31, 2019	(24.00)

All the above transactions are made on terms equivalent to those that prevail in arm's length transactions.

26 **Derivative Instruments and Unhedged Foreign Currency Exposure**

There are no derivative instruments outstanding as on March 31, 2020 and as on March 31, 2019. The Company has no foreign currency exposure towards liability outstanding as on March 31, 2020 and as on March 31, 2019.

27 **Significant Accounting judgements, estimates & assumptions**

The financial statements require management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods .

Judgements

In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the separate financial statements.

Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Defined benefit plans (gratuity benefits)

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

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. For plans operated outside India, the management considers the interest rates of high quality corporate bonds in currencies consistent with the currencies of the post-employment benefit obligation with at least an 'AA' rating or above, as set by an internationally acknowledged rating agency, and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds.

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

INDIA CONTAINER TERMINAL PVT. LTD. MUMBAI

28 **Financial Instruments**

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

The carrying value and fair value of financial instruments by categories as at March 31, 2020 & March 31, 2019 is as follows:

	Carrying value	Fair Value

Particulars	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Financial Assets				
Amortized Cost				
Loans and advances	105.68	105.25	105.68	105.25
Trade receivables	333.71	648.89	333.71	648.89
Cash and bank balances	3,426.70	1,255.80	3,426.70	1,255.80
Others	374.36	331.15	374.36	331.15
	4,240.45	2,341.09	4,240.45	2,341.09
Financial Liabilities				
Amortized cost				
Trade payable	5,942.63	6,759.12	5,942.63	6,759.12
Others	86,696.78	76,774.62	86,696.78	76,774.62
	92,639.40	83,533.73	92,639.40	83,533.73

The management assessed that fair value of cash and short-term deposits, trade receivables, trade payables, book overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

29 **Fair value hierarchy**

During the year, the Company has no financial assets and liabilities which are measured at fair value.

30 **Financial risk management objectives and policies**

Financial risk factors

The Company's activities are exposed to a variety of financial risks: credit risk, liquidity risk, and interest rate risk, regulatory risk and business risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Market Risk

Business/ Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Objective of market risk management is to manage and limit exposure of the Company's earnings and equity to losses

The company is exposed to cargo volume risk from its port operations and it has to compete with other operators of MBPT. The timely conclusion of the concession and second supplementary agreement in favour of the company in a major risk faced by the company

Exchange risk

Since the operations of the company are within the country, the company is not exposed to any exchange risk directly. The company also does not take any foreign currency borrowings to fund its project and therefore the exposure directly to exchange rate changes is minimal.

However there are indirect effects on account of exchange risk changes, as the price of bitumen, which is a by-product of the crude, is dependent upon the landed price of crude in the country.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets.

Liquidity risk

NATVARLAL VEPARI & CO. ★ CHARTERED ACCOUNTANTS ★ Mumbai

INDIRA CONTAINER TERMINAL PVT. LTD. ★ MUMBAI

Liquidity risk is the risk that the company will not be able to meet its obligations associated with its functional liabilities that are settled by delivering cash or another financial asset as they fall due. The company is exposed to this risk from its operating and financing activities. The Company's approach to managing liquidity is to ensure, as far as possible that it will have sufficient liquidity to meet its liabilities when they are due, under both, normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The company is already a NPA with the lenders and is in the process of negotiating OTS proposal

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 and short term debt obligations.

Particulars	Increase/ Decrease in basis points	Effects on Profit before tax.
		(Rs in lakhs)
March 31, 2020	+100	(830.80)
	-100	830.80
March 31, 2019	+100	(745.12)
	-100	745.12

31 **Capital Management**

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

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

Particulars	As on March 31, 2020 (Rs.)	As on March 31, 2019 (Rs.)
Loan recalled by lenders (including Interest accrued)	83,080.00	74,511.68
Less: cash and cash equivalents	3,426.70	1,255.80
Net debt	79,653.30	73,255.89
Equity including reserve	(28,275.52)	(17,140.83)
Gearing ratio	0.00	0.00

32 **Disclosure pursuant to Ind AS 7 "Statement of Cash Flows" - Changes in liabilities arising from financing activities:**

Particulars	Non-current borrowings	Current borrowings	Loan recalled by lenders (Note 10.2)	Total
Opening balance	-	-	74,511.68	74,511.68
Changes from financing cash flows				
Interest paid	-	-	(1,841.89)	(1,841.89)
Interest accrued		-	10,410.21	10,410.21
Closing balance	-	-	**83,080.00**	**83,080.00**

INDIRA CONTAINER TERMINAL PVT. LTD. MUMBAI

NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS Mumbai

33 **Material Uncertainty relating to Going Concern**

The Project was delayed due to non-fulfilment of certain conditions by the Mumbai Port Trust (MbPT) under the License Agreement (LA) signed by the Company with them. The Roll on Roll off (RORO) operations was allowed by MbPT as an interim measure for alternate use of the two berths for a mix of cargo of container, steel and RORO and is still is continuing. However, the same is inadequate for repayment of principal and interest of the Lenders.

Subsequently, the Lenders have issued a notice of financial default to the Company in terms of Substitution Agreement under intimation to MbPT. Post issue of the notice of financial default, the Company has filed a writ petition before Hon'ble Delhi High Court in July 2018 seeking implementation of rebid decision taken in Niti Aayog meeting held on 20th March 2018. The Company had made a detailed representation on the proposal of settlement (the proposal) to MbPT and Ministry of Shipping (MoS), as per the directives of the Court. MbPT vide their letter dated 27th September 2018 have not acceded to the representation on the revival proposal made by the Company and the draft settlement agreement was rejected. The Company and its holding company are in discussions with MbPT and MoS to reconsider the above matter and find a solution given the significant efforts put in by the Company and its holding company in reviving the Project over the past 4 years.

On expiry of time granted in the Court order, the Lenders have sent a notice vide their letter dated 09th October 2018 to MbPT with a copy to the Company, intimating about initiation of substitution process and request for appointment of internationally approved valuer under the LA. The Company has issued a Dispute Notice for the Licensor's Event of Default against MbPT and called upon the Licensor to refer the disputes for amicable settlement under the LA and the matter is pending with MbPT.

The Company has lodged a claim of Rs 90,404 lacs along with interest at the rate of 18% p.a. in October 2018 with MbPT towards damages/losses on the Project. In addition to the above claim amount, the Company has intimated MbPT that they shall be liable to release Termination payment in terms of the LA on account of the Licensor's Event of Default under the LA.

Post lodging of claim by the Company, MbPT has raised a counter claim of Rs 1,85,075 lacs on the Company for the Licensee's Event of Default under the LA.

Presetly the Company and the Client are under arbitration proceedings and the Company and the Client has nominated their arbitrators and the respective nominee arbitrators have jointly given their concurrence for appointment of the Presiding Arbitrator/Umpire arbitrator. The Company has duly filed its SOC for an amount of Rs. 296,736 lacs on 8th November 2019. The respondent has filed their Statement of Defense and Counter Claim of Rs 390,000 lacs.

The last hearing was scheduled on 30th January 2020 where the Ld. Arbitral Tribunal had communicated fresh dates for hearing, however, the hearing could not be convened due to total lockdown by the Central and State Government since March 24, 2020 onwards. In response to Companies e-mail and joint application dated 20th April 2020 for adjournment of hearing due to lockdown, the Tribunal has directed both the parties to complete pleadings as expeditiously as possible and advised that draft issues may be exchanged and forwarded to the Tribunal directly. The Tribunal will issue further procedural directions in due course in consultation and concurrence with all concerned.

On account of the aforesaid matters detailing the dispute between Company and MbPT, there exists material uncertainty relating to the revival of the Project in favour of the Company and its continuing as a going concern which requires the loan recast and acceptance of the revised terms suggested by the Company. The management is hopeful of a favourable order under the arbitration proceedings and therefore considers these financial statements as prepared under going concern

34 The balance sheet, statement of profit and loss, cash flow statement, statement of changes in equity, statement of significant accounting policies and the other explanatory notes forms an integral part of the financial statements of the Company for the year ended March 31, 2020.

35 Previous year figures are regrouped / re-classified wherever necessary.

As per our report of even date attached
For Natvarlal Vepari & Co
Chartered Accountants
Firm Registration No. 106971W

Nuzhat Khan
Partner
M.No. 124960

For and on behalf of the Board of Directors
Indira Container Terminal Private Limited

Kaushik Chaudhuri
Director
DIN: 06757692

Pravin Marathe
Director
DIN: 07706235

Place: Mumbai
Date: 30th July 2020