AJR INFRA AND TOLLING LIMITED
(Formerly Gammon Infrastructure Projects Limited)

Annual Report

2022-23

REBUILDING. REENGINEERING.

www.ajrinfra.in

REBUILDING. REENGINEERING.

In the intricate tapestry of modern infrastructure, AJR Infra does not merely fit a piece; it artfully weaves the entire narrative.

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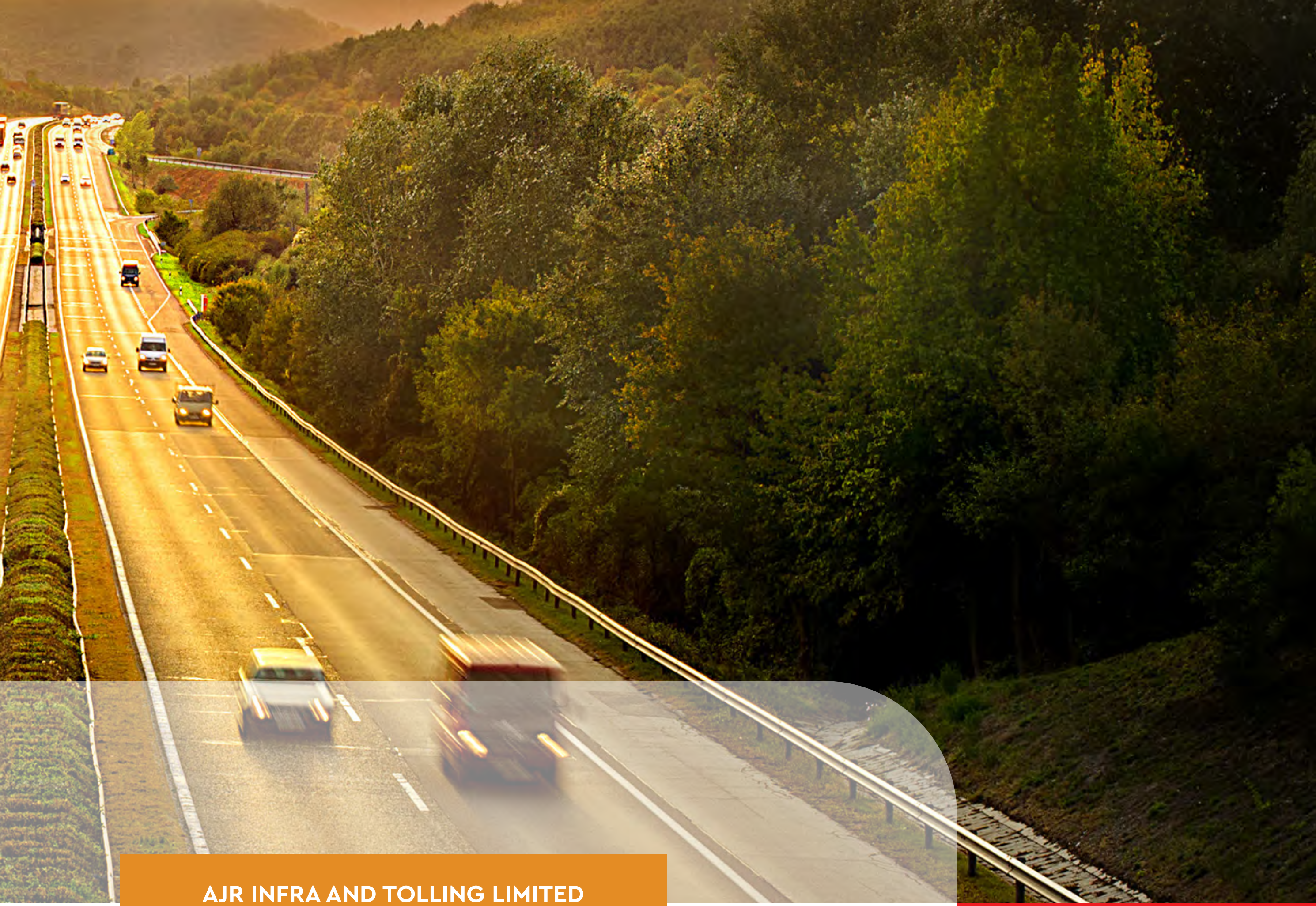

AJR INFRA AND TOLLING LIMITED
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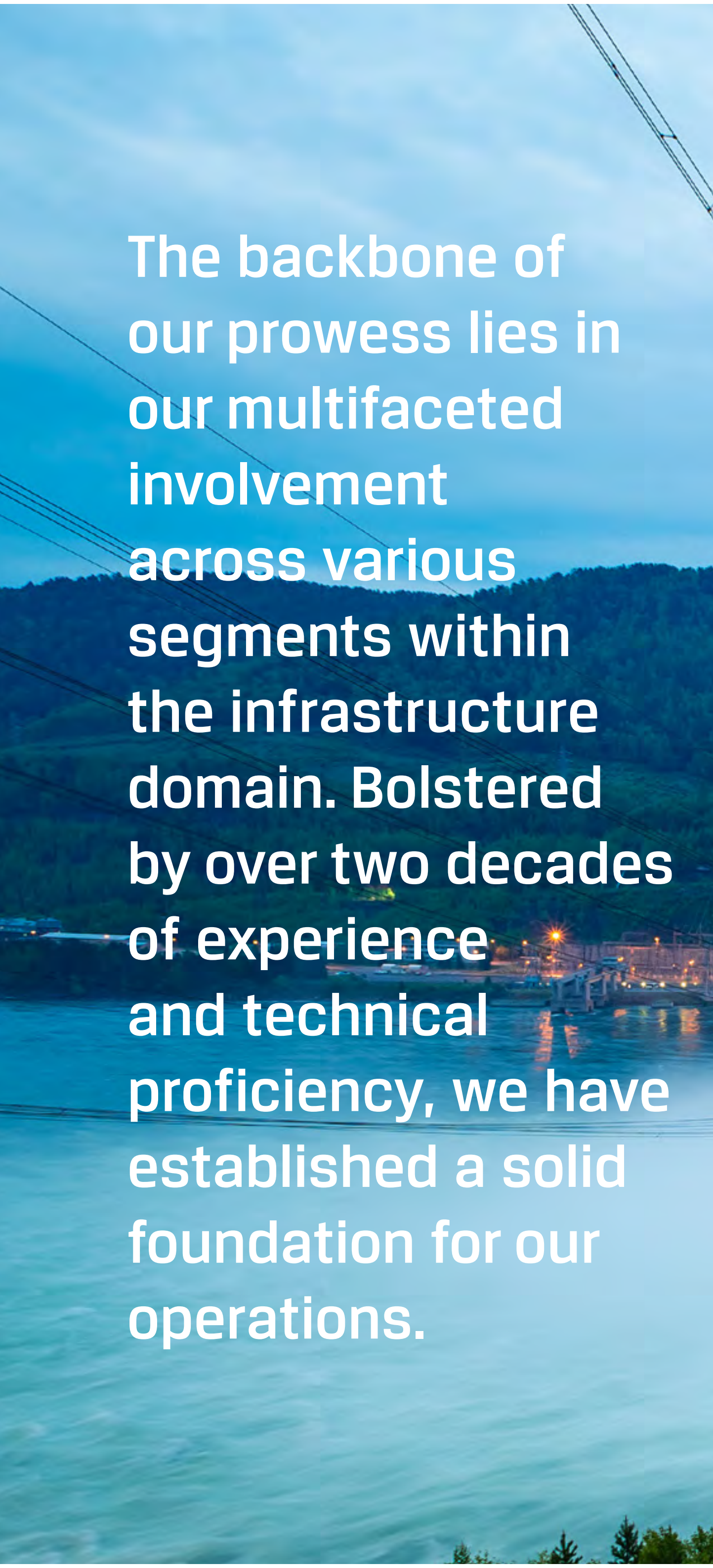
In an era where roadways symbolize voyages, we embark on more than just laying asphalt; we meticulously craft conduits of aspirations, transforming highways into corridors teeming with possibilities. When we reference ports, it extends beyond mere docking locations; rather, we establish monumental gateways that herald global commerce and interlink narratives of civilizations.

The crux of "Rebuilding & Reengineering" surpasses the act of erecting structures; it encompasses the art of fashioning purposeful monuments, ones that endure the trials of time and transitions. Each undertaking at AJRINFRA transcends the realm of mere projects; it encapsulates a mission, a devotion, and a pledge to the future.

Much akin to the timeless harmonies of a symphony, our ventures are scripted and orchestrated with profound foresight, ingenuity, and a touch of brilliance. In a world clamouring for mere 'development', AJRINFRA presents a journey of evolution – a transformation that leads to an infrastructural renaissance. Accompany us on this odyssey, as we not only shape the contours of today's infrastructure but also architect the horizons of tomorrow.

Contents



The backbone of our prowess lies in our multifaceted involvement across various segments within the infrastructure domain. Bolstered by over two decades of experience and technical proficiency, we have established a solid foundation for our operations.

Company Overview

Statutory Reports

Financial Statements

Corporate Information

Board of Directors

Mr. Mineel Mali
Whole-Time Director

Ms. Homai Daruwalla
Independent Director

Mr. Mahendra Kumar Agrawala
Independent Director

Mr. Vinod Sahai
Independent Director

Mr. Sunilbhai Chhabaria
Independent Director

Mr. Subhrarabinda Birabar
Non-Executive Director

Key Managerial Personnel

Mr. Vinay Sharma
Chief Financial Officer

Mr. Kaushal Shah
Company Secretary & Compliance Officer

Auditors

M/s. Natvarlal Vepari & Co.
Chartered Accountants

Internal Auditors

M/s. Bagaria & Co. LLP
Chartered Accountants

Registered Office

3rd Floor, 3/8, Hamilton House,
J. N. Heredia Marg, Ballard Estate,
Mumbai – 400038

Tel. No.: +91 22 6748 7200
Fax: +91 22 6748 7201
Website: www.ajrinfra.in

Registrar and Share Transfer Agent

Link Intime India Private Limited,
C-101, 247 Park, L. B. S. Marg,
Gandhi Nagar, Vikhroli West,
Mumbai – 400 083

Tel. No.: 022–4918 6000
Fax No.: 022–4918 6060

Board of Directors

Mr. Mineel Mali
Whole-Time Director

A Commerce Graduate from Mumbai University, Mr Mineel Mali has over three decades of professional experience in finance and accounts.

Ms. Homi Daruwalla
Independent Director

A Chartered Accountant with over three decades of experience in the banking sector. She is the Chairperson of the Nomination & Remuneration Committee.

Mr. Mahendra Kumar Agrawala
Independent Director

A Chartered Accountant with over three decades of experience in Auditing, Income Tax, Company Law matters, and Project & Management consultancy. He is the Chairman of the Audit Committee and Stakeholders Relationship Committee.

Mr. Vinod Sahai
Independent Director

A degree-holder from Politecnico di Torino, Italy and a master's in mechanical engineering from IIT, Kharagpur, India, he has around five decades of international experience in construction, joint ventures, and developing market chains and production units.

Mr. Sunilbhai Chhabaria
Independent Director

He is Law Graduate with an MBA in Marketing. He is a member of the Bar Council of Gujarat as a practising lawyer at Gujarat High Court, specialising in land laws, Commercial litigation, taxation and other related matters having experience of about 22 years. He has earlier served as Civil Judge, First Class at Gujarat.

Mr. Subhrarabinda Birabar
Non-Executive Director

Mr. Birabar is a post-graduate in Logistics Management having professional experience of over 25 years in Port Sector, SEZ/FTWZs, Logistics & Infrastructure. He has also led multi-million US$ initiatives from conceptualization to completion, successful &profitable operations and restructuring for greater revenue enhancements.

Message from the Whole-Time Director

Esteemed Shareholders,

I trust this correspondence finds you in robust health and high spirits.

I am writing today in my capacity as the Whole-Time Director of AJR Infra & Tolling Limited, with the purpose of furnishing you with an update on our company's performance and advancements over the past year.

Foremost, I wish to convey my sincere appreciation to all of you for your steadfast backing and unwavering confidence in our company. Despite the manifold challenges and industry fluctuations that confronted us, we have navigated through them with resilience and unwavering resolve.

The Indian infrastructure sector grappled with a plethora of challenges, yet our unwavering commitment to realizing India's promising infrastructure narrative remained resolute. Our workforce exhibited remarkable tenacity and dedication throughout these testing times.

I am pleased to apprise you that we have achieved noteworthy headway toward our overarching objective of revitalizing our company. Notably, one of our esteemed power project subsidiaries, which was previously subjected to the Insolvency and Bankruptcy Code (IBC), has efficaciously resolved all its indebtedness. Consequently, this subsidiary has seamlessly integrated into our portfolio of contributory enterprises.

Furthermore, our emphasis on judicious capital allocation and robust corporate governance practices has enabled us to raise additional funding, augmenting our overall liquidity and fortifying our operational capacities.

Despite the manifold challenges and industry fluctuations that confronted us, we have navigated through them with resilience and unwavering resolve.

Mineel Mali
Whole-Time Director

In our pursuit of capturing augmented future value, one of our subsidiaries has also undertaken the acquisition of a real estate development firm in Bhopal. This strategic manoeuvre positions AJR Infra & Tolling Limited to venture into a diversified business segment and broaden our range of offerings.

Throughout the fiscal year, our unwavering focus remained on steadfast corporate governance and astute capital allocation, propelling our company's resurgence. We channelled investments into both human capital and technology, implementing sundry initiatives to enhance performance and streamline our organizational framework for sustainable long-term growth.

Our dedication persists in our aspiration to become acknowledged creators of value within the industry, as we continually explore novel business prospects that buttress our expansion. We acknowledge that infrastructure constitutes the bedrock of the Indian economy, and our optimism endures in view of the government's commitment to expanding opportunities within the sector.

Notwithstanding the challenges posed by escalating global geopolitical uncertainties and subsequent inflationary pressures, we have made remarkable strides toward our specified targets. Our sustainable business strategy and profound understanding of the infrastructure domain position us to deliver value to our stakeholders.

Our ultimate aim is to cultivate a business capable of withstanding formidable market conditions. By preserving the robustness of our balance sheet and maintaining a secure liquidity position, we possess the resources requisite for consolidating our market stance.

In this juncture, I wish to extend my gratitude to our entire staff for their dedication and contributions. Their diligent efforts have been pivotal to our advancements. My acknowledgments also extend to our suppliers, financial partners, banking institutions, business collaborators, and both Central and State governments for their unwavering support.

Together, we stand as a potent force poised for the future, and I maintain unwavering confidence in our capacity to rebound and evolve into an enduring enterprise.

Once again, I extend heartfelt appreciation to each and every one of you for your continual trust and backing. Our commitment remains steadfast in generating value for our shareholders and stakeholders.

Yours sincerely,

Mineel Mali
Whole-Time Director

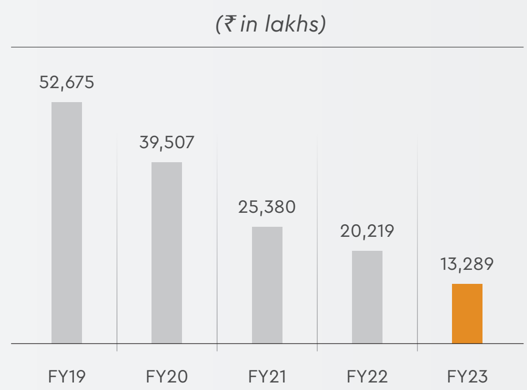
Together, we stand as a potent force poised for the future, and I maintain unwavering confidence in our capacity to rebound and evolve into an enduring enterprise.

Company at a Glance

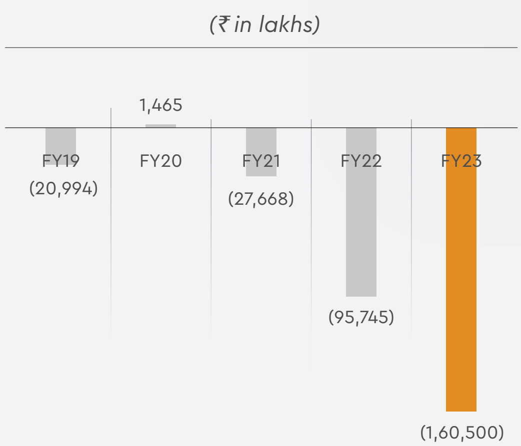
AJR Infra And Tolling Limited, formerly known as **Gammon Infrastructure Projects Limited**, stands as a nationwide enterprise dedicated to the development of infrastructure projects. Our comprehensive portfolio spans the expanse of roadways, power generation, and port facilities. The backbone of our prowess lies in our multifaceted involvement across various segments within the infrastructure domain. Bolstered by over two decades of experience and technical proficiency, we have established a solid foundation for our operations.

Consolidated Financial Highlights

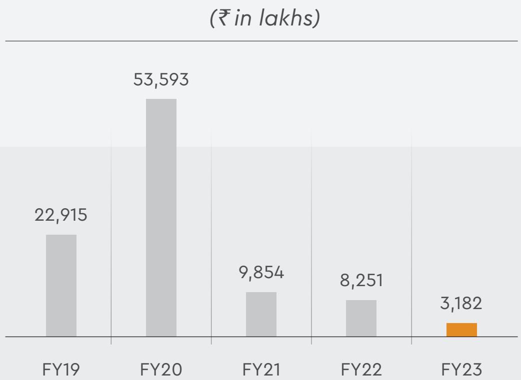
Total Income



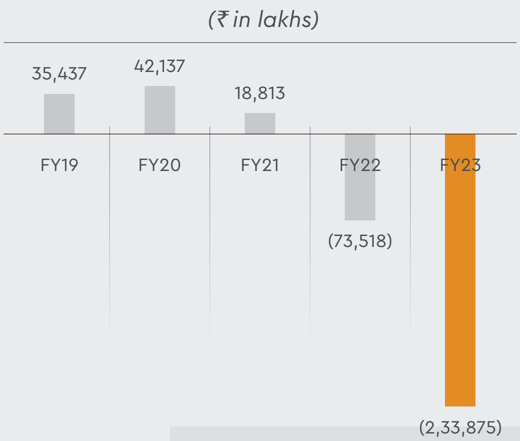
Profit After Tax



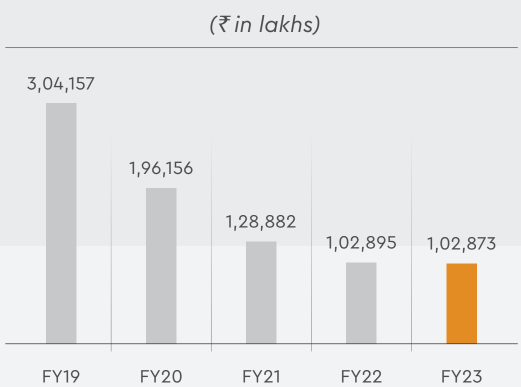
EBITDA



Net Worth



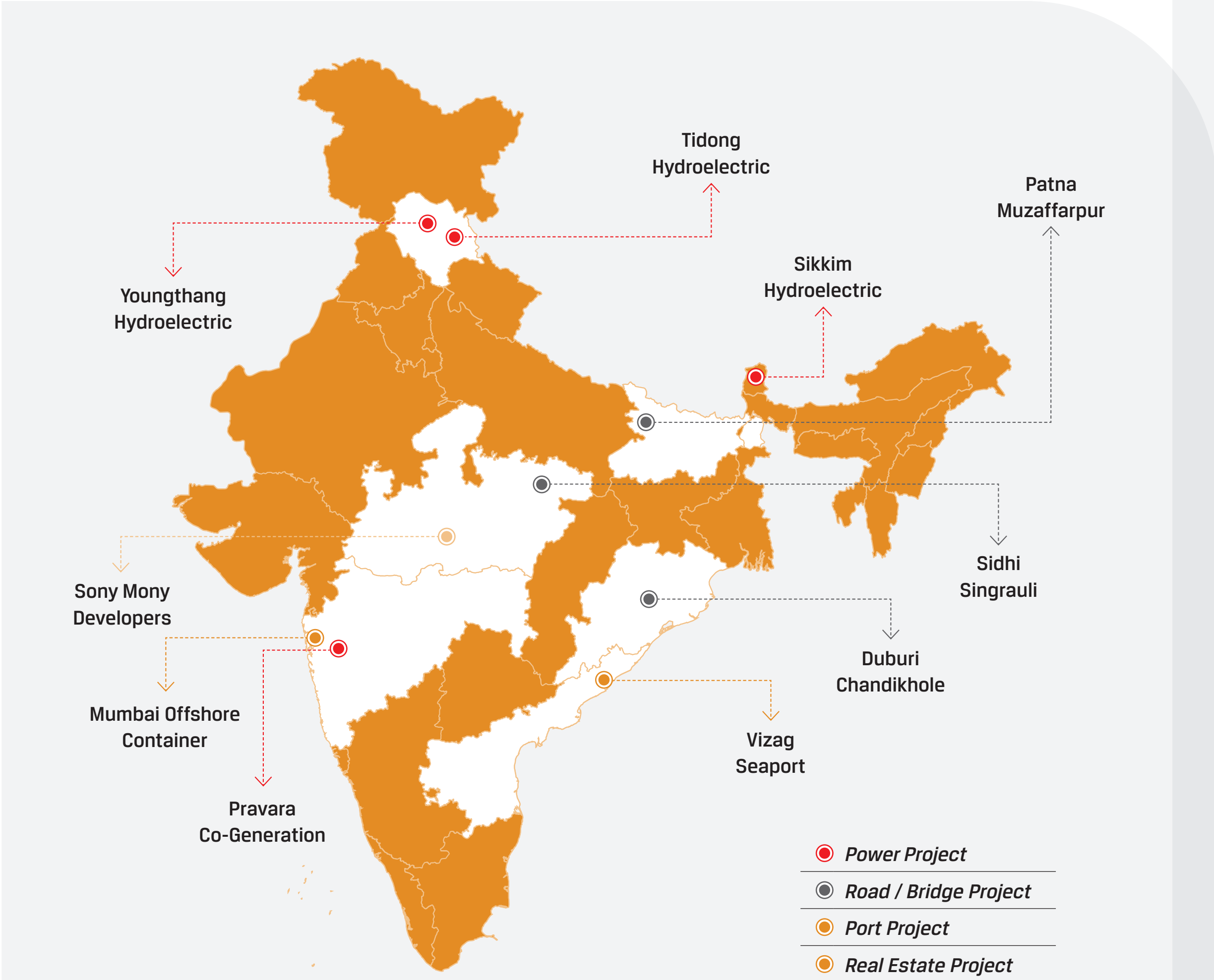
Asset Capitalization



Company at a Glance

continued

The present array of undertakings within the Company encompasses a total of 3 projects within the Road Sector, 2 in the Port Sector, 4 in the Power Sector, and an additional project within the real estate sector. These projects span varying stages of development. Notably, the geographic scope of our endeavours extends across 7 different states within India.



170
Team Size

22 Years
of Experience

7 States
Presence in India

Our objective is to establish a resilient enterprise capable of navigating demanding market scenarios over the long term.

Broadening Presence:

AJRINFRA is making substantial contributions to India's burgeoning infrastructure development, enticing initiatives for sustainable and market-aligned returns. The Company is actively exploring potential ventures within both existing and emerging sectors to expand its revenue streams.

Progressing Towards Growth:

AJRINFRA's primary aim is to expedite project completion. The Company diligently strives for seamless advancement across the developmental cycle, ensuring projects swiftly transition into operational status to augment revenue generation. Furthermore, AJRINFRA is pursuing opportunities in Operation, Maintenance, and Transfer (OMT) as well as hybrid annuity projects, seeking projects with shorter gestation periods and lower capital intensity to fuel growth.

Efficient Liquidity Management:

One of AJRINFRA's core objectives is prudent liquidity management. The Company has successfully replaced high-cost loans with more economical debt instruments. This strategic manoeuvre is poised to significantly boost the Company's liquidity through the refinancing of present obligations and future debt repayments. Employing resource optimization and cost-effective measures, AJRINFRA has proactively enhanced its operational efficiency.

Exploring Avenues for Expansion:

Diversifying its product offerings, the Company has ventured into fee-based Operation and Maintenance (O&M) services for infrastructure projects. AJRINFRA intends to formulate policies that expand both the scope and scale of O&M services, with a specific focus on the road sector.

Monetizing Assets:

In response to financial pressures stemming from economic challenges, AJRINFRA has successfully divested from six of its Special Purpose Vehicles through restructuring initiatives. These strategic divestments have allowed the Company to unlock value and consolidate its balance sheet, aligning with its broader financial objectives.

Management Discussion & Analysis

Global Economy:

OECD Economic Outlook expects a world GDP growth rate of around 2.7%, mostly driven by India and China. .

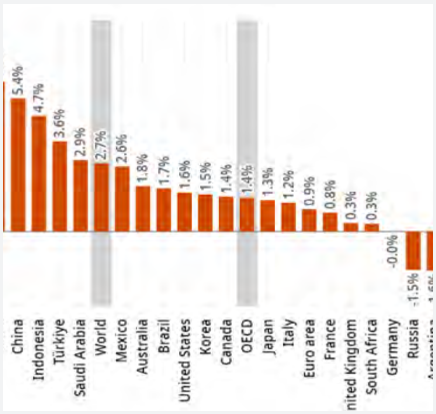
In FY 2022–23, the global economy experienced significant volatility. During the first half of the financial year, countries faced historically high inflation levels due to supply chain disruptions and increased energy prices following Russia's invasion of Ukraine. As a result, central banks worldwide adopted aggressive monetary policies focused on maintaining price stability rather than promoting growth. This adversely affected emerging market economies, leading to a decline in trade, capital outflows, currency pressures, elevated inflation, and more severe actions to control interest rates, ultimately resulting in a slowdown in economic growth. Furthermore, sporadic reports of the resurgence of Covid-19 variants in various regions heightened uncertainty in the global economy.

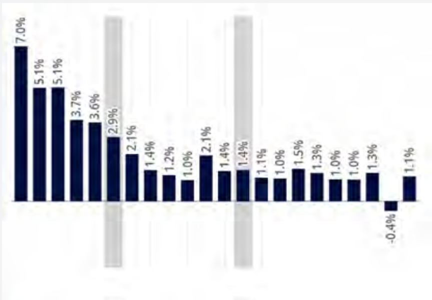
However, in the second half of FY 2022-23, there was a somewhat positive shift in the global economic outlook. Inflationary pressures moderated due to the normalisation of the supply chain, energy prices started to ease, and the demand outlook improved with the reopening of the Chinese economy. Nevertheless, persistent geopolitical tensions, lingering concerns about high inflation, and worries about the potential global slowdown resulting from the delayed impact of monetary tightening continued to exert downward pressure on global growth prospects.

In March, the global financial system experienced a wave of significant disruptions on both sides of the Atlantic. Bank runs in the US led to the downfall of Silvergate Capital, Silicon Valley Bank (SVB), and Signature Bank, while in Europe, a government-backed takeover of troubled Swiss lender Credit Suisse by its arch-rival UBS took place. These bank failures and the resulting market panic briefly evoked concerns reminiscent of the systemic financial vulnerabilities precipitating the 2007–08 global financial crisis. Although fears of systemic disruption have subsided, concerns persist regarding pockets of economic vulnerability that may be exposed as the recent rapid interest rate hikes continue to impact the economy.

While there are indications of nascent optimism in the latest survey of chief economists, a notable degree of uncertainty surrounds the trajectory of the world economy. The responses of these economists underscore the prevailing ambiguity clouding many economic developments, making it challenging for policymakers, businesses, and households to plan effectively for an unusually uncertain future. For instance, when questioned about the likelihood of a global recession in 2023, the survey revealed a split opinion, with 45% of respondents considering it somewhat or highly likely, and an identical proportion regarding it as somewhat or extremely unlikely.

According to the June 2023 IMF Global Economic Prospects report, the global economy is projected to experience a significant slowdown in 2023, with a growth rate of 2.1%, driven by ongoing monetary policy tightening in response to high inflation. However, a modest recovery is anticipated in 2024, with a projected growth rate of 2.4%. The report also suggests that global inflation is expected to decrease as growth decelerates gradually, labour demand softens, and commodity prices stabilise. Nevertheless, the slow pace of improvement implies that core inflation will likely remain above central bank targets in many countries throughout 2024. On the other hand, OECD Economic Outlook expects a world GDP growth rate of around 2.7%, mostly driven by India and China.





Management Discussion & Analysis
continued

Indian Economy:

Amidst the prevailing uncertainties and global challenges, the Indian economy has displayed remarkable resilience, emerging as a beacon of growth on the global stage. Surpassing the $3.75 trillion mark in 2023, India has become the world's fifth-largest economy, firmly establishing its prominence. However, as India becomes more integrated into the global economic landscape, it faces the challenge of shielding itself entirely from global headwinds. Despite the anticipated impact of the global slowdown, the likelihood of India slipping into a recession remains extremely low. The Recession Probabilities Worldwide 2023 data indicates that India has a 0% probability of recession this year, in stark contrast to the UK and the US, which face probabilities of 75% and 65%, respectively. Additionally, Canada and Germany have recession probabilities of 60%.

The World Bank's Global Economic Prospects report published in June 2023 projects impressive growth rates for India, with 6.3%, 6.4%, and 6.5% expected in 2023, 2024, and 2025 respectively.

The World Bank's Global Economic Prospects report published in June 2023 projects impressive growth rates for India, with 6.3%, 6.4%, and 6.5% expected in 2023, 2024, and 2025 respectively. These growth rates far outpace developed countries such as the US, EU, and Japan. While the IMF offers a slightly conservative estimate of approximately 5.9% growth for India in 2023, the Reserve Bank of India (RBI) has expressed confidence in the domestic economy. The RBI, one of the first central banks to pause its monetary tightening, has increased interest rates by only 2.5% compared to countries like the US and UK, which have struggled to control rising inflation despite raising policy rates by approximately 5% and 4.5%, respectively. Supported by favourable domestic indicators such as well-managed inflation, a narrowing current account deficit, sustainable domestic demand, favourable bond yields, and ample foreign exchange reserves, the RBI has set a GDP growth forecast of 6.5% for the fiscal year 2023–24.

While major US financial institutions experienced failures resembling a house of cards, the banking sector in India has demonstrated robust fundamentals. This positions it well to sustain and support economic growth, propelling India into a high-growth trajectory. India's proactive approach has enabled it to navigate global headwinds and establish itself as a country poised for growth despite uncertainties. The RBI's affirmation that India will maintain its momentum from 2022–23 further instils optimism in the outlook for India, regardless of the prevailing circumstances.

Attention in India is currently focused on the monsoon season, with concerns regarding the potential impact of El Nino. While opinions differ on whether India will receive above or below-normal rainfall, the Indian Meteorological Department projects a range of 96 to 104 per cent rainfall. Moreover, food grain production is expected to reach a record 323.6 million tonnes, reflecting a 2.5% increase from the previous year. Although agriculture contributes slightly over 20% to India's GDP, it significantly fosters optimism in the overall economy.

Numerous analysts and economists predict that this decade will belong to India, envisioning a tripling of India's GDP and nearly doubling per capita income by 2031, driven by manufacturing and export opportunities. The government's commitment to infrastructure development and supply chain strengthening further enhance India's favourable prospects. Indian diplomats have also played a commendable role in maintaining relationships with the West and the East, positioning India as a bridge between the two rather than taking sides. As the world increasingly looks to India as a solution for a bipolar world, its potential to serve as a bridge between different regions is recognised and valued.

In April 2023, India experienced uneven performance across various high-frequency indicators amidst the spillover effects of slowing global growth, high inflation, and financial market uncertainties. Industrial production (IIP) exhibited a monthly increase compared to February 2023 but faced a 5-month low of 1.1% in year-on-year expansion. This was primarily due to sluggish manufacturing growth and electricity production. However, underlying metrics such as cement production and daily average power consumption showed a monthly uptick. The auto sector witnessed monthly sales declines in all segments except two-wheelers, attributed to inflationary pressures and semiconductor chip shortages.

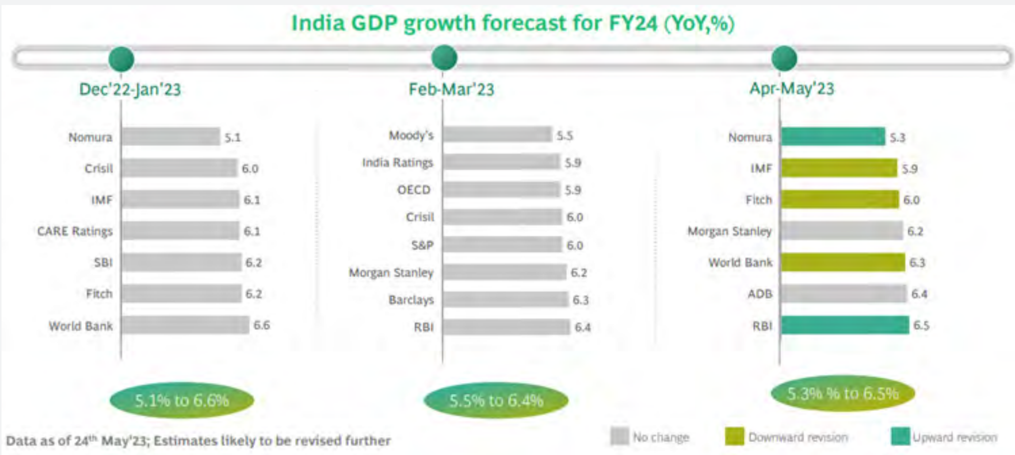
Most trade and investment indicators declined, leading to a 20-month low trade deficit. Declining demand in key markets and declining commodity prices contributed to this trend. The services trade surplus also fell to a 21-month low. On a positive note, forex reserves reached the highest level since June 2022, driven by the RBI's intervention to rebuild reserves through dollar purchases, taking advantage of the rupee's recovery. Foreign direct investment (FDI) moderated in March 2023 compared to February 2023, falling significantly below March 2022.

The performance of the banking, financial services, and insurance (BFSI) indicators was mixed. UPI transaction values remained unchanged, while volume witnessed a slight increase. Aggregate deposits and credit continued to improve. Life insurance premiums recorded degrowth partly due to changes in tax policies. However, NSE and BSE transactions declined by 16% compared to March 2023.

In terms of macroeconomic indicators, the consumer price index (CPI) fell sharply to 4.7% due to an easing in food, fuel, and core inflation. This was driven by monetary policy tightening, supply augmenting measures, and a favourable base effect. The wholesale price index (WPI) witnessed deflation due to a decline in crude, energy, non-food, and food prices. Services purchasing managers' index (PMI) reached a 13-year high, while manufacturing PMI accelerated to a 4-month high. Goods and services tax (GST) collections reached their highest value. In the near term,

Management Discussion & Analysis
continued

growth is expected to be supported by private consumption, higher rural demand, and increased manufacturing. Analyst forecasts indicate GDP growth of 5.3% to 6.5% year-on-year for FY24.



Industry Review:

Roads:

According to the India Brand Equity Foundation (IBEF), India boasts the world's second-largest road network, spanning 63.73 lakh kilometres (km). This extensive network plays a crucial role in transporting 64.5% of all commodities and catering to 90% of the passenger traffic in the country. Over the years, road traffic has witnessed steady growth, thanks to improved connectivity between cities, towns, and villages. Notably, highway construction in India has experienced a remarkable Compound Annual Growth Rate (CAGR) of 20% from FY2017 to FY2022.

During FY16-FY21, India witnessed a significant 17.00% CAGR in highway construction, even amid the challenges posed by the pandemic and subsequent lockdown. In FY22 alone, the country successfully constructed 10,457 km of highways, demonstrating its commitment to infrastructure development. The Union Budget 2023–24 further highlights the government's focus on road transport and highways, with a substantial allocation of ₹ 2.7 lakh crore (US$ 33 billion) to this sector. Until December of FY23, the Ministry of Road Transport and Highways has already completed the construction of 6,318 km of national highways.

A notable milestone was reached in October 2020 when the foundation stone was laid for nine National Highway projects in Tripura, with a combined length of approximately 262 km and a value exceeding ₹ 2752 crore (US$ 371.13 million).

Under the FY 2019–25 National Infrastructure Pipeline, the Government of India has allocated a staggering ₹ 111 lakh crore (US$ 1.4 trillion). Within this pipeline, the roads sector is expected to account for 18% of the capital expenditure throughout FY 2019–25. These investments highlight the government's commitment to enhancing the country's infrastructure and further expanding the road network to support economic growth and connectivity.

Some of the recent Government initiatives are as follows:

- *NHAI plans to construct 25,000 kilometres of national highways in 2022–23 at a pace of 50 km per day.*
- *India's Gati Shakti program has consolidated a list of 81 high-impact projects, of which road infrastructure projects were the top priority. The major highway projects include the Delhi-Mumbai expressway (1,350 kilometres), Amritsar-Jamnagar expressway (1,257 kilometres) and Saharanpur-Dehradun expressway (210 kilometres). The main aim of this program is a faster approval process through the Gati Shakti portal and a digitised approval process altogether.*
- *As of March 2022, the government plans to spend ₹ 10,565 crore (US$ 1.38 billion) on the Trans-Arunachal Highway and Kaladan Multi-Model Transport Project, as well as other roads development projects such as capital connectivity, district connectivity, connectivity to the international border, and improvement and strengthening of roads in the region of Sikkim.*
- *The Indian government launched the Gati Shakti-National Master Plan, which will help lead holistic and integrated infrastructure development, generating immense employment opportunities in the country.*

The Economic Survey 2023 reveals that the National Infrastructure Pipeline (NIP) encompasses a wide range of greenfield and brownfield projects with a minimum investment threshold of ₹100 crore. The NIP boasts an impressive portfolio of 8,964 projects, representing a substantial total investment of over ₹ 108 lakh crore. These projects are spread across various stages of implementation, indicating the significant commitment towards developing the nation's infrastructure.

One notable aspect highlighted in the survey is that the NIP's growth and expansion have occurred during a crisis, when private sector capital expenditure has remained subdued. To compensate for this shortfall, the budgetary estimate for capital expenditure in 2022-23 substantially increased by 35.4% from the previous year, reaching ₹ 7.5 lakh crore. Furthermore, a remarkable 67% of this outlay was utilised between April and December 2022, demonstrating a proactive approach to infrastructure development even amidst challenging circumstances.

Management Discussion & Analysis
continued

The NIP's comprehensive coverage of diverse projects, coupled with the substantial investment allocated, reflects the government's dedication to strengthening the nation's infrastructure. By supporting a wide range of projects and initiatives, the NIP aims to drive economic growth, enhance connectivity, and create a conducive environment for both greenfield and brownfield investments. These endeavours are vital in propelling India's development and ensuring a robust and resilient infrastructure framework for the future.

The Union road ministry is preparing to present a cabinet note for the second phase of India's ambitious Bharatmala project, which aims to construct over 5,000 km of expressways and highways at an estimated cost of nearly ₹3 trillion. While targeting 5,000 km of roads, this second phase can also include additional projects. The initial plan for Bharatmala Phase II had envisioned the development of six expressways and 17 access-controlled corridors, spanning over 8,100 km, with a capital cost exceeding ₹3.66 trillion. The objective of Bharatmala Phase-2 is to enhance connectivity for various infrastructure initiatives, including multi-modal logistics parks (MMLPs) and ongoing expressway projects, facilitating smooth movement between major economic hubs.

Ports:

India has significant maritime advantages with its extensive coastline spanning over 7,517 kilometres. The country's ports facilitate much of India's trade and commerce, connecting the country to the global economy. With 12 major ports and 200+ minor and intermediate ports, the Indian ports sector has witnessed remarkable growth, driven by the increasing external trade.

Cargo traffic through Indian ports has been consistently rising. In the fiscal year 2021–2022, the key ports in India handled a staggering 650.52 million tonnes (MT) of cargo. Shipping accounts for approximately 95% of India's commerce volume, and 70% of its trading value, highlighting the immense importance of the sector.

To meet the growing demands of trade and ensure efficient operations, the Indian government has undertaken significant initiatives. Under the Sagarmala Programme, studies indicate that port cargo traffic is projected to reach around 2,500 million metric tonnes per annum (MMTPA) by 2025. However, the current capacity of Indian ports stands at 2,406 MMTPA. To bridge this gap, a comprehensive roadmap has been prepared to increase the port capacity to 3,300+ MMTPA by 2025. This plan encompasses enhancing operational efficiency, expanding existing ports, and developing new ports. Notably, there are 206 port modernisation projects worth ₹ 78,611 crore (US$ 10.71 billion), of which 81 projects worth ₹ 24,113 crore (US$ 3.29 billion) have been completed, and 59 projects worth ₹ 24,288 crore (US$ 3.31 billion) are currently under implementation.

Shipping accounts for approximately 95% of India's commerce volume, and 70% of its trading value, highlighting the immense importance of the sector.

Private sector investments have played a significant role in developing Indian ports. Over the past five years, private sector investments have steadily increased, reaching a record high of US$ 2.35 billion by 2020. Additionally, the Indian government has embraced the public-private partnership model to enhance port operations, with seven important ports worth US$ 274 million commencing operations under this model in 2021–22.

Recognising the need for future expansion, the National Perspective Plan for Sagarmala envisions the construction of six new mega ports in India. These ports and existing ones will serve as critical drivers for the country's trade and economic growth.

In recent years, the Indian government has taken various policy measures and initiatives to strengthen the ports and shipping sectors. The signing of a memorandum of understanding (MoU) between the Ministry of Ports, Shipping and Waterways and the Ministry of Civil Aviation in June 2021 highlights the collaborative efforts to develop seaplane services in India. The passage of the Marine Aids to Navigation Bill 2021 in July 2021 incorporates global best practices, technological advancements, and international obligations, ensuring safer navigation in Indian waters.

Moreover, the Indian government has emphasised the importance of the ports and shipping sectors by renaming the Ministry of Shipping as the "Ministry of Ports, Shipping, and Waterways" in November 2020. This change signifies the government's commitment to prioritising and promoting these sectors' growth.

Maritime India Vision 2030 (MIV 2030) is a strategic plan developed by the Ministry of Ports, Shipping, and Waterways to position India as a leader in the global maritime sector. This blueprint outlines a comprehensive approach to achieve coordinated and accelerated growth in India's maritime industry over the next ten years. MIV 2030 has been

Maritime India Vision 2030 (MIV 2030) is a strategic plan developed by the Ministry of Ports, Shipping, and Waterways to position India as a leader in the global maritime sector.

formulated through extensive consultations with over 350 public and private sector stakeholders, including ports, shipyards, inland waterways, trade bodies, associations, and national and international industry and legal experts to ensure inclusivity and expertise.

The government's focus on logistics infrastructure is evident through the announcement of plans to develop the National Logistics Portal (Marine) in October 2020. This portal aims to provide end-to-end logistics solutions for exporters, importers, and service providers, streamlining trade processes.

India's ambition to increase its share in maritime trade led to the announcement in August 2020 to invest ₹ 10,000 crore (US$ 1.4 billion) in building a transhipment port at the Great Nicobar Island in the Bay of Bengal. This strategic location will offer shippers an alternative port along the East-West international shipping route, boosting India's participation in global maritime trade.

The Indian government's commitment to developing ports is evident from its budget allocations. In the Union Budget 2022–23, the Ministry of Shipping received a total allocation of ₹ 1,709.50 crores (US$ 223.31 million). Additionally, India has ambitious plans to invest US$ 82 billion in port projects by 2035, further strengthening its maritime infrastructure and enhancing connectivity.

To promote Indian shipping companies, the government announced subsidy funding worth ₹ 1,624 crore (US$ 222.74 million) in 2021. This initiative encourages merchant ship flagging within the country and fosters the growth of the Indian shipping industry.

Management Discussion & Analysis
continued

Indian Power Sector

Power Demand

India, with a total installed generation capacity of 417,668 megawatts (MW) as of May 31, 2023, is the third-largest producer and consumer of electricity globally. The electricity sector in India is divided into the central, state, and private sectors, with each sector contributing to the overall capacity. The central sector accounts for 24.0% of the total capacity, the state sector represents 25.3%, and the private sector holds the largest share at 50.7%. These figures reflect India's significant presence in the global electricity market and emphasise its importance as a major player in meeting the growing energy demands of its population and industries.

India's energy consumption is projected to experience the highest growth among all countries until 2040, primarily driven by the nation's economic expansion, population growth, urbanisation, and industrialisation. Unlike other nations, India's economic growth has historically been led by the services sector, which is less energy-intensive than manufacturing. However, as urbanisation gradually progresses, an estimated 270 million people are expected to join the urban population in the next two decades. This surge in urbanisation will result in a rapid expansion of buildings and associated infrastructure, reflecting the global trend of manufacturing shifting towards India. According to the Stated Policies Scenario (STEPS), as India modernises, its energy demand is anticipated to increase three times higher than the global average. This highlights the significant pace at which India's energy requirements are expected to grow as the country undergoes development and transformation.

In the Union Budget 2023–24, the government has allocated US$ 885 million (₹ 7,327 crore) for the solar power sector, including grid, off-grid, and PM-KUSUM projects. This allocation aims to support India's ambitious target of achieving 500 gigawatts (GW) of renewable energy capacity and address the recurring issue of coal demand-supply mismatch. To facilitate the transition to renewable energy and reduce reliance on coal, the Ministry of Power has identified 81 thermal units that will be replaced with renewable energy generation by 2026. The allowance of 100% foreign direct investment (FDI) in the power sector has positively impacted FDI inflows in this sector. As a result, the total FDI inflow in the power sector reached US$ 16.57 billion between April and December 2022.

India's energy consumption is projected to experience the highest growth among all countries until 2040, primarily driven by the nation's economic expansion, population growth, urbanisation, and industrialisation.

Thermal Energy: Coal

Thermal energy generated from coal is crucial in India's power generation landscape, as highlighted by the installed generation capacity data. Coal accounts for the largest share of the installed capacity among all fuel types, standing at 205,235 megawatts (MW) or 49.1% of the total capacity as of May 31, 2023. This emphasises the significant reliance on coal-based thermal power plants for meeting the country's energy needs. Coal-based power generation provides a stable and consistent energy source, contributing to the overall grid stability and supporting the growing demand from industries, households, and commercial sectors. While there is a drive towards renewable energy sources, coal-based power plants' current high capacity and efficiency make them an important pillar of India's power generation sector, ensuring reliable and affordable electricity supply to fuel the country's economic growth.

As of March 12, 2023, the coal stock available in coal-based thermal power plants is 33.5 million tonnes, enough for an average of 12 days at an 85% Plant Load Factor. The government has taken several steps to ensure sufficient coal availability. This includes the formation of an Inter-Ministerial Subgroup to address supply issues, regular monitoring of coal stocks, and revised stocking norms for power plants. Power utilities are importing coal and are encouraged to blend it. Railways have procured additional wagons, and the network in coal mining areas has been expanded. For power sales on exchanges, any gains are allocated in a specific order to cover expenses, recover costs, and share the remaining balance between distribution licensees and generating companies. These measures aim to ensure a stable coal supply, alleviate critical stock situations, and maintain smooth operations in the power sector.

The Ministry of Power has instructed Central, State GENCOs, and IPPs to procure coal through a transparent, competitive process for blending at a rate of 6% by weight. This initiative aims to ensure sufficient coal stocks at power plants for operations until September 2023. The Central Electricity Authority has established coal stocking norms, requiring Thermal Power Plants (TPPs) to hold a specified coal stock. Non-pithead plants should maintain 20 to 26 days of coal stock, while pithead plants should have between 12 to 17 days of stock. These standards must be upheld throughout the year, considering month-to-month variations. This ensures that power plants have adequate coal reserves to meet the peak demand. Between April 2022 and January 2023, there was a shortfall in daily coal consumption compared to the daily arrival of domestic coal, ranging from 2.21 lakh tonnes to 0.5 lakh tonnes. If coal imports for blending purposes had not occurred, the coal stock available at power plants would have been depleted entirely by September 2022. The average depletion rate during the first half of FY 2022–23 was around 1.6 lakh tonnes per day. As the coal stock began to recover, the Ministry of Power advised GENCOs on August 1, 2022, to make blending decisions based on overall supply and stock positions while continuously monitoring the stock level.

Renewable Energy: Hydro

Hydroelectric power is generated by harnessing the energy of flowing or falling water to produce electricity. India, with its extensive network of rivers and hilly terrain, offers abundant opportunities to develop hydropower projects. These projects involve the construction of dams, reservoirs, and turbines to capture the water's energy and convert it into electrical power. As of May 31, 2023, India has an installed hydropower generation capacity of 46,850 MW, accounting for approximately 11.2% of the country's energy mix. This substantial capacity highlights the significant contribution of hydropower to India's overall energy production.

According to the Ministry of Power, India has a hydropower potential of approximately 145,000 MW. With a load factor of 60%, hydropower can meet the demand of around 85,000 MW. However, only about 26% of India's hydropower potential has been tapped and utilised.

To encourage the growth of hydropower, the government has taken initiatives such as classifying conventional hydropower and pumped hydro projects greater than 25 MW as renewable energy sources. This classification,

Management Discussion & Analysis

continued

implemented in 2019, makes these projects eligible for financial support specifically dedicated to renewable energy, which helps make them more economically viable.

The International Energy Agency (IEA) anticipates that India will add approximately 26,000 MW of hydropower projects by 2030. Over 9,000 MW of large hydro projects are under construction, indicating the ongoing efforts to expand the country's hydropower capacity.

Company Overview:

AJR Infra And Tolling Limited (AJRITL) is an infrastructure project development company established by Gammon India Limited. It operates as an infrastructure developer holding Company with investments across multiple sectors. AJRITL engages in the development of infrastructure projects on a public-private partnership (PPP) basis in areas such as Roads & Expressways, Ports, Hydro Power, Urban infrastructure, Airports, Special Economic Zones, Water and Wastewater Management, Railways, Power Transmission lines, and Agricultural Infrastructure.
The Company offers services in project development, project advisory, and sector-specific operations & maintenance. AJRITL plays a significant role in Gammon's ventures in infrastructure development and contributes to the growth and modernisation of India's infrastructure through its diversified portfolio and expertise in PPP models.

We have successfully executed over 11 projects, highlighting our expertise and capabilities across various sectors. Specifically, we've completed 4 Road Projects, showcasing our proficiency in transportation infrastructure.

Crafting a Future with New Possibilities:

Proficiency:

Our Company's strength lies in its diversified presence across multiple segments in the infrastructure sector. With over two decades of experience, we have developed strong technical expertise in various areas of infrastructure development. This combination of extensive industry knowledge and technical capabilities enables us to tackle complex projects and deliver high-quality results. We leverage our multi-segment presence to bring a comprehensive approach to infrastructure development, catering to different sectors and meeting the diverse needs of our clients. Our Company's success is built upon our deep-rooted experience and the expertise we have gained over the years

Portfolio:

Our Company has a proven track record with a rich portfolio of successful projects. We have successfully executed more than 11 projects, showcasing our expertise and capability in various sectors. Among these projects, we have accomplished 4 Road Projects, demonstrating our proficiency *in transportation infrastructure. Additionally, we have completed 1 Real Estate Project, highlighting our capabilities in developing urban infrastructure. Our experience also extends to the power sector, where we have executed 4 Power Projects, showcasing our expertise in the energy industry. Furthermore, we have undertaken 2 Port Projects, demonstrating our capabilities in maritime infrastructure. Our diverse project experience is a testament to our Company's versatility and ability to deliver successful outcomes across different sectors.*

Sectoral Presence:

Over the years, our Company has grown significantly and emerged as one of the world's leading construction companies. We have successfully diversified our operations into various sectors, including infrastructure management, transmission lines, and the power sector. Our commitment to expansion led to our step-down subsidiary's acquisition of a real estate company. This acquisition has added a new dimension to our business portfolio, with a real estate project in Bhopal being part of our future pipeline. This strategic move reflects our vision to explore new opportunities and expand our presence in different sectors, contributing to our overall growth.

Agility:

Our Company possesses the ability to promptly capitalise on emerging opportunities, showcasing our agility in the market. This adaptability stems from our compliance with the eligibility criteria outlined by NHAI, other statutory corporations, and government entities. As a qualified entity, we are eligible to participate in bidding processes for various projects, including OMT (Operation, Maintenance, and Tolling) and tolling projects, as well as port and power projects. This recognition by esteemed organisations allows us to engage in these sectors actively, expanding our business horizons and leveraging their potential.

Track Record:

We have accomplished this by fusing tremendous knowledge with groundbreaking skills and harnessing men and materials across diverse projects. For one of our power project subsidiaries under the Insolvency and Bankruptcy Code (IBC), we made all the debt settlements, which are now out of insolvency proceedings and under our management's control. This showcases our expertise in managing complex financial situations and reaffirms our commitment to ensuring the stability and success of our projects.

Enduring Relationships:

Our Company has built a strong relationship with our stakeholders through repeated engagements, consistently satisfying all parties involved. This demonstrates our commitment to fostering positive and long-lasting partnerships based on trust, transparency, and mutual benefit. We prioritise the needs and expectations of our stakeholders, and through effective communication and delivering on our promises, we have earned their continued support and satisfaction.

Reach:

We have executed projects in various states across India, including Maharashtra, Andhra Pradesh, Uttar Pradesh, Bihar, and several others. Our presence spans seven states, demonstrating our wide geographic reach and ability to undertake projects in diverse locations. This extensive regional presence allows us to cater to the infrastructure needs of different regions, contribute to their development, and positively impact local communities.

Financial Capabilities:

We successfully facilitated additional funding infusion for AJRINFRA during FY2023, which significantly enhanced our overall liquidity and strengthened our ability to operate smoothly. This strategic move ensured that we had access to the necessary financial resources to support our ongoing projects and meet our operational requirements. By securing additional funding, we reinforced our financial stability and maintained our commitment to delivering high-quality infrastructure projects efficiently.

Business Strategy:

As a company, we are actively identifying and analysing potential projects in both existing and new sectors as part of our strategic efforts to diversify our revenue sources. By exploring opportunities beyond our current portfolio, we aim to expand our business and tap into emerging sectors that offer growth potential. Through thorough evaluation and analysis, we seek to identify viable projects that align with our expertise and contribute to our long-term sustainability. This proactive approach allows us to adapt to market trends, seize new opportunities, and strengthen our position in the industry.

Management Discussion & Analysis
continued

AJRINFRA - Project Portfolio – 2023

Projects	PHPL	SSRPL	Duburi Chandikhole
Location	Bihar	Madhya Pradesh	Odisha
Client	NHAI	MPRDC	NHAI
Capacity	63.17 Kms	105.587 Kms	39.4 Kms
Concession Period	₹ 189.2 crores	NA	NA
Project Cost	15 years	30 years	2 ½ years (construction)
Project Stage	₹ 1,466.39 Crores	₹ 1,159.72 Crores	₹ 577 Crores
Revenue Share	PCOD obtained for 39.30 Kms, 23.87 Kms under construction	Terminated	Under Construction
Revenue model	Annuity	Toll	EPC

List of Projects:

Project Abbreviation	Full Name
PHPL	Patna Highway Projects Limited
SSRPL	Sidhi Singrauli Road Project Limited

Projects	VSPL	ICTPL	PREL	SHPVL
Location	Andhra Pradesh	Maharashtra	Maharashtra	Sikkim
Client	Visakhapatnam Port Trust	Mumbai Port Trust	Padamshree Dr. Vithalrao Vikhe Patil Sahakari Sakhar Karkhana	Energy & Power Department of Government of Sikkim
Capacity	9 MMTPA	1.2 Million TEUs	30 MW	66 MW
Concession Period	30 years	30 years	25 years post COD	35 years post COD
Project Cost	₹ 349 Crores	₹ 1,233 Crores	₹ 274 Crores	₹ 496 Crores
Project Stage	Operational	Alternate Interim RORO and steel operations	Operational	Under Construction
Revenue Share	17.11%	Revenue Share 35.064%	Sale of power, steam to the client; surplus power to MSEDCL	IPP

List of Projects:

Project Abbreviation	Full Name
VSPL	Vizag Seaport Private Limited
ICTPL	Indira Container Terminal Private Limited
PREL	Sidhi Singrauli Road Project Limited
SHPVL	Sikkim Hydro Power Ventures Limited

Management Discussion & Analysis
continued

Operational Projects

Vizag Seaport Private Limited

Vizag Seaport Private Limited ('**VSPL**') is the special purpose vehicle formed by the Company to operate Two Multi-Purpose Berths EQ-8 & EQ-9 Berths in the Northern Arm of the Inner Harbour at Visakhapatnam Port on a Build, Operate and Transfer basis for a period of 30 years under a Concession Agreement dated 28th November 2001 signed by VSPL with Visakhapatnam Port Trust with a Terminal capacity of 9 MTPA. VSPL offers its customers berthing & handling facilities up to Baby Cape Size Vessels arriving with a Draft of -14.5 m. VSPL commenced its commercial operations in July 2004 and for the FY 2022–23 VSPL handled 7.62 Million Tonnes (for FY 2021–22 – 6.57 Million Tonnes).

VSPL controls the road movement of the cargo with digital challans for effective turn-around time of fleet on the field. The recent electrification of VSPL railway sidings are providing cost effective operation of locos that is being passed onto major clients.

The Covid-19 pandemic and the restrictions in movement ordered by the Central and State Governments affected the operations of VSPL during the first quarter of the financial year. The situation improved gradually moment the government lifted the restrictions in movement thereby resulting in improved operational performance of VSPL.

On 17th November, 2021, the Company had completed sale of 2,87,73,117 equity shares of ₹ 10/- each (33.00% of the total paid-up capital of VSPL) held by the Company in VSPL to Shripriya Ports Private Limited at a consideration of ₹ 26.40 Crores. Consequent to the aforesaid sale, VSPL ceased to be a subsidiary of the Company.

VSPL project has been capitalized at ₹ 34,869.77 Lakhs.

VSPL commenced its commercial operations in July 2004 and for the FY 2022-23 VSPL handled 7.62 Million Tonnes

Financial performance of VSPL is as under:

(₹ in Lakhs)

	FYE – March 2023	FYE – March 2022
Total Revenue	25,578.51	19,281.99
EBITDA	9,047.32	7,118.68
Profit after Tax	2,410.89	802.93
Equity Share Capital	8,719.13	8,719.13
Reserves and Surplus	2,577.14	166.11

Pravara Renewable Energy Limited:

Pravara Renewable Energy Limited ('**PREL**') is a SPV formed by the Company to set up 30 MW cogeneration power project on Built, Own, Operate and Transfer basis in Pravara Nagar, Tal. Rahata, Dist. Ahmednagar in Maharashtra for the concession period of 25 years ('**PREL Plant**') with Padmashri Dr. Vitthalrao Vikhe Patil Sahakari Sakhar Karkhana Limited ('**Karkhana**'). The Karkhana is a co-operative sugar factory registered under the provisions of the Maharashtra Co-operative Societies Act, 1960.

PREL Plant had commenced operations on 6th November 2015 and successfully operated six crushing seasons. The viability of the PREL Plant depends upon the ability of PREL to procure bagasse / alternate fuel at a viable price either from Karkhana under the arrangement to supply them power & steam in return or from the open market.

PREL vide letters dated 29th May, 2021, 3rd August, 2021 & 6th August, 2021 had asked Karkhana to supply bagasse as per the Addendum Agreement dated 14th October, 2020 or compensate PREL for short supply of contracted bagasse fuel to PREL. However, Karkhana vide its letter dated 4th September, 2021 had rejected PREL's claim and aggressively started interfering in the affairs of PREL plant and deputed its manpower in each & every department and started maintenance of the PREL plant by keeping PREL manpower away by using their muscle power.

Based on Karkhana's conduct as above, PREL filed an application under Section 9 of Arbitration and Conciliation Act, 1996 before the Hon'ble High Court of Bombay on 12th October, 2021 for the interim relief. The Hon'ble High Court of Bombay vide order dated 11th April, 2022, directed that pending the hearing and final disposal of the arbitral proceedings, pronouncement of the Arbitral Award and until final execution of the Arbitral Award, the Hon'ble High Court of Bombay restrained the Karkhana, its board of directors, promoters, partners, employees, agents, representative and any one acting on behalf of the Karkhana, in any manner from entering the premises of the PREL's Co-generation plant and from carrying out any work / activity for the repairs / maintenance / operation of the PREL plant.

However, Karkhana ignored the aforesaid order passed by the Hon'ble High Court of Bombay providing interim relief in favour of PREL and continued with illegal control and operations of the PREL plant.

Subsequently, Karkhana filed an appeal on 2nd May, 2022 against aforesaid order dated 11th April, 2022. After dealing with the Karkhana's appeal and contentions of both the parties, a Division Bench of the Hon'ble High Court of Bombay admitted the Karkhana's appeal filed under Section 37 of the Arbitration And Conciliation Act, 1996 and granted stay of the order dated 11th April, 2022.

PREL thereafter filed Special Leave Petition (SLP) before the Hon'ble Supreme Court against the aforesaid impugned order dated 2nd May, 2022. The Hon'ble Supreme Court vide order dated 20th May, 2022 directed PREL to approach Arbitral Tribunal for relief since the Arbitral Tribunal was constituted. Accordingly, PREL filed its relief application with the Arbitral Tribunal on 18th July, 2022 under Section 17 of Arbitration And Conciliation Act, 1996 against the Karkhana.

Recall notice dated 27th September, 2021 and 22nd November, 2021 issued by Central Bank of India and Union Bank of India respectively (collectively '**Lenders**') vide which the Lenders recalled the entire outstanding amounts owed by PREL. Subsequently, the Lenders had jointly filed an Original Application before the Hon'ble Debts Recovery Tribunal – II, New Delhi ('**DRT, Delhi**') against PREL and others for the enforcement of the claims of Lenders in respect of the Term Loan and Working Capital Loan sanctioned to PREL. The Hon'ble DRT Delhi passed an ex-parte order dated 15th February, 2022 whereby status quo was

Management Discussion & Analysis
continued

directed in respect of the assets of PREL as per Section 19(4) of the Recovery of Debts and Bankruptcy Act, 1993. PREL has challenged the order passed by DRT Delhi before the Hon'ble DRT Delhi on 23rd February, 2022.

On 9th March, 2022 and 26th May, 2022, the Lenders affixed the impugned notice under Section 13(4) of the SARFAESI Act at the premises of the PREL's Co-gen plant and taken symbolic possession. PREL had challenged both the notices before the Hon'ble DRT, Mumbai and the same are pending for filing replies by the Karkhana and the Lenders.

In the meantime, Karkhana approached Hon'ble Debts Recovery Tribunal, Aurangabad ('**DRT Aurangabad**') and filed a Securitization Application and challenged the intention of the lenders as per the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ('**SARFAESI Act**') and the rules thereunder with respect to the leased land. On 29th December 2021, the Hon'ble DRT Aurangabad without issuing any notice to PREL, passed an ex-parte order of "Status quo" and granted the liberty to the Karkhana to settle the matter with the Lenders.

PREL had challenged the ex-parte order dated 29th December, 2021 passed by the Hon'ble DRT Aurangabad before the Hon'ble Debts Recovery Appellate Tribunal, Mumbai ('**DRAT Mumbai**'). Subsequently, vide order dated 8th September, 2022, a court receiver had been appointed by the Hon'ble DRT Aurangabad, wherein the PREL's consent had been wrongly recorded for the appointment of a receiver. PREL thereafter filed Civil Writ Petition before the Hon'ble High Court of Bombay, Aurangabad Bench against the appointment of Court Receiver and appraised the court that the Presiding officer of Hon'ble DRAT Mumbai had excused himself in the matter.

The Hon'ble High Court of Bombay, Aurangabad Bench vide its order dated 29th March 2023 directed the Registry of Hon'ble DRAT Mumbai to file its report with respect to the appointment of an alternate bench. The Registry of Hon'ble DRAT thereafter assigned and transferred the matter to Hon'ble DRAT Chennai.

Great Town Trading Private Limited ('**GTTPL**'), an operational creditor of PREL had approached Hon'ble National Company Law Tribunal, Mumbai ('**NCLT**') against its outstanding dues and submitted its application under Insolvency and Bankruptcy code, 2016 ('**IBC**') in 2018. Though PREL had cleared all the dues of GTTPL, an order dated 6th January, 2023 was passed by Hon'ble NCLT for admission of the petition and Interim Resolution Professional was appointed to carry the functions as mentioned under the IBC. PREL subsequently filed an appeal with Hon'ble National Company Law Appellate Tribunal ('**NCLAT**') against the aforesaid impugned order. The Hon'ble NCLAT was pleased grant an interim stay vide order dated 3rd February, 2023 which has been further extended upto 1st November, 2023.

PREL had also challenged the award by the Arbitral Tribunal under Section 34 of Arbitration And Conciliation Act, 1996, passed in favour of Ask Energy Solutions Private Limited ('**AESPL**'), an Operational Creditor of PREL. AESPL had moved the execution petition before the Hon'ble High Court of Bombay with a request to issue garnishee notice to Maharashtra State Electricity Development Corporation Limited ('**MSEDCL**') and the Karkhana. On the directions of the Hon'ble High Court of Bombay, MSEDCL deposited a sum of ₹ 3.86 Crores under protest and PREL opposed the above execution petition at Hon'ble High Court of Bombay.

PREL had received notice dated 6th January, 2022 for conciliation meeting from MSME, Nashik on behalf of Hitech Engineers, one of the sub-contractor, claiming principal amount of ₹ 38,27,102/- and interest ₹ 9,90,325/-. The matter had gone into arbitration on 25th July, 2023. On 8th August, 2023, PREL had filed an application under Section 16 of Arbitration And Conciliation Act, 1996 which was taken on record and adjourned to 22nd August, 2023 for filing reply. The Hon'ble MSME Nashik postponed the hearing dated 22nd August, 2023 due to administrative reasons and further date is yet to be notified.

The total capitalisation of the project is ₹ 274 Crores as on 31st March, 2023.

Projects under Construction

Indira Container Terminal Private Limited

Indira Container Terminal Private Limited ('**ICTPL**') is a Special Purpose Vehicle promoted by the Company, Gammon India Limited and Noatum Ports Sociedad Limitada Unipersonal SLU, formerly known as Dragados SPL, Spain.

ICTPL and the Board of Trustees of the Port of Mumbai ('**MbPA**') entered into a License Agreement ('LA') dated 3rd December 2007 for the construction and development of an Offshore Container Terminal on Build, Operate and Transfer basis in the Mumbai Harbor ('**OCT Project**') and to carry out container operations from the existing Ballard Pier Station Container Terminal of MbPA for a period of 5 years from the date of award of the license or 2 years from the commissioning of the OCT Project, whichever is earlier.

As per the LA, both MbPA and ICTPL were required to fulfil obligations to ensure that the OCT Project commences operations within 3 years of date of award of the License. However, MbPA had till date did not fulfilled its obligations of completing even the critical activities of capital dredging, filling of Prince and Victoria Docks, permission for procuring equipment and other facilities to enable ICTPL to complete its share of obligations and commence operations of the OCT Project.

As the delay in commencing the operations were beyond the limits set by Reserve Bank of India, the Lenders classified the account as Non-Performing Asset. As a result, the Lenders halted further disbursals of loans resulting in the construction work coming to a complete standstill.

ICTPL had constructed the two offshore berths and a connecting link between the offshore berths and the mainland, a Y shaped trestle. ICTPL requested MbPA to allow it to use the completed berths for handling vessels that do not require large draft as in case of the container vessels. After much discussions with officials of MbPA, ICTPL was allowed to handle Roll On and Roll Off ('**RORO**') vessels and steel cargo vessels from its OCT Project terminal from July 21, 2015 on alternative interim basis. The gross revenue earned from these interim alternative operations was shared between MbPA, ICTPL and Lenders in the ratio of 55:20:25.

For reviving the OCT Project, joint discussions were held between ICTPL, MbPA and the Lenders of the OCT Project. Based on these discussions and active support from the Ministry of Shipping ('**MoS**'), a settlement agreement was drafted which was sent to the MoS for their approval. Recommendations from Niti Ayog as well favourable opinion was received from the Attorney General's office of Government of India. Despite all this, the draft settlement agreement could not be implemented as the same did not receive final approval from the Government of India.

The Lenders' attempt of invoking the Substitution Clause under Common Loan Agreement was not successful.

ICTPL invoked the Dispute Resolution Clause under the LA. An Arbitral Tribunal has been formed and the arbitration process is underway. Both ICTPL and MbPA have submitted Statement of Claims and Statement of Counter Claims to the Arbitral Tribunal.

ICTPL initiated a fresh attempt to resolve and revive the stalled OCT Project. A One Time Settlement proposal was submitted by ICTPL to its Lenders and the same is under consideration by the Lenders.

During the Financial Year 2022-23, ICTPL handled 100 RORO vessels, and 39 Steel vessels with 95,466 vehicle units earning revenue of ₹. 53.17 Crores..

Management Discussion & Analysis
continued

MbPA approached ICTPL to settle all the disputes which are pending for adjudication by the Arbitral Tribunal. ICTPL agreed to participate in the conciliation process subject to the condition that the same would be completed in a time bound manner.

Financial performance of ICTPL is as under:

(₹ in Lakhs)

	FYE – March 2023	FYE – March 2022
Total Revenue	5,317.62	4,827.77
EBITDA	3,114.76	3,153.85
Profit after Tax	(14,827.99)	(13,402.64)
Equity Share Capital	10,156.60	10,156.60
Reserves and Surplus	(75,774.15)	(60,944.57)

Sidhi Singrauli Road Project Limited

Sidhi Singrauli Road Project Limited ('**SSRPL**') is a SPV incorporated by the Company for design, construction, finance and maintenance of a 102.6 kms long, four-lane dual carriageway on NH-75E, which includes the construction of new bypasses of Kachuwahi, Behri, Kathua, Bargawa and Gorbi and realignment of certain stretches ('**SSRPL Project**').

SSRPL Project is located in the State of Madhya Pradesh and is under development on Build, Operate and Transfer (BOT / Toll) basis. The Concession period is 30 years, including the construction period of 2 years. SSRPL will be entitled to collect toll in the entire operation period in lieu of its investment for development of the SSRPL Project. The total project cost is estimated at ₹ 1,14,972 Lakhs. The construction activities on the project started in September 2013.

SSRPL Project was facing various issues like land acquisition, Forest and Environmental Clearances, approval to GADs etc. since start of the SSRPL Project. The construction activity was halted due to lack of finance since October 2018. Your Company had attempted to obtain finance to complete the SSRPL Project despite minimal support from Madhya Pradesh Road Development Corporation ('**MPRDC**') in resolving various issues aroused due to non-fulfilment of MPRDC's Conditions Precedent. Ultimately, the MPRDC sought the approval from Ministry of Road Transport and Highways ('**MoRT&H**') to terminate the Concession Agreement and thereafter, terminated the SSRPL Project on 13th August, 2020.

SSRPL received a letter from Punjab National Bank, Lead Bank ('**PNB**') of the consortium of banks, the in-principle agreement for the one-time settlement of the debts of SSRPL at minimum indicative amount of ₹ 275 Crores. SSRPL is pursuing arbitration proceedings against MPRDC and MoRT&H in order to determine the party liable for settlement of the afore-mentioned OTS with the PNB.

Real Estate Project

Sony Mony Developers Private Limited

Ras Cities And Townships Private Limited, a wholly owned subsidiary ('**RCTPL**') of Gammon Projects Developers Limited, a wholly-owned subsidiary of the Company entered into a Memorandum of Understanding dated 13th May, 2022 with the promoters of Sony Mony Developers Private Limited ('**SMDPL**') for acquiring 10,000 equity shares of ₹ 10/- each of SMDPL being 100% of total paid-up capital of SMDPL. The said transfer of 10,000 equity shares of SMDPL to RCTPL was completed on 9th June, 2022.

SMDPL is in the business of acquiring property, real estate by way of purchase, lease or otherwise and to develop property, real estate and to turn to account such property, real estate by way of sale, lease, renting out or otherwise.

Notice under Section 138 of The Negotiable Instrument Acts, 1881 was served on 1st May, 2023 to SMDPL and its Directors by Shourya Godara, Advocate, Delhi on behalf of M/s. Asset Care & Reconstruction Enterprises Limited for bouncing of various cheques of HDFC Bank for total amount of ₹ 18,60,02,644/- which was denied by SMDPL in its reply dated 14th May, 2023.

Financial performance of SMDPL is as under:

(₹ in Lakhs)

	FYE – March 2023	FYE – March 2022
Total Revenue	7,731.08	864.49
EBITDA	(9,043.52)	(177.75)
Profit after Tax	(9,122.07)	(177.75)
Equity Share Capital	1.00	1.00
Reserves and Surplus	(8,867.22)	254.84

Projects under Development

Duburi – Chandikhole

The Company, in joint venture with Gammon Engineers and Contractors Private Limited as the Lead member of the Joint Venture (JV), had made successful bid and received the Letter of Award dated 31st January, 2018 from the National Highways Authority of India (NHAI) for "Rehabilitation and Up gradation of existing 2-lane to 4-lane standards from Duburi to Chandikhole Section of NH 200 (New NH 53) from km. 388.376 to km 428.074 in the State of Odisha under NHDP Phase – III on EPC Mode (Pkg- III)".

The JV signed EPC Agreement with NHAI followed by Settlement Agreement in January, 2020 for a quoted bid price of ₹ 577 Crores for executing the entire scope of work within the contract period of 30 months from 11th February, 2020 (the 'Appointed Date'). The contract value was further revised to ₹ 492.83 Crores due to change in pavement from concrete to flexible and descoping of Brahmani river bridge. Also, due to COVID 19 pandemic, the completion date is also revised to 5th February 2023 and now recommended till 23rd December 2023 owning to LA issues, Cyclones, Labour strikes, HT Lines and approval for GAD of ROB etc.

The JV has commenced the EPC works at site and has achieved first three milestone within time and progressing well as per plan to achieve 4th and final milestone. The Company has achieved 67.08% of financial progress as on 31st March 2023.

Sikkim Hydro Power Ventures Limited

Sikkim Hydro Power Ventures Limited ('**SHPVL**') is the Special Purpose Vehicle incorporated for developing Rangit II Hydroelectric Power Project in West Sikkim on BOOT basis ('**SHPVL Project**'). SHPVL Project involves the development of a 66 MW run-of-the-river Hydroelectric

Management Discussion & Analysis

continued

Power Project on Rimbi River, a tributary of River Rangit.

The Concession period for the SHPVL Project is 35 years from the Commercial Operations Date (COD). SHPVL has requested the Government of Sikkim ('**GoS**') for extension of time to achieve COD. The financial closure for the SHPVL Project was achieved in January 2014, which requires revalidation. The Project cost is estimated to be ₹ 49,644 lakhs.

SHPVL Project has received all clearances and approvals including environmental clearances from the Ministry of Environment and Forest ('**MoEF**'). Resettlement and Rehabilitation of the affected persons has been completed, except for additional land which was acquired by GoS later on. All major contracts for the SHPVL Project have been awarded. All the initial infrastructure works including river diversion works are completed. The excavation of 65.5m deep Surge Shaft is completed, 624m Head Race Tunnel (HRT), 267m of Pressure Shaft (PS) is also completed and further excavation of HRT, PS and Dam is in progress.

One of the operational creditor had filed an application before the Hon'ble National Company Law Tribunal, Delhi bench ('**NCLT**') and same was admitted on 30th July, 2021. Accordingly, Resolution Professional (RP) was deputed by Hon'ble NCLT who had formed the Committee of Creditors. Subsequently, the claims of the operational creditor had been settled and accordingly, the creditor had withdrawn his claims before the Hon'ble NCLT and accordingly, the Hon'ble NCLT had vide its order dated 3rd June, 2022, terminated the insolvency proceedings, discharged the RP and allowed ex-management of SHPVL to take up the management of SHPVL. Consequently, the Board of Directors of SHPVL has taken up the management of SHPVL.

The Board of Directors of the Company at its meeting held on 20th July, 2022 had proposed to sell / transfer / dispose / dilute in any manner whatsoever of 6,27,35,942 equity shares of ₹ 10/- each constituting 100% of the total paid up capital of SHPVL to Statkraft IH

SHPVL Project has received all clearances and approvals including environmental clearances from the Ministry of Environment and Forest ('MoEF').

Holding AS, ('**Statkraft**') having its office at Oslo, Norway and engaged in the business of renewable energy, hydro wind power and solar power projects.

The Board of Directors of the Company at its meeting held on 1st September, 2022, consequent to approval of the shareholders at its Extraordinary General Meeting held on 12th August, 2022, approved the Share Purchase Agreement ('**SPA**') to be executed between the Company, SHPVL and Statkraft for sale and transfer of 6,27,35,942 equity shares of ₹ 10/- constituting 100% equity shareholding held by the Company in SHPVL to Statkraft for a total consideration of ₹ 90 Crores (including repayment of the liabilities of SHPVL). Subsequently, the SPA had been signed by Statkraft, SHPVL and the Company on 2nd September, 2022 and fulfilment of Conditions Precedent (CP) are in progress.

Cochin Bridge Infrastructure Company Limited:

Cochin Bridge Infrastructure Company Limited ('**CBICL**') is a SPV promoted by the Company, which constructed the New Mattancherry Bridge at Cochin in Kerala on a Build, Operate and Transfer (Toll) basis. The 480-metre long bridge along with the 200-metre approach road on both ends connects Fort Kochi to Willingdon Island in Cochin Port Trust area. It was operational for 14 years from October, 1999 to April, 2014. The total capitalisation of CBICL was done at ₹ 879.45 Lakhs.

The original concession period of CBICL was valid till 27th April, 2014, which was extended by the Government of Kerala ('**GOK**') by six years till 27th April, 2020 by its Government Order dated 24th January 2005. The extension happened because CBICL had not revised the toll rates based on WPI as per the terms of the

Concession and other compliance deficiencies on the part of GOK with reference to the Concession Agreement. However, instead of entering into a supplementary agreement to amend the original concession agreement, as agreed, GOK choose to unilaterally cancel its Government Order dated 24th January 2005 by passing the Government Order dated 26th December 2008. CBICL had referred the issue to arbitration and the Arbitral Tribunal had passed orders permitting CBICL to collect the toll fees till further notice. However, the Greater Cochin Development Authority ('**GCDA**') had on 27th April 2014 (on the last day of the original concession period), without compensating CBICL and in disregard of the Arbitral Tribunal orders, chose to unilaterally seal the toll booths of CBICL at the Mattancherry Bridge at Kochi.

The GoK showed inclination / willingness to settle the matter through mutual negotiations. Hence, CBICL has put the arbitration proceedings on hold pending settlement discussions with the GoK. Further, CBICL has approached Hon'ble High Court of Kerala for seeking directions to the GoK to conclude its decision on settlement discussions expeditiously. The Hon'ble High Court of Kerala was pleased to direct the GoK to decide the matter within a period of 3 (three) months, which period was further extended till 23rd June 2017.

On the directions of Hon'ble High Court of Kerala, the GoK decided to pay about ₹ 16.23 Crores to CBICL, however, the same is yet to be received due to some representation from local resident. Therefore, CBICL has recently moved Interim application before the Hon'ble High Court of Kerala and has filed fresh writ in the matter before the Hon'ble High Court of Kerala for necessary legal relief.

The Hon'ble High Court of Kerala has passed an order in August 2019 on the fresh writ petition filed by CBICL allowing the revival of the arbitration proceedings, and informed GCDA / GoK in January, 2020 for revival of the Arbitration proceedings which was earlier kept in abeyance. GCDA response is awaited in the matter.

Youngthang Power Ventures Limited

Youngthang Power Ventures Limited ('**YPVL**') is a Special Purpose Vehicle formed by the Company for development of a 261 MW run-of-the-river hydroelectric power project on the River Spiti in Himachal Pradesh on a Build, Own, Operate and Transfer basis at an estimated cost of ₹ 2,500 Crores, awarded by the Government of Himachal Pradesh ('**GoHP**'). The concession period of the Project is 40 years, post commencement of commercial operations.

YPVL has not been able to proceed with the studies to prepare the Detailed Project Report ('**DPR**') due to opposition from locals to the Project on environmental grounds. The Company has sought GoHP's intervention in the matter to take necessary actions and seeking of necessary consents from the gram panchayat in order to enable YPVL to take up site investigation work and preparation of DPR. However, there is no progress in this regard.

YPVL therefore invoked arbitration under Section 11(4) of the Arbitration and Conciliation Act, 1996 before the Hon'ble High Court of Himachal Pradesh on 19th February 2018 and nominated an arbitrator on 16th March 2018 against the GoHP to protect the Company's interest in YPVL. Based on the Statement of Claims of YPVL and Statement of Defence of GoHP and after hearing both the parties, the Arbitral Award was pronounced by the Hon'ble Arbitral Tribunal on 23rd January 2023 in favour of YPVL. The amount of award due to YPVL is expected to be in excess of exposure of ₹ 7,124.29 Lacs and therefore the YPVL management does not expect any impairment towards the exposure. The YPVL management is hopeful of an early settlement in the matter and is confident of recovering the amount of exposure.

GoHP had filed Section 34 of the Arbitration And Conciliation Act, 1996 before the Hon'ble High Court of Himachal Pradesh against the aforesaid Arbitral Award dated 23rd January, 2023. On 19th August, 2023, the Hon'ble High adjourned the matter for 6 weeks for filing of reply by YPVL and further granted stay subject

Management Discussion & Analysis
continued

to deposit of entire award amount by GoHP within 8 weeks.

Tidong Hydro Power Limited

Tidong Hydro Power Limited ('**THPL**'), a Special Purpose Vehicle formed by the Company has signed an agreement with the Government of Himachal Pradesh ('GoHP') for developing a 60 MW Tidong – II hydroelectric project in Himachal Pradesh. The prefeasibility report for the project has been prepared and submitted to the GoHP, which has since been approved. The concession period of the Project is 40 years, post commencement of commercial operations.

THPL further had started Geo-Technical Studies, Detailed Project Report and Environmental Impact Assessment Studies in 2014–15 which were delayed due to local villagers' dispute, inadequate access to site and road blockages, unfavorable weather conditions due to high altitude and issues beyond the control of THPL. In the meantime, one of the JV partner, Torrent Power Limited desired to exit from the JV and accordingly, THPL had requested GoHP for equity change and submitted details for its approval. Subsequently, GoHP requested THPL to submit a fresh proposal for equity change in terms of GoHP Policy. THPL is in the process of preparing the proposal for equity change and would submit the same with the GoHP by December, 2023.

Projects Under Insolvency

Patna Highway Projects Limited

Patna Highway Projects Limited ('**PHPL**') is the Special Purpose Vehicle (SPV) incorporated by the Company for design, construction, finance and maintenance of a 63.17 kms long four-lane dual carriageway on NH 77. This includes new bypass of 16.87 kms connecting NH-28 in the State of Bihar on Build, Operate and Transfer (Annuity) basis. The Company has an equity stake of 100% in PHPL. The Concession period is 15 years, including a construction period of 30 months. PHPL will receive annuity payments of ₹ 9,460 Lakhs semi-annually from NHAI during the entire operations period. The total project cost is estimated to be ₹ 146,639 Lakhs.

PHPL project had been delayed on account of non-availability of Right of Way (RoW) over certain stretches of the Project highway. The Provisional Commercial Operation date was obtained on 1st September 2016 for the Project stretch from Km.1.000 to Km.41.500 excluding stretch from Km. 9.400 to Km 10.600. PHPL has received 4 annuity payments since PCOD amounting ₹ 378.40 Crores.

In accordance with Section 9 of the Insolvency & Bankruptcy Code, 2016, ('**IBC 2016**') Corporate Insolvency Resolution Process of PHPL was initiated by the National Company Law Tribunal, New Delhi ('**NCLT**') by their order dated 3rd January, 2020 and pursuant

PHPL is the Special Purpose Vehicle (SPV) incorporated by the Company for design, construction, finance and maintenance of a 63.17 kms long four-lane dual carriageway on NH 77.

to Section 17 of the IBC 2016, powers of the Board of Directors of PHPL were suspended and the said powers vested with Mr. Sutanu Sinha, Resolution Professional. The Company has submitted a proposal under Section 12A of the IBC 2016 to the Resolution Professional.

The Hon'ble NCLT had vide its order dated 10th May, 2022 dismissed the Company's application filed under Section 60(5) of Insolvency And Bankruptcy Code, 2016. The Company had filed two appeals before the Hon'ble NCLAT against the Hon'ble NCLT, Delhi Order dated 10th May, 2022. One of the appeals being Appeal no. 920 was filed challenging the approval of the Resolution Plan of Silverpoint Luxembourg. The second appeal being Appeal no. 922 was filed challenging the rejection of the Resolution Plan of the Company.

Appeal no. 920 was dismissed on 25th May, 2023 against which the Company has filed an appeal before the Hon'ble Supreme Court of India. Appeal no. 922 was dismissed on 20th October 2023 against which the Company is about to file an appeal before the Hon'ble Supreme Court of India.

On 3rd September, 2022, the Company had filed a complaint before Hon'ble Chief Metropolitan Magistrate Court, Dwarka South West, New Delhi under Section 200 of Code of Criminal Procedure against NHAI and the same was dismissed on 26th September, 2023 stating that the matter, being a civil matter, cannot be tried in a criminal court. The Company had also filed a writ against the NHAI and various authorities before Hon'ble High Court of Patna.

On 24th September, 2022, the Company had filed a FIR at Entally Police Station, Kolkata against Mr. Sutanu Sinha, that the Resolution Professional had forged signatures against which the Resolution Professional filed an application before the Hon'ble Calcutta High Court to quash the FIR.

Risk Management

AJRINFRA has a strong understanding of the risk environment in which it operates and has implemented an enterprise risk management framework to identify, analyse, mitigate, and monitor various risks. As your Company engages in Public-Private Partnership (PPP) projects with Government Authorities, it faces specific sector-related and general concerns. These projects require significant capital investment and have gestation periods ranging from 3 to 5 years, with longer ownership terms of 15 to 35 years. Given the diverse sectors in which AJRINFRA operates, such as road, power, ports, and urban development, a robust, effective, and flexible Risk Management Framework is crucial to achieving the Company's operational objectives and sustaining business performance.

AJRINFRA has undertaken several measures to strengthen its risk management approach. It has developed an enterprise-wide comprehensive risk management strategy encompassing risk appetite, tolerance, and limitations. This strategy aims to enhance the effectiveness, knowledge, and quantifiability of risk management efforts. In addition to

Management Discussion & Analysis

continued

collaborating with its associated Company, AJRINFRA also partners with third-party Engineering, Procurement, and Construction (EPC) contractors as part of its risk diversification strategy.

To ensure smooth project execution and minimise vulnerabilities arising from third-party dependencies, your Company has established a methodology to assess the risk profiles of potential vendors and contractors. It also has an internal vendor risk assessment mechanism in place. These measures contribute to the seamless operation of projects and reduce potential risks associated with third-party involvement.

Furthermore, AJRINFRA continuously improves its review procedures for all projects, streamlining and enhancing them throughout the various phases, from project planning to execution. This ensures that projects are effectively managed and potential risks are identified and addressed promptly.

Operational Risks:

As a company, we recognise that our personnel and operating procedures can inevitably make mistakes. Therefore, we emphasise the importance of highlighting practical corrective measures in evaluating operational risk to eliminate exposures and guarantee effective responses. We know that various risks that can arise from inefficiencies and internal breakdowns in our normal operations. These risks include:

1. **Project Opportunity Risk:** We understand that this risk can occur due to erroneous omission or insufficient and incorrect appraisal of a project opportunity available for development.
2. **Bidding Risk:** We acknowledge that this risk can arise from using insufficient or incorrect assumptions when calculating the Financial Bid Variable.
3. **Financing Risk:** We are aware that failure to achieve or obtain financial closure at a higher cost than expected can lead to this risk.
4. **Ownership and Maintenance Risk:** We recognise that various risks can be encountered during our projects' operations and maintenance phases, posing challenges to ownership and maintenance.

Mitigation Efforts:

We have implemented a strong 'Two Tier' approach at AJRINFRA to assess project feasibility through technical review and project financial viability through financial review. By carefully selecting projects and conducting comprehensive appraisals, we aim to reduce the possibility of getting involved in 'Non-Bankable – Non-Profitable' ventures. Our Company follows a risk-specific bid/ project risk assessment approach to identify significant risks associated with specific opportunities and projects. We also develop mitigation plans and continuously monitor these risks.

To ensure efficient business processes, responsibility, and accountability at various levels, we have established standard operating procedures at the sectoral, functional, and departmental levels. These procedures are regularly enhanced and supported by appropriate checks and balances, including integrated risk-based internal audit and document management systems. This fosters a proactive risk management culture throughout our organisation, with the necessary support structures in place.

We are dedicated to continuously improving our internal checks and controls to detect and mitigate operational risks. We are also enhancing our review and reporting system to ensure early identification of risks and effective control of potential losses.

As an infrastructure developer, we prioritise flawless business continuity, particularly in cash flow and treasury management. Therefore, our risk review and reporting efforts also focus on cash flow and treasury-based risks at the project, sector, and business levels, utilising an integrated risk assessment approach.

External Risks:

We are aware of the risks that may arise from changes in the external environment, including:

1. **Regulatory Risk:** This pertains to the potential risks stemming from changes in the regulatory framework governing our operations.
2. **Interest Risk:** We acknowledge the fluctuations in interest rates in capital markets, which can impact the value of outstanding project debts.
3. **Competition Risk:** We recognise the risks associated with competition in the infrastructure development business from existing competitors and new entrants with different strategies.
4. **Political Risk:** We understand the challenges that may arise from a lack of stable administration, frequent changes to development plans and projects, and corresponding shifts in government policies and priorities.
5. **Environmental and Social Risks:** We consider the potential hazards arising from environmental factors such as natural disasters (Acts of God), social upheaval, and other tragedies that may affect our operations.

Mitigation Efforts:

We, as AJRINFRA, actively anticipate and adapt to significant changes. Our Company maintains a deep understanding of the regulatory landscape in which we operate. We continually develop strategies not only to navigate through challenges but also to thrive. Our proactive approach includes using "Early Warning Systems," precise procedures, and Business Intelligence (BI) efforts.

We remain well-informed about our competitors, enabling us to stay ahead of the curve. Our strong strategy focuses on client, partner, vendor, and contract management to mitigate various external risks. While we cannot prevent natural disasters, we have taken proactive measures to ensure we are well-prepared. This includes obtaining sufficient insurance coverage and implementing Disaster Management and Recovery Plans. These plans are designed to minimise losses and swiftly restore normal operations.

We aim to position ourselves for success and maintain operational resilience in an ever-changing environment by adopting these proactive measures and strategies.

Strategic Risks:

The strategic decisions made by our Company entail certain risks, which are outlined as follows:

1. **Market Risk:** This pertains to the inadequate evaluation of sectors or geographies, leading to potential challenges in capturing market opportunities.
2. **Secondary Acquisition Risk:** Improper acquisitions made in line with our Company's growth plans can pose risks that need to be carefully managed and mitigated.
3. Ventures and Alliances Risks arise from improperly selecting joint venture partners, offshore agents, and other alliances. Ensuring the right partners are chosen is crucial to successful collaborations.
4. **Capital Risk:** Inefficient capital allocation or utilisation can result in capital risk. Managing and deploying capital resources effectively is important to optimise returns and mitigate potential losses.

Mitigation Efforts:

Before initiating a secondary acquisition or venturing into new geographical markets or infrastructure sectors, our Company conducts thorough studies and analyses. This allows us to gain a comprehensive understanding of the commercial potential, as well as the existing socio-political, regulatory, and economic environment. Each decision goes

Management Discussion & Analysis

continued

through multiple levels of in-depth discussions, evaluations, and sensitivity analyses before choices on implementation are made.

Our Risk Management Team performs regular evaluations of systems, processes, and projects, providing unbiased opinions to the management. The Audit Committee offers independent internal audit reports on procedures and Special Purpose Vehicles (SPV). Our Internal Audit function examines every organisational process from a Risk-Based Internal Audit (RBIA) viewpoint and a transactional control adequacy perspective. This ensures that the Board, Management, and SPVs stay informed about critical risks and mitigation strategies.

Regardless of the significance and relevance, all decisions within the organisation undergo explicit risk evaluation and the application of suitable risk management approaches and tools. The Board of Directors/Committees establishes the governing framework for each risk category, governing all corporate actions. The management consistently improves the Risk Management framework.

AJRINFRA is dedicated to continually reviewing and strengthening its bid risk management framework, business continuity, disaster recovery planning framework, enterprise risk policy, and other policies. We aim to foster a risk-awareness culture among our employees through Risk Newsletters, frequent risk updates, case studies, and training programs. These actions prepare us to tackle challenges that may arise at the 'Next Level' of Growth, as the Board of Directors/Committees authorised. All commercial operations are conducted in accordance with this policy.

Internal Control Systems

Considering the extent and size of AJRINFRA's operations, its internal control framework is sufficient. It effectively safeguards against losses, unauthorised use, or disposal of assets. Internal financial controls have been established and undergo periodic evaluations by the Audit Committee of the Board, as required by relevant regulations and rules, whether at the level of Special Purpose Vehicles (SPVs) or other areas. The Company diligently maintains its books of accounts and prepares financial statements in accordance with applicable accounting standards. All transactions are duly authorised, recorded, and reported to the management.

Safety Measures

We prioritise safety throughout every stage of project development, including design, construction, commissioning, operations, and maintenance. At AJRITL, security is consistently evaluated and given top priority.

The main objectives of our safety management and assurance efforts are to protect the environment, our employees involved in operations, and the public. Our HR department strives to provide a safe working environment for both our corporate staff and the workers at each project site.

Cautionary Statement:

The Management Discussion and Analysis section includes statements that may be considered "forward-looking statements" according to relevant securities laws and regulations. It should be noted that your Company cannot guarantee the accuracy of these forward-looking statements or assure their realisation, as they are based on assumptions and predictions of future events beyond your Company's control. Actual results may vary significantly from those stated or implied.

Various factors that could significantly impact your Company's operations include domestic and global economic conditions affecting supply, demand, and price conditions and changes in Governmental rules, tax policies, and other laws.

Directors' Report

Report on Corporate Governance

Financial Statements

(Standalone & Consolidated)

Directors' Report

To,
The Shareholders of
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)

Your Directors have pleasure in submitting their 22nd Annual Report together with the Audited Financial Statements of the Company, for the financial year ended March 31, 2023 **("Financial Year")**.

Financial Highlights

The financial highlights of the Company on stand-alone and consolidated basis for the Financial Year are as under:

Particulars	Standalone		Consolidated	
	Financial Year ended March 31, 2023	Financial Year ended March 31, 2022	Financial Year ended March 31, 2023	Financial Year ended March 31, 2022
Income	1341.15	2676.75	13,288.98	20,218.90
Earnings before Interest, Tax, Depreciation and Amortization	(1,27,876.92)	(55,621.82)	3,182.48	8,250.74
Financial Costs	774.44	6.94	28,092.45	26,131.94
Depreciation and Amortization	2.68	5.23	5,057.08	7144.67
Tax Expenses	62.75	53.18	373.87	599.96
Minority Interest & Share of Profit of Associates	NA	N.A.	3956.04	(3,409.36)
Net Profit after Tax / (Loss)	(1,27,939.67)	(55,675.00)	(1,60,500.50)	(95,744.70)

Dividend & Reserves

The Board expressed its inability to recommend any dividend for the Financial Year in view of the liquidity constraints. Hence, no amount has been transferred to any reserve.

Company's Business

Your Company, in consortium with Gammon Engineers And Contractors Private Limited (**"GECPL"**), is constructing a road project in the State of Odisha on Engineering, Procurement and Construction (**"EPC"**) mode from National Highways Authority of India (**"NHAI"**) under the EPC agreement dated 3rd January, 2019. Subsequent, to signing of Supplementary Agreement dated 29th January, 2020, the Appointed Date was declared as 11th February, 2020.

The Company has fully mobilized and commenced the construction works at project site. The Company has achieved 67.08% of financial progress as on 31st March 2023.

In addition to the above, the Company has 3 (Three) projects in the Road Sector, 2 (two) in the Port Sector, 4 (four) in the Power Sector and 1 (one) project in real estate sector, which are at various stages of construction, under development and / or operation & maintenance through project specific Special Purpose Vehicles (**"SPVs"**).

Out of the 4 (four) road projects and 4 (four) power projects, 2 (two) operational projects in road sector viz., Patna Highway Projects Limited (**'PHPL'**) & Rajahmundry Godavari Bridge Limited (**'RGBL'**) and 1 (one) project in the power sector viz., Pravara Renewable Energy Limited (**'PREL'**) were admitted to Corporate Insolvency Resolution Process (**"CIRP"**) under the provisions of the Insolvency And Bankruptcy Code, 2016 (**"IBC"**) by the National Company Law Tribunal (**"NCLT"**).

Directors' Report
(continued)

Out of the afore-mentioned projects under CIRP:

- in the matter related to PHPL, Hon'ble NCLT had vide its order dated 10th May, 2022 dismissed the Company's application filed under Section 60(5) of Insolvency And Bankruptcy Code, 2016. The Company had filed two appeals before the Hon'ble NCLAT against the Hon'ble NCLT, Delhi's Order dated 10th May, 2022. One of the appeals being Appeal no. 920 was filed challenging the approval of the Resolution Plan of Silverpoint Luxembourg. The second appeal being Appeal no. 922 was filed challenging the rejection of the Resolution Plan of the Company.

  Appeal no. 920 was dismissed on 25th May, 2023 against which the Company has filed an appeal before the Hon'ble Supreme Court of India. Appeal no. 922 was dismissed on 20th October 2023 against which the Company is about to file an appeal before the Hon'ble Supreme Court of India.

  On 3rd September, 2022, the Company had filed a complaint before Hon'ble Chief Metropolitan Magistrate Court, Dwarka South West, New Delhi under Section 200 of Code of Criminal Procedure against NHAI and the same was dismissed on 26th September, 2023 stating that the matter, being a civil matter, cannot be tried in a criminal court. The Company had also filed a writ against the NHAI and various authorities before Hon'ble High Court of Patna.

  On 24th September, 2022, the Company had filed a FIR at Entally Police Station, Kolkata against Mr. Sutanu Sinha, that the Resolution Professional had forged signatures against which the Resolution Professional filed an application before the Hon'ble Calcutta High Court to quash the FIR.

- in the matter related to RGBL, the Hon'ble NCLT had vide its order dated 10th August, 2022, dismissed the Company's interlocutory application filed under Section 12A of Insolvency And Bankruptcy Code, 2016. The Company had filed an appeal. The Company had withdrawn its Interim Application filed before the Hon'ble National Company Law Appellate Tribunal, Principal Bench, New Delhi (**'NCLAT'**) against the Order dated 10th August, 2022 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench dismissing the Company's interlocutory application filed under Section 12A of Insolvency And Bankruptcy Code, 2016. Consequent to the withdrawal of the Interim Application by the Company, the entire ownership of RGBL stands transferred to the new purchaser as approved by the Committee of Creditors of RGBL and hence RGBL ceased to be a subsidiary of the Company.

- in the matter related to PREL, the Hon'ble NCLT, Mumbai bench had vide its order dated 6th January, 2023, admitted PREL for Corporate Insolvency Resolution Process and appointed Mr. Sandeep Jawaharlal Singhal as an Interim Resolution Professional. PREL subsequently filed an appeal with Hon'ble National Company Law Appellate Tribunal (**'NCLAT'**) against the aforesaid impugned order. The Hon'ble NCLAT was pleased to grant an interim stay vide its order dated 3rd February, 2023 which has been further extended upto 1st November, 2023.

Sikkim Hydro Power Ventures Limited: The Board of Directors of the Company at its meeting held on 1st September, 2022 approved the Share Purchase Agreement (**'SPA'**) to be executed between the Company, Sikkim Hydro Power Ventures Limited (**"SHPVL"**) and Statkraft IH Holding AS having office in Oslo, Norway for sale and transfer of the 100% equity shareholding held by the Company in SHPVL to Statkraft for a total consideration of ₹90 Crores (including repayment of the liabilities of SHPVL);

Ras Cities And Townships Private Limited: Ras Cities And Townships Private Limited, a wholly-owned subsidiary (**'RCTPL'**) of Gammon Projects Developers Limited, a wholly-owned subsidiary of the Company entered into a Memorandum of Understanding dated 13th May, 2022 with the promoters of Sony Mony Developers Private Limited (**'SMDPL'**) for acquiring 10,000 equity shares of ₹10/- each of SMDPL being 100% of total paid-up capital of SMDPL. The said transfer of 10,000 equity shares of SMDPL to RCTPL was completed on 9th June, 2022.

SMDPL is in the business of acquiring property, real estate by way of purchase, lease or otherwise and to develop property, real estate and to turn to account such property, real estate by way of sale, lease, renting out or otherwise.

The Future

In the infrastructure sector, as with many industry peers, your Company has encountered resource challenges in recent years. There exists a significant disparity

Directors' Report

(continued)

between the Company's internal accruals and the capital investment demands for both ongoing and upcoming projects, as well as revenue expenditures. The unfavourable market conditions and the profound impacts of the global headwinds have reverberated through economies and businesses, India included.

However, in response to these challenges, the Company is actively pursuing the realization of its receivables from entities like National Highways Authority of India and other public sector authorities. Additionally, with the resolution of specific contractual obligations related to delayed projects, we anticipate the release of previously encumbered resources, which will steer the Company back into the mainstream.

Your Company is diligently implementing measures to optimize use of available resources, to ensure that the Company overcomes its challenges.

While we acknowledge the hurdles we have faced, we maintain a forward-looking stance. In the forthcoming year, we are optimistic about rejuvenating the Company's financial health, bridging resource gaps, and leveraging new opportunities with the opening of infrastructure sector in the country.

Our unwavering commitment to adapt, innovate, and seize emerging prospects will serve as the cornerstone of our future endeavours. The resilience and collective dedication of our team, combined with our strategic vision, are poised to guide us towards a prosperous and sustainable future.

As the infrastructure landscape evolves, your Company with its vast experience will continue to be a trailblazer, contributing to the nation's connectivity, convenience, and sustainable development. Our pursuit of excellence under all situations remains the driving force propelling us toward new horizons of success.

Share Capital Of The Company

There has been no change in the share capital of the Company during the Financial Year. The paid up share capital of the Company stood at ₹ 188.36 Crores as at 31st March, 2023 comprising of 941,830,724 equity shares of ₹ 2/- each fully paid up.

Internal Control Systems And Their Adequacy

Your Company's internal control systems with reference to Financial Statements commensurate with the nature and size of its business operations. Your Company has maintained a proper and adequate system of internal controls. This ensures that all Assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorised, recorded and reported diligently. The Management continuously reviews the internal control systems and procedures for the efficient conduct of the Company's business.

Internal Audit

M/s. Bagaria & Co. LLP, Chartered Accountants, Mumbai are the internal auditors of the Company.

The Internal Auditors monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliances with operating systems, accounting procedures and policies and reports the same on quarterly basis to the Audit Committee.

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, your Directors, based on the representations received from the operating management, and after due enquiry, confirm that:

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

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

c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) they have prepared the annual accounts on a going concern basis;

e) they have laid down adequate internal financial controls to be followed by the Company and such internal financial controls operated effectively during the Financial Year and

Directors' Report
(continued)

f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Board Of Directors And Key Managerial Personnel

Board of Directors

The Directors express their profound sorrow on sudden and untimely demise of Mr. Chayan Bhattacharjee on 30th August, 2023 and place on record their deep sense of appreciation for the invaluable services rendered by him during his tenure as a Non-Executive Director as well as Whole-Time Director of the Company. Mr. Chayan Bhattacharjee had resigned as Non-Executive Director of the Company w.e.f. 26th July 2022.

Mr. Mineel Mali has been re-appointed as a Whole-Time Director of the Company for a period of three years with effect from 1st April, 2022 and the shareholders of the Company at its Extraordinary General Meeting held on 28th April, 2022 approved his re-appointment.

Mr. Subhrarabinda Birabar has been appointed as additional director w.e.f. 26th November, 2022 in the category of Non-Executive Non-Independent Director and the shareholders of the Company at its Annual General Meeting held on 29th December, 2022 approved his appointment.

Mr. Mahendra Kumar Agrawala was reappointed as an additional director w. e. f. 31st October 2023 in the category of an independent director, consequent to the expiry of his tenure of 5 years as an Independent Director effective from 30th October 2023.

Mr. Jaysingh Ashar had resigned as Non-Executive Director of the Company w.e.f. 26th November, 2022.

The Board took on record its appreciation for the valuable services rendered by Mr. Jaysingh Ashar during his tenure as a Non-Executive Director.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Mineel Mali is liable to retire by rotation at the ensuing Annual General Meeting and has offered himself for re-appointment.

Independent Directors of the Company have furnished necessary declarations to the Company under Section 149(7) of the Companies Act, 2013, confirming that they meet with the criteria of Independence as prescribed for Independent Directors under Section 149(6) of the Act and Regulation 16(b) of the Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, (hereinafter **"SEBI Listing Regulations"**)

Key Managerial Personnel

Mr. Mineel Mali has been re-appointed as a Whole-Time Director of the Company for a period of three years with effect from 1st April, 2022 and the shareholders of the Company at its Extraordinary General Meeting held on 28th April, 2022 approved his re-appointment.

In terms of the provisions of Section 203 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Mineel Mali, Whole-Time Director; Mr. Vinay Sharma, Chief Financial Officer and Mr. Kaushal Shah, Company Secretary and Compliance Officer are the Key Managerial Personnel of the Company.

Remuneration Policy and Board Evaluation

In compliance with the provisions of the Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations, the Board of Directors on the recommendation of the Nomination & Remuneration Committee, adopted a Policy on remuneration of Directors and Senior Management. The Remuneration Policy is stated in the Corporate Governance Report.

Performance evaluation of the Board was carried out during the Financial Year. The details about the same are given in the Corporate Governance Report.

Familiarisation programmes for the Independent Directors

The details about the familiarization programmes for the Independent Directors is given in the Corporate Governance Report.

Directors' Report

(continued)

Board Meetings

The Board met four times during the Financial Year and the details of the meetings attended by Directors at the meetings are given in the Corporate Governance Report. The intervening gap between the two consecutive meetings was within the period prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

Employee Stock Option Scheme

The exercise period as per the GIPL Employee 3 Stock Options Scheme-2013 ('Scheme') is completed and the Scheme is closed.

Deposits

During the Financial Year, the Company has not accepted any deposits within the meaning of Section 73 and 76 of the Act, read with Companies (Acceptance of Deposits) Rules, 2014.

Particulars Of Loans, Guarantees, Investments And Securities

The details of loans, guarantee or investment under Section 186 of the Companies Act, 2013 are given under Notes to Accounts of financial statements.

Contracts Or Arrangements With Related Parties

All related party transactions entered by the Company during the financial year were in the ordinary course of business and on arm's length basis. Details of material related party transactions are given in the prescribed Form AOC – 2 which is appended to this report as **Annexure 1**.

The policy on Materiality of Related Party Transactions as approved by the Board is uploaded on the Company's website and can be accessed at the Web link https://ajrinfra.in/sec_info_pdf/PolicyonRelatedPartyTransactions2021.pdf

Conservation Of Energy, Technology Absorption, Foreign Exchange Earnings And Outgo

In view of the nature of business activities currently being carried out by the Company, your Directors have nothing to report with respect to Conservation of Energy and Technology Absorption as required under Section 134(3)(m) read with Rule 8 of the Companies (Accounts) Rules, 2014.

Foreign exchange outgo (actual outflows): Nil

Foreign exchange earned (actual inflows): Nil

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

The list of subsidiaries, joint ventures and associate companies of the Company are given in Form MGT-7 (Annual Return), which is uploaded on the Company's website and can be accessed at the weblink https://www.ajrinfra.in/AnnualReturns.html

Vizag Seaport Private Limited (**'VSPL'**), an associate of the Company offers its customers the berthing and handling facilities up to Baby Cape Size Vessels arriving with a draft of -14.5 m. While the commercial operations commenced in July 2004, VSPL has been handling about 7 MTPA at present. During the FY 2022–23, VSPL handled 7.62 Million Tonnes (for FY 2021–22 – 6.57 Million Tonnes) earning revenue of ₹ 25,578.51 lakhs.

Indira Container Terminal Private Limited (**'ICTPL'**), a subsidiary of the Company is a Special Purpose Vehicle promoted by the Company, Gammon India Limited and Noatum Ports Sociedad Limitada Unipersonal SLU, formerly known as Dragados SPL, Spain for construction and development of an Offshore Container Terminal on build, operate and transfer (BOT) basis in the Mumbai Harbor and to carry out container operations from the existing Ballard Pier Station Container Terminal (BPS) of Mumbai Port Trust. During the Financial Year 2022-23, ICTPL had handled 100 RORO vessels and 39 Steel vessels with 95,466 vehicle units earning revenue of ₹53.17 Crores. During the previous Financial Year 2021–22, ICTPL had handled 103 RORO vessels, 17 Steel vessels and 1 Passenger vessel with 120,008 vehicle units earning revenue of ₹48.27 Crores.

Sidhi Singrauli Road Project Limited (**'SSRPL'**), a wholly-owned subsidiary of the Company for designing, construction, finance and maintenance of a 102.6 kms long, four-lane dual carriageway on NH-75E, which includes the construction of new bypasses of Kauchwahi, Behri, Karthua, Bargawa and Gorbi and re-alignment of certain stretches and is located in the State of Madhya Pradesh. SSRPL was facing various issues like land acquisition, Forest and Environmental

Directors' Report
(continued)

Clearances, approval to GADs etc. since start of the project. The construction activity was halted due to lack of finance since October, 2018. The Company had attempted to obtain finance to complete the SSRPL Project despite of minimal support from Madhya Pradesh Road Development Corporation (**'MPRDC'**) in resolving various issues aroused due to non-fulfilment of MPRDC's Conditions Precedent. Ultimately, the MPRDC had terminated the SSRPL Project on 13th August, 2020. SSRPL received a letter from Punjab National Bank, Lead Bank (**'PNB'**) of the consortium of banks for the one-time settlement (**'OTS'**) of the debts of SSRPL at ₹275 Crores. SSRPL is pursuing arbitration proceedings against MPRDC and Ministry of Road Transport and Highways in order to determine the party liable for settlement of the afore-mentioned OTS with the PNB.

Patna Highway Projects Limited, an erstwhile wholly-owned material subsidiary of the Company has been admitted for Corporate Insolvency Resolution Process by Hon'ble National Company Law Tribunal, New Delhi Principal Bench under section 9 of Insolvency And Bankruptcy Code 2016 (**'IBC'**). The Hon'ble NCLT had vide its order dated 10th May, 2022 dismissed the Company's application filed under Section 60(5) of Insolvency And Bankruptcy Code, 2016. The Company had filed two appeals before the Hon'ble NCLAT against the Hon'ble NCLT, Delhi's Order dated 10th May, 2022. One of the appeals being Appeal no. 920 was filed challenging the approval of the Resolution Plan of Silverpoint Luxembourg. The second appeal being Appeal no. 922 was filed challenging the rejection of the Resolution Plan of the Company.

Appeal no. 920 was dismissed on 25th May, 2023 against which the Company has filed an appeal before the Hon'ble Supreme Court of India. Appeal no. 922 was dismissed on 20th October 2023 against which the Company is about to file an appeal before the Hon'ble Supreme Court of India.

On 3rd September, 2022, the Company had filed a complaint before Hon'ble Chief Metropolitan Magistrate Court, Dwarka South West, New Delhi under Section 200 of Code of Criminal Procedure against NHAI and the same was dismissed on 26th September, 2023 stating that the matter, being a civil matter, cannot be tried in a criminal court. The Company had also filed a writ against the NHAI and various authorities before Hon'ble High Court of Patna.

On 24th September, 2022, the Company had filed a FIR at Entally Police Station, Kolkata against Mr. Sutanu Sinha, that the Resolution Professional had forged signatures against which the Resolution Professional filed an application before the Hon'ble Calcutta High Court to quash the FIR.

Rajahmundry Godavari Bridge Limited (**RGBL**), an erstwhile subsidiary of the Company, had been admitted for Corporate Insolvency Resolution Process by Hon'ble National Company Law Tribunal, Mumbai Bench under section 7 of IBC. The Hon'ble NCLT has vide its order dated 10th August, 2022 dismissed the Company's interlocutory application filed under Section 12A of Insolvency And Bankruptcy Code, 2016. The Company had filed an appeal against the said order passed by the Hon'ble NCLT. Later on, the Company withdrew its Interim Application filed before the Hon'ble National Company Law Appellate Tribunal, Principal Bench, New Delhi (**'NCLAT'**) against the Order dated 10th August, 2022 passed by the Hon'ble NCLT. Consequent to the withdrawal of the Interim Application by the Company, the entire ownership of RGBL stands transferred to the new purchaser as approved by the Committee of Creditors of RGBL and hence RGBL ceases to be a subsidiary of the Company.

Sikkim Hydro Power Ventures Limited (**'SHPVL'**) is the Special Purpose Vehicle incorporated for developing Rangit II Hydroelectric Power Project in Sikkim on BOOT basis (**'SHPVL Project'**). SHPVL Project involves the development of a 66 MW run-of-the-river Hydroelectric Power Project on Rimbi River, a tributary of River Rangit.

The Hon'ble NCLT had vide order dated 3rd June, 2022 terminated the Corporate Insolvency Resolution Process and allowed ex-management to take up the management of SHPVL. Consequently, the Board of Directors of SHPVL has taken up the management of SHPVL. The Board of Directors of the Company at its meeting held on 1st September, 2022 approved the Share Purchase Agreement to be executed between the Company, SHPVL and Statkraft IH Holding AS having office in Oslo, Norway for sale and transfer of the 100% equity shareholding held by the Company in SHPVL to Statkraft for a total consideration of ₹90 Crores (including repayment of the liabilities of SHPVL).

Ras Cities And Townships Private Limited, a wholly-owned subsidiary (**'RCTPL'**) of Gammon Projects Developers Limited, a wholly-owned subsidiary of the

Directors' Report
(continued)

Company entered into a Memorandum of Understanding dated 13th May, 2022 with the promoters of Sony Mony Developers Private Limited (**'SMDPL'**) for acquiring 10,000 equity shares of ₹10/- each of SMDPL being 100% of total paid-up capital of SMDPL. The said transfer of 10,000 equity shares of SMDPL to RCTPL was completed on 9th June, 2022.

Board Committees

At present, the Board has the following committees to assist in its work:

i. Audit Committee to, inter-alia, oversee and review the financial reporting system and disclosures made in its financial results;

ii. Stakeholders' Relationship Committee to, inter-alia, redress investor complaints;

iii. Nomination & Remuneration Committee to, inter-alia, approve appointments and remuneration of executive directors and lay down nomination and remuneration policies of the Company;

iv. Compensation Committee to administer 'employee stock option schemes';

v. Business Review Committee to review business, projects and opportunities that arise from time to time;

vi. Corporate Social Responsibility Committee to formulate and implement a 'corporate social responsibility policy' for the Company and

vii. Risk Management Committee to monitor and review the risk management plan of the Company.

The constitution of various committees, its powers, duties and meetings during the Financial Year have been elaborated in detail in the 'Corporate Governance Report'.

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.

Vigil Mechanism / Whistle Blower

In terms of Section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and employees to report genuine concerns has been established by the Board along with whistle blower policy. The whistle blower policy have been uploaded on the website of the Company and the same can be accessed at the web link https://ajrinfra.in/sec_info_pdf/Whistle_Blower_Policy.pdf

Corporate Social Responsibility (CSR)

Since there is no average net profit for the Company for the previous three financial years, no specific funds are required to be set aside and spent towards the Corporate Social Responsibility of the Company during the Financial Year. The Company is yet to formulate the CSR Policy.

Annual Return

In accordance with the Companies Act, 2013, Annual Return in Form MGT-7 is uploaded on the Company's website and can be accessed at the weblink https://www.ajrinfra.in/AnnualReturns.html

Report On Corporate Governance

In terms of Regulation 34 of the SEBI Listing Regulations, a Report on Corporate Governance along with Compliance Certificate issued by Mr. Veeraraghavan. N, Practicing Company Secretary (Certificate of Practice Number 4334) is attached and forms integral part of this Report (herein referred to **"Corporate Governance Report"**).

Management Discussion And Analysis Report

Attention of the members is invited to a separate section titled 'Management Discussion and Analysis Report' which is covered in this Annual Report.

Secretarial Standards

The Company complies with all applicable Secretarial Standards.

Reporting Of Frauds By Auditors

During the Financial Year, neither the statutory auditors nor the secretarial auditor has reported to the Audit Committee, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details

Directors' Report

(continued)

of which would need to be mentioned in the Board's report.

Statutory Auditors

M/s. Natvarlal Vepari & Co., Chartered Accountants (FRN: 106971W W), the Statutory Auditors of the Company, holds office until the conclusion of the 26th Annual General Meeting (**"AGM"**).

Statutory Auditors' Report

The Statutory Auditors have qualified their opinion in their Independent Auditors Report as follows:

Basis for Qualified Opinion

a) Attention is invited to Note 27 (a) of the Financial Statement, relating to the Project in the SPV; Indira Container Terminal Pvt Ltd. There exists material uncertainty relating to the future of the Project where the exposure of the Company in the SPV/project is ₹ 13,249.48 lacs (funded and non-funded). 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 facility is marked as NPA by the Lenders. The SPV and MbPT have initiated arbitration proceedings which are in progress. The MBPT has requested for conciliation proceedings which are also under active discussions. Also, the lead Bank has approached NCLT Mumbai Bench against its outstanding dues and submitted its application under Insolvency and Bankruptcy Code, 2016. After seeking extension, the SPV has filed its reply and the matter is listed for the next hearing on November 7, 2023. Pending conclusion of matters of material uncertainty related to the Project, decision of the OTS by the lenders not being concluded and the outcome of NCLT matter, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.

b) Attention is invited to Note 30 (a) of the Statement in respect of PHPL where the CIRP proceedings had been initiated. NCLT has approved the resolution plan vide order dated May 10,2022 submitted by Resolution Professional and as per the NCLT Order no surplus is available to the Company. The Company has filed an appeal in NCLAT against the NCLT order and expects favourable outcome on the matter. Pending the outcome, no impairment has been done by the Management against the funded exposure. On accounts of the facts stated above and in Note 3(a), there is possible impairment towards the exposure of the company in the SPV of ₹ 1,40,318.70 lacs unless the Management receives a favourable order in its appeal before the NCLAT.

c) Attention is invited to Note 27 (f) of the Financial Statement, relating to power project where the operation of the project is under constraints as detailed in the note. The SPV has also invoked the arbitration against the Karkhana and the Karkhana has approached Debt Recovery Tribunal (DRT). Based on the submission of Karkhana that the Plant was possessed and run by Karkhana, the tribunal ordered to maintain status quo. The Company is in the process of filling its response at DRT. Also, the SPV's credit facilities are marked as Non-Performing Assets. Pending the outcome of the legal proceedings and in the absence of resolution of financial and operational constraint under the project, we are unable to comment whether any provision is required towards possible impairment towards the exposure of the project. The Audit Report of SPV contains disclaimer of opinion for illegal occupancy of the factory by Karkhana and that the access to facility and records and transactions for the period from January 1, 2022 to March 31, 2023 are not available with the Company. The Company on a prudent basis has provided for the entire funded exposure amounting to ₹ 10,700.04 lacs. Total non-funded exposure outstanding as at March 31, 2023 is ₹ 19,167.00 lacs.

d) We invite attention to Note 29 of the Financial Statement, wherein during the earlier year, Western Coalfields Limited (WCF) had encashed Bank Guarantee amounting ₹ 1,514.01 lacs given in favour of Aparna Infraenergy India Private Limited (one of the SPV's sold to BIF India Holding Pte Ltd on February 29, 2016). Subsequent to encashment the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown guarantee encashment amount as receivable from Western Coal Fields.

Directors' Report

(continued)

Clarification for the afore-mentioned qualified opinions by the Statutory Auditors in their Report are provided in detail in Operational Overview of Management & Discussion Analysis forming part of the Annual Report of the Company.

Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI Listing Regulations, Mr. Veeraraghavan. N, Practicing Company Secretary (Certificate of Practice Number: 4334) was appointed to undertake the Secretarial Audit of the Company.

In terms of Regulation 24A of SEBI Listing Regulations and provisions of Section 204 of the Companies Act, 2013 the Secretarial Audit Report in Form no. MR-3 has been annexed to this Board Report as **Annexure 2**.

Observations made by the Secretarial Auditor in their Report are self-explanatory.

Particulars Of Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Report as **Annexure 3.**

During the Financial Year, none of the employees are in receipt of remuneration which is in excess of the limits as specified in Rules 5(2) and 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time.

Information Under The Sexual Harrassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

Consequent to change in personnel of the Company and its subsidiaries, the Board had re-constituted Internal Complaints Committee (**'Committee'**) w.e.f. 1st September, 2022. The Committee now comprises of Ms. Charushila Choche as Chairperson, Mr. Ravindra Desai, Mr. S. Lakshmayyah and Ms. Akansha Rathi, Company Secretary in Practice and Insolvency Professional as the members of the Committee.

During the Financial Year, no complaint was filed before the Internal Complaints Committee.

Material Changes And Commitments Affecting The Financial Position Of The Company Between The End Of The Financial Year And The Date Of The Report

There were no material changes and commitments after the closure of the year till the date of this report, which affect the financial position of the Company.

Significant And Material Orders Passed By The Regulators / Courts / Tribunals

No significant or material orders were passed by the Regulators or Courts or Tribunals till the date of this report which impacts the going concern status and Company's operations in future.

Acknowledgements

The Board wishes to place on record their appreciation for the support received by the Company from its shareholders and employees. The Directors also wish to acknowledge the co-operation and assistance received by the Company from its business partners, bankers, financial institutions and various Governments, Semi Government and Local Authorities.

For and on behalf of the Board of,
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)

Mineel Mali
Whole-Time Director
DIN: 06641595

Subhrarabinda Birabar
Director
DIN: 03249632

Mumbai,
Dated: October 30, 2023

Directors' Report
(continued)

Annexure 1

FORM NO. AOC -2

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

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

1. **Details of contracts or arrangements or transactions not at Arms' length basis**

   There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2023, which were not at arms' length basis.

2. **Details of contracts or arrangements or transactions at Arms' length basis – NIL**

S. No.	Name(s) of the related party & nature of relationship	Nature of transaction	Transaction Value (₹ in Lakhs	Duration of the transaction	Salient terms of the transaction including the value, if any	Date of approval by the Board	Amount received as advances, if any (₹ in lakhs)

For and on behalf of the Board of,
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)

Mineel Mali
Whole-Time Director
DIN: 06641595

Subhrarabinda Birabar
Director
DIN: 03249632

Mumbai,
Dated: October 30, 2023

Directors' Report
(continued)

Annexure 2

Veeraraghavan.N
Practising Company Secretary

11 – H – 304 Neelam Nagar
Mulund – East
Mumbai 400081
Email : nvr54@ymail.com

Form No. MR – 3

SECRETRIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH 2023

(Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members,
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)

I, have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by AJR INFRA AND TOLLING LIMITED (formerly Gammon Infrastructure Projects Limited) (hereinafter called the **'Company'**) (**CIN-L45203MH2001PLC131728**). 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 2023 (**'Financial Year'**) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year, 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, 2018;

d) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

Directors' Report
(continued)

Annexure 2
(continued)

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, 2018; and

h) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.

2. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**)

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

a) Delay in submission of Audited Financial Results for the quarter and year ended 31st March, 2022 pursuant to Regulation 33 of SEBI Listing Regulations.

The Company was required to submit audited Standalone and Consolidated Financial Results for the quarter and Financial Year ended 31/03/2022 within 60 days from the end of financial year 31/03/2022.The last date for submitting the financial results for the quarter and year ended 31/03/2022 was 30/05/2022. There was a delay in submitting the same and were submitted on 01/09/2022.

b) Delay in submission of unaudited Financial Results for the quarter ended 30th June, 2022 pursuant to Regulation 33 of SEBI Listing Regulations.

The Company was required to submit unaudited Standalone and Consolidated Financial Results for the quarter ended 30/06/2022 within 45 days from the end of quarter ended 30/06/2022. The last date for submitting the financial results for the quarter ended 30/06/2022 was 15/07/2022. There was a delay in submitting he same and was submitted on 19/04/2023

c) Delay in submission of unaudited Financial Results for the quarter ended 30th September, 2022 pursuant to Regulation 33 of SEBI Listing Regulations.

The Company was required to submit unaudited Standalone and Consolidated Financial Results for the quarter ended 30/09/2022 within 45 days from the end of quarter ended 30/09/2022. The last date for submitting the financial results for the quarter ended 30/09/2022 was 14/11/2022. There was a delay in submitting the same and was submitted on 19/04/2023

d) Delay in submission of unaudited Financial Results for the quarter ended 31st December, 2022 pursuant to Regulation 33 of SEBI Listing Regulations.

The Company was required to submit unaudited Standalone and Consolidated Financial Results for the quarter ended 31/12/2022 within 45 days from the end of quarter ended 31/12/2022. The last date for submitting the financial results for the quarter ended 31/12/2022 was 14/02/2023. There was a delay in submitting the same and was submitted on 19/04/2023.

Both National Stock Exchange India Limited and BSE Limited have suspended the trading in securities of the Company with effect from 13th March, 2023 due to non-compliance with Regulation 33 of SEBI Listing Regulations for two consecutive quarters i.e. June 30, 2022 and September 30, 2022. The Company in its Board meeting held on 19th April, 2023 approved the Financials Results for the quarter ended 30th June, 2022, 30th September, 2022 and 31st December, 2022 and complied with Regulation

Directors' Report
(continued)

Annexure 2
(continued)

33 of SEBI Listing Regulations. The Company also remitted applicable fines and made necessary applications to both the Exchanges for revocation of suspension in trading of equity shares of the Company.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the Financial Year were carried out in compliance with the provisions of the Act.

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:A006911E001420818

Place : Mumbai
Date: October 23, 2023

Directors' Report
(continued)

Annexure 3

Details Pertaining to Remuneration as Required Under Section 197(12) of The Companies Act, 2013 Read with rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 1st April 2022 to 31st March 2023 are as under:

Sr. No.	Name of the Director	Designation	Remuneration	Ratio (times)
A	Median Employee Remuneration	–	N.A.	N.A.
B	**Directors Remuneration**			
1.	Mr.Mineel Mali	Whole Time Director	Nil	N.A.

ii. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during 1st April 2022 to 31st March 2023 are as under:

Sr. No.	Name of the Director / KMP	Designation	% increase in Remuneration in the Financial Year 1st April 2022 to 31st March 2023
1.	Mr. Mineel Mali	Whole Time Director	Nil
2	Mr. Vinay Sharma	Chief Financial Officer	10%

iii. The percentage increase in the median remuneration of employees in the financial year: 10% (Previous year Nil)

iv. There were three permanent employees on the rolls of the Company as on 31st March, 2023.

viii. Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year ended 31st March 2023 was 10% whereas the increase in the managerial remuneration for the same financial year was 10%.

xii. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Report on Corporate Governance

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders thereby paving the way for its long term success. The long-term interest, particularly in infrastructure business, is closely woven with alignment of the trust of its stakeholders'. Your Company is committed to enhance the stakeholders' interest and maintain a customer centric focus in all its dealings.

The Company's philosophy on Corporate Governance is built on a rich legacy of fair and transparent governance and disclosure practices, many of which were in existence even before they were mandated by legislation.

The Company's essential character revolves around values based on transparency, integrity, professionalism and accountability. At the highest level, the Company continuously endeavours to improve upon these aspects and adopts innovative approaches for leveraging resources, converting opportunities into achievements through proper empowerment and motivation, fostering a healthy growth and development of human resources.

BOARD OF DIRECTORS

Composition of the Board of Directors and Attendance at the Board Meetings

The Board of Directors of the Company during the financial year comprised of eight directors of which seven are non-executive directors and one is an executive director. Out of the seven non-executive directors, four are independent directors. The Board has an optimum combination of executive, non-executive and independent directors.

The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations 2015 (**'SEBI Listing Regulations'**).

During the financial year ended 31st March 2023 (**"Financial Year**"), the Board met 4 (four) times on 6th April, 2022, 20th July, 2022, 1st September, 2022 and 26th November, 2022.

The composition of the Board of Directors, their attendance at the Board Meetings during the Financial Year and at the last Annual General Meeting along with their number of other directorships and memberships of committees are given below:

Name of Directors	Out of Four Board Meetings held during the Financial Year, the director attended	No. of directorships in other public companies$	Attendance at last AGM	No. of committee positions held in public companies including the Company$$	
				Chairman	Memberships including chairmanships
Ms. Homai Daruwalla, Independent Director	4	9	Yes	3	10
*Mr. Mahendra Kumar Agrawala, Independent Director	4	Nil	Yes	2	2
Mr. Vinod Sahai, Independent Director	4	2	Yes	Nil	2
Mr. Sunilbhai Chhabaria, Independent Director	4	Nil	No	Nil	Nil
Mr. Mineel Mali Whole-Time Director	4	1	Yes	Nil	2

Report on Corporate Governance
(continued)

Name of Directors	Out of Four Board Meetings held during the Financial Year, the director attended	No. of directorships in other public companies$	Attendance at last AGM	No. of committee positions held in public companies including the Company$$	
				Chairman	Memberships including chairmanships
**Mr. Chayan Bhattacharjee, Non- Executive Director	1	7	N. A.	Nil	Nil
***Mr. Jaysingh Ashar, Non-Executive Director	4	4	N. A.	Nil	Nil
****Mr. Subhrarabinda Birabar, Non-Executive Director	Nil	1	Yes	Nil	Nil

*Re-appointed as Additional Director and Independent Director w. e. f. 31st October 2023
**Resigned as Non-Executive Director w.e.f. 26th July, 2022
***Resigned as Non-Executive Director w.e.f. 26th November, 2022
****Appointed as Non-Executive Director w.e.f. 26th November, 2022 – attended the Board Meeting on 26th November, 2022 by invitation
$ excludes private, foreign and unlimited liability companies and companies registered under section 8 of the Companies Act, 2013
$$ indicates membership of Audit & Stakeholders Relationship Committees across all public limited companies.

Name of Directors	Names of other listed companies and category of directorship
Ms. Homai Daruwalla	Rolta India Limited, Independent Director Triveni Engineering And Industries Limited, Independent Director Triveni Turbine Limited, Independent Director Associated Alcohols & Breweries Limited, Independent Director Jaiprakash Associates Limited, Independent Director
Mr. Chayan Bhattacharjee	Nil
Mr. Mahendra Kumar Agrawala	Nil
Mr. Jaysingh Ashar	Nil
Mr. Vinod Sahai	Nil
Mr. Sunilbhai Chhabaria	Nil
Mr. Mineel Mali	Nil
Mr. Subhrarabinda Birabar	Nil

Mr. Mineel Mali was re-appointed as a Whole-Time Director for a period of 3 years with effect from 1st April, 2022 and the shareholders at its Extraordinary General Meeting held on 28th April, 2022 approved his re-appointment.

Mr. Subhrarabinda Birabar has been appointed as additional director w.e.f. 26th November, 2022 in the category of Non-Executive Non-Independent Director.

Mr. Mahendra Kumar Agrawala, whose tenure expired on 30th October, 2023, was re-appointed as an Additional Director in the category of an Independent Director w.e.f. 31st October, 2023. Consequent to his re-appointment as an additional director in the category of an Independent Director w.e.f. 31st October, 2023 at the Board Meeting held on 30th October, 2023, Mr. Agrawala continues as the Chairman of the Audit Committee and Stakeholders' Relationship Committee and as a member of the Nomination & Remuneration Committee and Compensation Committee of the Company.

Late Mr. Chayan Bhattacharjee and Mr. Jaysingh Ashar resigned as the Non-Executive Directors of the Company w.e.f. 26th July, 2022 and 26th November, 2022 respectively.

The Directors express their profound sorrow on sudden and untimely demise of Late Mr. Chayan Bhattacharjee on 30th August, 2023 and place on record their deep sense of appreciation for the invaluable services rendered by him during his tenure as a Non-Executive Director as well as Whole-Time Director of the Company.

None of the Directors are related to each other in any manner.

Report on Corporate Governance
(continued)

Separate Meeting of Independent Directors

The Independent Directors met on 30th March, 2023, to review the performance of Non-Independent Directors and performance of the Board as a whole, taking into account the views of the Directors and also assessment of the quality, quantity and timelines of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Based on the declarations received from the Independent Directors, the Directors confirm that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

Independent Directors As Directors of Unlisted Material Subsidiaries

In terms of Regulation 16(1)(c) of the SEBI Listing Regulations, the unlisted material subsidiaries of the Company as on 31st March, 2023 are given below. In accordance with Regulation 24 of the SEBI Listing Regulations, the following Independent Directors of the Company are also Independent Director on the Board of the unlisted material subsidiaries as on 31st March, 2023:

Name of the material unlisted subsidiaries	Name of the Independent Director
Sidhi Singrauli Road Project Limited	*Mr. Vinod Sahai

*resigned as a Director w.e.f. 17th March, 2023

The minutes of the Board meetings of the unlisted subsidiary companies are placed at the Board meetings of the Company. The management also periodically brings to the attention of the Board of Directors, a statement of significant transactions and arrangements entered into by all the unlisted subsidiary companies of the Company. The Audit Committee of the Company also reviews the financial statements in particular the investments made by the unlisted subsidiaries.

Core Skills / Expertise / Competencies

The Board has identified the following skills / expertise / competencies fundamentals for the effective functioning of the Company and the Directors of the Company who have such skills / expertise / competence:

Core skills / expertise / competencies identified by the Board of Directors as required in the context of its business and sector	Names of Directors who have such skills / expertise / competence
Executive Leadership	Mr. Mineel Mali
Strategic Advisor, Public and Regulatory Policy	Mr. Mahendra Kumar Agrawala, Mr. Vinod Sahai Mr. Mineel Mali and Mr. Subhrarabinda Birabar
Financial Acumen	Ms. Homai Daruwalla, Mr. Mahendra Kumar Agrawala, Mr. Vinod Sahai and Mr. Mineel Mali
Corporate Governance, Risk and Compliance	Ms. Homai Daruwalla, Mr. Mahendra Kumar Agrawala, Mr. Sunilbhai Chhabaria Mr. Mineel Mali and Mr. Subhrarabinda Birabar

Report on Corporate Governance
(continued)

Familiarization Programmes Imparted to Independent Directors

The Company has put in place a familiarization programme for the Independent Directors to familiarize them with their role, rights and responsibilities as Directors, the working of the Company, nature of the industry in which the Company operates, business model, etc. It is also available on the Company's website https://ajrinfra.in/secretarial_infor.html

Performance Evaluation

Pursuant to the provisions of Companies Act, 2013 and SEBI Listing Regulations, the Board has carried out the annual performance evaluation for the Financial Year of the performances of the Directors individually as well as the evaluation of the working of its Board and their Committees.

Performance evaluation of each of the Directors was carried out based on the criteria as laid down by the Nomination & Remuneration Committee. The broad criteria followed for evaluation of performance of the Directors includes aspects such as attendance at the meetings, participation and independence during the meetings, interaction with management, role & accountability, knowledge & proficiency.

Code of Conduct

The code of conduct laid down by the Board of Directors is applicable to all the Directors and Senior Management of the Company. The Code of Conduct is posted on the Company's website www.ajrinfra.in. All the Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct for the year ended 31st March, 2023. A declaration to this effect, duly signed by the Whole-Time Director is annexed hereto.

COMMITTEES OF THE BOARD

1. Audit Committee

The Audit Committee comprises of four members with majority being Independent Directors. The Chairman of the Audit Committee is Independent Director.

Terms of Reference

The role and terms of reference of the Audit Committee covers the matters specified for Audit Committee under Section 177 of the Companies Act, 2013 (as amended from time to time) and Part C of Schedule II of SEBI Listing Regulations which, inter alia, includes overseeing financial reporting process, reviewing periodic financial statements, financial results and auditor's report thereon, reviewing and monitoring the auditor's independence and performance and effectiveness of audit process discussions with Statutory and Internal Auditors. The Audit Committee, inter alia, performs the functions of approving Annual Internal Audit plan, approval of any subsequent modification of transactions of the Company with related parties, scrutiny of inter-corporate loans & investments, management discussion and analysis of financial condition and results of operations, evaluation of internal financial controls, reviewing the functioning of the whistle blower mechanism. In addition, the powers and role of the Audit Committee are as laid down under Part C of Schedule II of SEBI Listing Regulations and Section 177 of the Companies Act, 2013.

As per the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Audit Committee was required to meet four times during the Financial Year. However, during the Financial Year, the Audit Committee met once on 1st September, 2022. Necessary quorum was present at the meeting.

Report on Corporate Governance

(continued)

Composition and Attendance

Sr. No.	Name	Designation	No. of Meetings attended
1	Mr. Mahendra Kumar Agrawala	Chairman	1
2	Ms. Homai Daruwalla	Alternate Chairperson	1
3	Mr. Vinod Sahai	Member	1
4	Mr. Mineel Mali	Member	1

2. Nomination & Remuneration Committee

The Nomination & Remuneration Committee (**"NRC"**) comprises of four members with majority being Independent Directors.

Terms of reference

i) formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

ii) formulating the criteria for evaluation of performance of independent directors and the board of directors;

iii) devising a policy on diversity of board of directors;

iv) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal;

v) whether to extend or continue the term of appointment of the independent director on the basis of the report of performance evaluation of independent directors and

vi) recommending to the board all remuneration, in whatever form, payable to senior management.

During the Financial Year, the NRC met once on 26th November, 2022. Necessary quorum was present at the meeting.

Composition and Attendance

Sr. No.	Name	Designation	No. of Meetings attended
1	Ms. Homai Daruwalla	Chairperson	1
2	Mr. Mahendra Kumar Agrawala	Member	1
3	*Mr. Jaysingh Ashar	Member	1
4	Mr. Sunilbhai Chhabaria	Member	1

*Ceased to be member of the NRC w.e.f. 26th November, 2022 due to his resignation as a Director

Remuneration Policy:

The remuneration of the Whole-Time Director is recommended by the NRC to the Board for approval after considering the relevant factors such as functions, role and responsibilities, comparison with the remuneration paid by peer companies, industry benchmarking, regulatory guidelines as applicable, etc. The Board considers the recommendations of the NRC and approves the remuneration, with or without modifications, subject to shareholders' and regulatory approvals. The remuneration structure comprises salary, allowance, contribution to provident fund and gratuity.

Report on Corporate Governance
(continued)

The Non-Executive Directors do not draw any remuneration from the Company. The Non-Executive Directors are paid sitting fees for their commitment towards attending the meetings of the Board / Committees and commission on the basis of their performance as may be determined by the Board from time to time.

Details of remuneration paid to the Whole-Time Director during the financial year 2022–23 and his shareholding in the Company:

Name and Designation	Period	Salary (₹)	Benefits (₹)	Total (₹)	Total number of shares held
Mr. Mineel Mali, Whole-Time Director	01-04-2022 to 31-03-2023	Nil	Nil	Nil	1,972

Details of payments made to the Non-Executive Directors during the financial year 2022–23 and their shareholding in the Company as on 31st March 2023:

Name of the Non-Executive Directors	Sitting fees (₹)	Total number of shares held
Ms. Homai Daruwalla	3,50,000	541
Mr. Mahendra Kumar Agrawala	3,50,000	Nil
Mr. Jaysingh Ashar	2,50,000	5,405
Mr. Vinod Sahai	2,50,000	Nil
Mr. Sunilbhai Chhabaria	2,50,000	Nil
Mr. Chayan Bhattacharjee	50,000	51,342

3. Stakeholders Relationship Committee

The Stakeholders Relationship Committee (**"SRC"**) comprises of four members with majority being Independent Directors.

Terms of reference

i) resolving the grievances of the security holders of the listed entity including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, general meetings etc.;

ii) reviewing the measures taken for effective exercise of voting rights by shareholders;

iii) reviewing the adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent and

iv) reviewing various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the company.

During the Financial Year, the SRC met once on 30th March, 2023. Necessary quorum was present at the meeting

Composition and Attendance

Sr. No.	Name	Designation	No. of Meetings attended
1	Mr. Mahendra Kumar Agrawala	Chairman	1
2	Ms. Homai A. Daruwalla	Member	1
3	Mr. Vinod Sahai	Member	1
4	Mr. Mineel Mali	Member	1

Report on Corporate Governance
(continued)

During the Financial year, the Company has not received any complaint and no complaint(s) are pending at the end of the Financial Year. The status of complaints received if any, is periodically reported to the Board of Directors.

Pursuant to Regulation 6 of SEBI Listing Regulations, Mr. Kaushal J. Shah, Company Secretary acts as the Compliance Officer and Secretary to the SRC.

4. Compensation Committee

Terms of reference

To administer the "Employee Stock Options Scheme" and related issues.

Composition and Attendance

Sr. No.	Name	Designation
1	Ms. Homai Daruwalla	Chairperson
2	Mr. Mahendra Kumar Agrawala	Member
3	*Mr. Jaysingh Ashar	Member

*Ceased to be member of the Compensation Committee w.e.f. 26th November, 2022 due to his resignation as a Director

No meeting of the Compensation Committee was held during the Financial Year.

5. Risk Management Committee

The Board has constituted Risk Management Committee (**"RMC"**) to monitor and review the risk management plan of the Company.

Composition and Attendance

Sr. No.	Name	Designation
1	Mr. Mineel Mali	Chairman
2	Ms. Homai Daruwalla	Member

No meeting of the RMC was held during the Financial Year.

6. Business Review Committee

The Business Review Committee (**"BRC"**) reviews the implementation and working of projects under development and operation and to decide on the various Public-Private Partnership and allied opportunities that may come up before the Company with special emphasis on:

i) the assessment and minimization of legal and business risk;

ii) consortium partners;

iii) agreement with consortium partners, technology providers and service providers and the costs & terms thereof;

iv) economic benefits and

v) business positioning of the Company.

Report on Corporate Governance
(continued)

Composition and Attendance

Sr. No.	Name	Designation
1	Ms. Homai Daruwalla	Member
2	Mr. Mineel Mali	Member

No meeting of the BRC was held during the Financial Year.

7. Corporate Social Responsibility Committee

Terms of reference

i) to formulate and recommend to the Board of Directors a Corporate Social Responsibility (**"CSR"**) Policy and monitoring the same from time to time;

ii) amount of expenditure to be incurred on the activities pertaining to CSR and

iii) monitoring CSR Projects.

Composition and Attendance

Sr. No.	Name	Designation
1	Mr. Mineel Mali	Chairman
2	Ms. Homai Daruwalla	Member
3	*Mr. Jaysingh Ashar	Member

*Ceased to be member of the CSR Committee w.e.f. 26th November, 2022 due to his resignation as a Director

No meeting of the CSR Committee was held during the financial year.

General Body Meetings

Details of the last three Annual General Meetings (AGMs) are as follows:

AGM	Year	Date	Time	Venue	Special Resolution passed
19th	1st April 2019 to 31st March 2020	30th September 2020	12.00 Noon	Through Video Conferencing / Other Audio Visual Means	a. Appointment of Mr. Chayan Bhattacharjee as a Whole Time Director b. Variation of terms of Appointment of Mr. Kishore Kumar Mohanty as the Managing Director c. Appointment of Mr. Vinod Sahai as an Independent Director
20th	1st April 2020 to 31st March 2021	30th September 2021	3:40 p.m.	Through Video Conferencing / Other Audio Visual Means	Not Applicable
21st	1st April 2021 to 31st March 2022	29th December, 2022	3.40 p.m.	Through Video Conferencing / Other Audio Visual Means	Not Applicable

Report on Corporate Governance
(continued)

Details of the Extraordinary General Meeting is as follows:

Year	Date	Time	Venue	Special Resolution passed
2022	28/04/2022	3.40 pm	Through Video Conferencing / Other Audio Visual Means	a. Re-appointment of Mr. Mineel Mali as a Whole-Time Director for a period of 3 (three) years with effect from 1st April, 2022 b. Sale or otherwise dilution of the Company's investments in Vizag Seaport Private Limited (VSPL), an associate of the Company upto 40.76% of the total paid-up capital of VSPL.
2022	12/08/2022	3.00 pm	Through Video Conferencing / Other Audio Visual Means	a. Sale or otherwise dilution of the Company's investments in Sikkim Hydro Power Ventures Limited (SHPVL), a material wholly-owned subsidiary of the Company upto 100% of the total paid-up capital of SHPVL.

Postal Ballot

During the Financial Year, no approval of the shareholders was taken through the postal ballot. At present there is no proposal for postal ballot. Hence, the procedure for postal ballot is not laid down.

Certificate of Non-Disqualification Of Directors

A certificate has been received from Mr. Veeraraghavan N., Practising Company Secretary, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities And Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.

Disclosures

The Company has complied with all the mandatory requirements as laid down under Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

The Company's policy on "material subsidiary" and policy on dealing with "related party transactions" respectively have been placed on the Company's website and can be accessed through weblink – www.ajrinfra.in.

All mandatory Accounting Standards have been followed in preparation of financial statements and no deviation has been made in following the same.

There have been no materially significant Related Party Transactions that may have potential conflict with the interests of the Company at large. Transactions with related party set out in Notes to Accounts, forming part of the Annual Report.

Report on Corporate Governance
(continued)

The Stock Exchanges had levied fine for non-compliance of certain regulations of SEBI Listing Regulations which had been paid by the Company, details of the same are given below:

Amount of Fine (₹)

Financial Year	The National Stock Exchange of India Limited	BSE Limited
1st April, 2019 to 31st March, 2020	*2,65,000	*2,65,000
1st April, 2020 to 31st March, 2021	**7,29,000	***1,19,000
1st April, 2021 to 31st March, 2022	****5,40,000	****5,40,000
Total	15,34,000	9,24,000

*Includes ₹120,000/- fine levied for non-compliance under Regulation 19 for having only two directors in Nomination & Remuneration Committee from 15th December, 2019 to 12th February, 2020, which was waived off by The National Stock Exchange of India Limited ('NSE') and BSE Limited on Company's application for waiver of the same.

**Includes fines levied on the Company by NSE for the following non-compliances:

- Fine of ₹4,000/- for delay of 2 days in submission of the shareholding pattern for the quarter ended 31st March, 2020 under Regulation 31 of SEBI Listing Regulations and waived off by the NSE vide waiver order dated 13th November, 2020;
- Fine of ₹20,000/- for delay of 4 days in submission of the financial results for the quarter and year ended 31st March, 2020 under Regulation 33 of SEBI Listing Regulations;
- Fine of ₹1,00,000/- for delay of 20 days in submission of the financial results for the quarter ended 30th June, 2020 under Regulation 33 of SEBI Listing Regulations and waived off by the NSE vide waiver order dated 13th April, 2021;
- Fine of ₹4,55,000/- for the period commencing from 1st April, 2020 to 30th June, 2020 for not having six directors on the Board of the Company under Regulation 17(1)(c) of SEBI Listing Regulations; and
- Fine of ₹1,50,000/- for the period commencing from 1st July, 2020 to 30th July, 2020 for not having six directors on the Board of the Company under Regulation 17(1)(c) of SEBI Listing Regulations.

***Includes fines levied on the Company by BSE Limited for the following non-compliances:

- Fine of ₹4,000/- for delay of 2 days in submission of the shareholding pattern for the quarter ended 31st March, 2020 under Regulation 31 of SEBI Listing Regulations and waived off by the BSE vide waiver order dated 23rd December, 2020;
- Fine of ₹15,000/- for delay of 3 days in submission of the financial results for the quarter and year ended 31st March, 2020 under Regulation 33 of SEBI Listing Regulations;
- Fine of ₹1,00,000/- for delay of 20 days in submission of the financial results for the quarter ended 30th June, 2020 under Regulation 33 of SEBI Listing Regulations and waived off by the BSE vide email dated 1st December, 2021.

****Includes fines levied on the Company by BSE Limited for the following non-compliances:

- Fine of ₹70,000/- for delay of 14 days in submission of the financial results for the quarter ended 31st December, 2021 under Regulation 33 of SEBI Listing Regulations;
- Fine of ₹4,70,000/- for delay of 94 days in submission of the financial results for the quarter and financial year ended 31st March, 2022 under Regulation 33 of SEBI Listing Regulations.

Save as mentioned above no other penalties / strictures have been imposed on the Company by SEBI or any other statutory authority on any matter related to capital markets during the last 3 (three) years.

The Company has adopted the Whistle Blower Policy in accordance with the provisions of the SEBI Listing Regulations and applicable law in this behalf for reporting concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. No personnel have been denied access to the Audit Committee.

Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity: N.A.

Total Fees Paid To Statutory Auditors

M/s. Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No. 106971W) are the Statutory Auditors of the Company. The particulars of payment of fees to the Statutory Auditors' on consolidated basis is given below:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Audit fee including limited review fee	18.50	18.50
Certifications & other services		-
Reimbursement of expenses		-
Total	**18.50**	**18.50**

Report on Corporate Governance

(continued)

Disclosures Related To The Sexual Harassment of Women At Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the Financial Year, the Company has not received any complaints relating to sexual harassment of women under The Sexual Harassment of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013.

CEO / CFO Certification

Certification on financial statements pursuant to Regulation 17(8) of the SEBI Listing Regulations has been obtained from the Whole-Time Director and Chief Financial Officer.

Prevention of Insider Trading Code

The Company has adopted a Code of Conduct to regulate, monitor and report trading by insiders and code of practices and procedures for fair disclosures of unpublished price sensitive information in terms of Regulations 8(1), 9(1) and 9(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015. All the Directors, employees at senior management level and other employees who could have access to unpublished price sensitive information of the Company are governed by this Code.

Means of Communication

The quarterly, half-yearly and annual results are published in the newspapers. During the Financial Year, the Company had published the results in Business Standard (Mumbai, Delhi & Kolkata editions) and Free Press Journal (English) and Nav Shakti times (Marathi). The said results are also displayed on the Company's website at www.ajrinfra.in. Press releases made by the Company are informed to the Stock Exchanges and are also uploaded on the website of the Company.

General Shareholder Information

Annual General Meeting Day, Date, Time	**Friday, 29th December, 2023 at 3:30 p.m.**
Financial Calendar Quarterly results will be declared as per the following tentative schedule	
First quarterly results Second quarterly results Third quarterly results Year ending March, 2023	On or before August 14, 2023 On or before November 14, 2023 On or before February 14, 2024 On or before May 30, 2024
Dividend Payment Date	The Company has not recommended any dividend for the financial year
Dividend Payment Date	The Company has not recommended any dividend for the financial year
Registered Office and CIN	3rd Floor, 3/8, Hamilton House, J.N. Heradia Marg, Ballard Estate, Mumbai-400038 CIN: L45203MH2001PLC131728
Phone, Fax, E-mail	Phone (022) 67487200; Fax (022) 67487201 E-mail: compliances@ajrinfra.in Website: www.ajrinfra.in
Plant Location	None

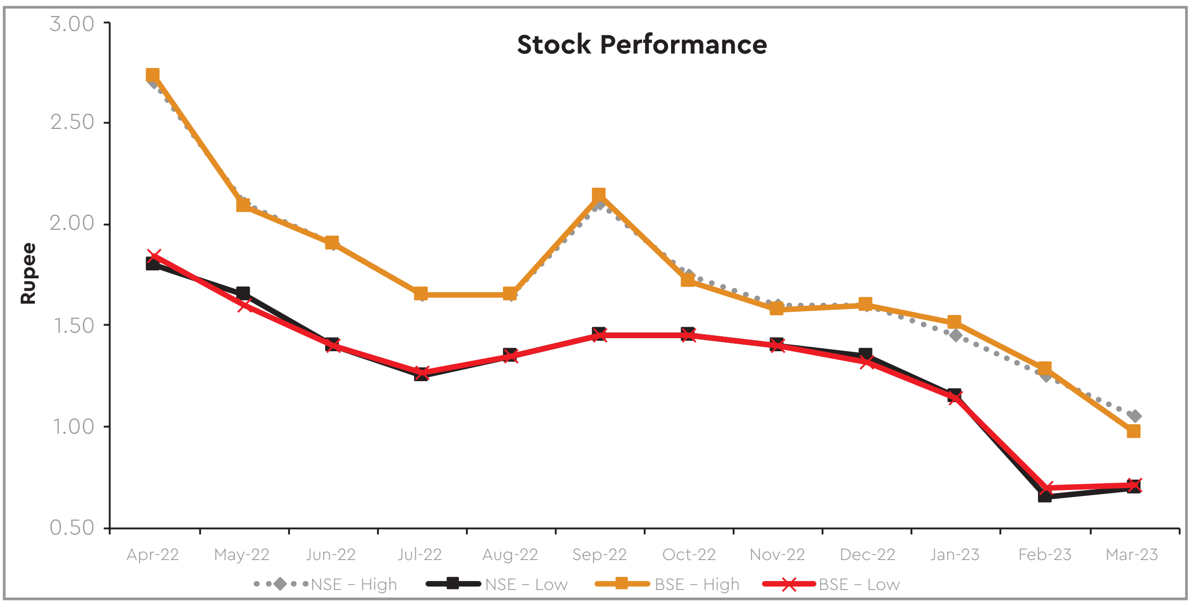
Report on Corporate Governance
(continued)

Registrar and Share Transfer Agents	Link Intime India Private Limited C-101, 247, Lal Bahadur Shastri Marg Gandhi Nagar, Vikhroli West Mumbai – 400 083
Listing on the Stock Exchanges	The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) The Annual listing fees have been paid to both the Stock Exchanges. Scrip Code on BSE: 532959 and Company Symbol on NSE: AJRINFRA
ISIN	INE181G01025

Stock market price data for the period: 01.04.2022 to 31.03.2023

Month	**National Stock Exchange of India Ltd**		**BSE Limited**	
	NSE – High	**NSE – Low**	**BSE – High**	**BSE – Low**
Apr-22	2.70	1.80	2.73	1.84
May-22	2.10	1.65	2.09	1.60
Jun-22	1.90	1.40	1.90	1.40
Jul-22	1.65	1.25	1.65	1.27
Aug-22	1.65	1.35	1.65	1.35
Sep-22	2.10	1.45	2.14	1.45
Oct-22	1.75	1.45	1.72	1.45
Nov-22	1.60	1.40	1.58	1.40
Dec-22	1.60	1.35	1.60	1.32
Jan-23	1.45	1.15	1.51	1.14
Feb-23	1.25	0.65	1.28	0.70
Mar-23	1.05	0.70	0.97	0.71

AJRINFRA Comparative High Low price on NSE & BSE – Graph

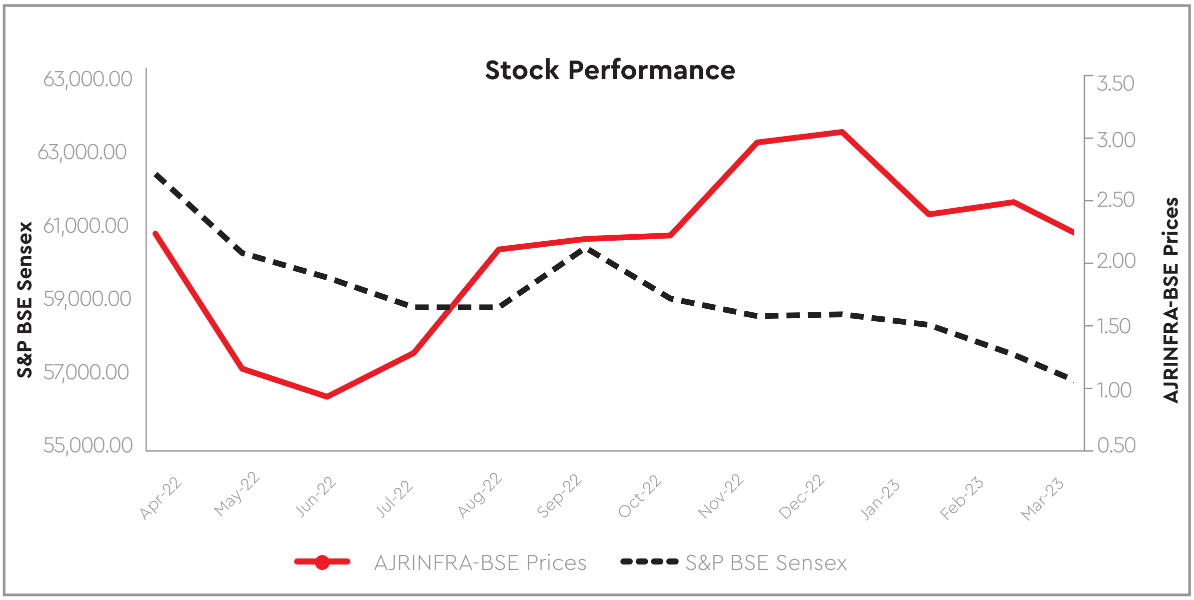


Report on Corporate Governance
(continued)

Share Price Performance in comparison to S&P BSE Sensex

Month – Year	AJRINFRA – BSE Prices	S&P BSE Sensex
Apr-22	2.73	60,845.10
May-22	2.09	57,184.21
Jun-22	1.90	56,432.65
Jul-22	1.65	57,619.27
Aug-22	1.65	60,411.20
Sep-22	2.14	60,676.12
Oct-22	1.72	60,786.70
Nov-22	1.58	63,303.01
Dec-22	1.60	63,583.07
Jan-23	1.51	61,343.96
Feb-23	1.28	61,682.25
Mar-23	0.97	60,498.48

Graph



Share Transfer System

The Stakeholders Relationship Committee looks after the share transfer system and other related issues with the assistance from the Registrar and Share Transfer Agent.

Report on Corporate Governance
(continued)

Distribution of Shareholding as on 31st March, 2023

No. of Equity Shares	Shareholders		No. of Shares	% of Total
	Number	% to Total		
1- 500	62295	50.4609	10356183	1.0996
501 – 1000	20089	16.2727	16963376	1.8011
1001 – 2000	13684	11.0845	21634055	2.2970
2001 – 3000	6502	5.2668	16946929	1.7994
3001 – 4000	2929	2.3726	10683794	1.1344
4001 – 5000	4245	3.4386	20659933	2.1936
5001 – 10000	6497	5.2628	52226457	5.5452
10001 and above	7211	5.8411	792359997	84.1298
Total	**123452**	**100.000**	**941830724**	**100.000**

Shareholding Pattern as on March 31, 2023

Category	Number of Shares Held	% of capital
A) Promoter's Holding		
1. Indian		
Individual/HUF	Nil	Nil
Central/State Government	Nil	Nil
Bodies Corporate	193999800	20.60
Financial Institutions/Banks	Nil	Nil
Any Other	Nil	Nil
2. Foreign Promoters		
Individual	Nil	Nil
Bodies Corporate	Nil	Nil
Institutions	Nil	Nil
Any Other	Nil	Nil
Sub – Total (A) (1+2)	**193999800**	**20.60**
B) Public Holding		
1. Institutions		
Mutual Funds and UTI	Nil	Nil
Banks/ Financial Institutions	67585734	7.18
Insurance Companies (Central / State Government Institutions / Non – Government Institutions)	Nil	Nil
Foreign Portfolio Investor	96125295	10.21
Venture Capital Funds	Nil	Nil
Sub – Total (B)(1)	**163711029**	**17.39**

Report on Corporate Governance
(continued)

Category	Number of Shares Held	% of capital
2. Non Institutions		
Bodies Corporate	101556007	10.78
Individuals		
i. Individual Shareholders holding nominal share capital up to ₹ 2 Lakh	319255243	33.90
ii Individual Shareholders holding nominal share capital in excess of ₹ 2 Lakh	130787196	13.89
Any other:		
i NRIs / OCBs / Foreign Nationals	14723690	1.56
ii Directors & Relatives	3054	0.01
iii Clearing Member	83756	0.00
iv Office Bearers	2254162	0.23
v Body Corporates/LLPs	67148	Nil
vi Hindu Undivided Family	15384739	1.63
vii NBFCs registered with RBI	1900	0.00
viii Central Government	3000	0.00
Sub – Total (B) (2)	**584121410**	**62.01**
Sub – Total (B) (1+2)	**747832439**	**79.40**
Shares held by Custodians and against which Depository Receipts have been received	Nil	Nil
GRAND TOTAL	**941830724**	**100.00**

Dematerialization of Shares

The break- up of Company's shares in physical / dematerialized form as on 31st March, 2023 is as under:

Particulars	No. of Equity Shares	% to Share Capital
Electronic	941828243	99.99972
Physical	2481	0.00028
Total	**941830724**	**100.00**

The free float of the Company as on 31st March, 2023 is 79.40%.

Report on Corporate Governance
(continued)

Disclosures with respect to the Demat Suspense Account / Unclaimed Suspense Account

In accordance with the requirement of Regulation 34 (3) and Part F of Schedule V of SEBI Listing Regulations, the Company reports the following details in respect of equity shares lying in the suspense account:

Sr. No.	Particulars	Cases	No. of Shares
1	Aggregate number of shareholders and the outstanding shares lying in the unclaimed suspense account as on 01.04.2022	22	19,455
2	Number of shareholders who approached for transfer of shares from unclaimed suspense account during the year	-	-
3	Number of shareholders to whom shares were transferred from Unclaimed suspense account during the year	-	-
4	Aggregate number of shareholders and the outstanding shares lying in the unclaimed suspense account as on 31.03.2023	22	19,455

Address for Correspondence

All inquiries, clarifications and correspondence should be addressed to the Compliance Officer at the following address:

Mr. Kaushal Shah
Company Secretary & Compliance Officer
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)
3rd Floor, 3/8, Hamilton House, J. N. Heradia Marg,
Ballard Estate, Mumbai – 400038
Telephone: 022–67487200
The Company has following separate email ID for Investor's grievances: compliances@ajrinfra.in

Compliance with Mandatory / Non-Mandatory Requirements

The Company has complied with all the mandatory requirements of corporate governance specified in SEBI Listing Regulations. The Board has taken cognizance of the discretionary requirements as specified in Part E of Schedule II to the SEBI Listing Regulations and are being reviewed from time to time.

Place: Mumbai
Date: October 30, 2023

Declaration

This is to affirm that the Board of Directors of AJR INFRA AND TOLLING LIMITED (formerly Gammon Infrastructure Projects Limited) has adopted a Code of Conduct for its Directors and Senior Management Personnel in compliance with the provisions of Regulation 26 of SEBI (Listing Obligations And Disclosure Requirement) Regulations, 2015 and the Board of Directors and Senior Management Personnel of the Company have confirmed the compliance of provisions of the said Code for the financial year ended 31st March, 2023.

Mineel Mali
Whole-Time Director

Place: Mumbai
Date: October 30, 2023

Report on Corporate Governance
(continued)

Veeraraghavan.N
Practising Company Secretary

11 – H – 304, Neelam Nagar,
Phase-2,
Mulund East, Mumbai – 400081
Mob: 9821528844
Email: nvr54@ymail.com

Certificate under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members of
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)
(CIN: L45203MH2001PLC131728)

Based on my scrutiny of the records, documents and information provided by AJR INFRA AND TOLLING LIMITED (formerly Gammon Infrastructure Projects Limited) (the '**Company**'), CIN: **L45203MH2001PLC13172**8, having its Registered Office at 3rd Floor, Plot No. 3/8, Hamilton House, J. N. Heradia Marg, Ballard Estate, Mumbai – 400038, for verification and disclosures and declarations given by the Directors to the Company under applicable statutes and also based on the verification of facts regarding the Board of Directors of the Company, available in the public domain, I hereby certify that, as on date of this Certificate, none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies either by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any such statutory authority.

Veeraraghavan N.
ACS No: 6911
CP No : 4334
UDIN:A006911E001554457

Place: Mumbai
Date: October 31, 2023

Report on Corporate Governance
(continued)

Veeraraghavan.N
Practising Company Secretary

11- H – 304, Neelam Nagar,
Phase-2
Mulund East, Mumbai – 400081
Mob: 9821528844
Email: nvr54@ymail.com

CERTIFICATE FROM THE PRACTISING COMPANY SECRETARY REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members of
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)
(CIN: L45203MH2001PLC131728)

I have examined the compliance of conditions of Corporate Governance by AJR INFRA AND TOLLING LIMITED (formerly Gammon Infrastructure Projects Limited) for the financial year ended 31st March 2023 as stipulated in Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015 ('the **Regulations**').

The Compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the Regulations.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Veeraraghavan N.
ACS No: 6911
CP No : 4334
UDIN:A006911E001554371

Place: Mumbai
Date: October 31, 2023

Independent Auditor's Report

Report on the Audit of the Standalone Financial Statements

To,
The Members of
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)

Qualified Opinion

We have audited the Standalone Financial Statements of AJR Infra and Tolling Limited (Formerly known as Gammon Infrastructure Projects Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and 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 (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the loss (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

a) Attention is invited to Note 27 (a) of the Financial Statement, relating to the Project in the SPV; Indira Container Terminal Pvt Ltd. There exists material uncertainty relating to the future of the Project where the exposure of the Company in the SPV/project is ₹ 13,249.48 lacs (funded and non-funded). 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 facility is marked as NPA by the Lenders. The SPV and MbPT have initiated arbitration proceedings which are in progress. The MBPT has requested for conciliation proceedings which are also under active discussions. Also, the lead Bank has approached NCLT Mumbai Bench against its outstanding dues and submitted its application under Insolvency and Bankruptcy code, 2016. After seeking extension, the SPV has filed its reply and the matter is listed for the next hearing on November 7, 2023. Pending conclusion of matters of material uncertainty related to the Project ,decision of the OTS by the lenders not being concluded and the outcome of NCLT matter, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.

b) Attention is invited to Note 30 (a) of the Statement in respect of PHPL where the CIRP proceedings had been initiated. NCLT has approved the resolution plan vide order dated May 10,2022 submitted by Resolution Professional and as per the NCLT Order no surplus is available to the Company.

   The Company lost the appeal in front of the NCLAT and has filed an appeal in Supreme court against the NCLAT order and expects favourable outcome on the matter.

   Pending the outcome, no impairment has been done by the Management against the funded exposure. On accounts of the facts stated above, there is possible impairment towards the exposure of the company in the SPV of ₹1,40,318.70 lacs unless the Management receives a favorable order in its appeal before the Supreme Court.

c) Attention is invited to Note 27 (f) of the Financial Statement, relating to power project where the operation of the project is under constraints as detailed in the note. The SPV has also invoked the arbitration against the Karkhana and the Karkhana has approached Debt Recovery Tribunal (DRT). Based on the submission of Karkhana that the Plant was possessed and run by Karkhana, the tribunal ordered to maintain status quo. The Company is in the process of filling its response at DRT. Also, the SPV's credit facilities are marked as Non-

Independent Auditor's Report
(continued)

Performing Assets. Pending the outcome of the legal proceedings and in the absence of resolution of financial and operational constraint under the project, we are unable to comment whether any provision is required towards possible impairment towards the exposure of the project. The Audit Report of SPV contains disclaimer of opinion for illegal occupancy of the factory by Karkhana and that the access to facility and records and transactions for the period from January 1, 2022 to March 31, 2023 are not available with the Company. The Company on a prudent basis has provided for the entire funded exposure amounting to ₹ 10,700.04 lacs. Total non-funded exposure outstanding as at March 31, 2023 is ₹ 19,167.00 lacs.

d) We invite attention to Note 29 of the Financial Statement, wherein during the earlier year, Western Coalfields Limited (WCF) had encashed Bank Guarantee amounting ₹ 1,514.01 lacs given in favour of Aparna Infraenergy India Private Limited (one of the SPV's sold to BIF India Holding Pte Ltd on February 29, 2016). Subsequent to encashment the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown guarantee encashment amount as receivable from Western Coal Fields.

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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India 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 on the Standalone Financial Statements.

Material Uncertainty relating to Going Concern

We invite attention to Note 28 of the Financial Statement relating to material uncertainty relating to going concern. The Company's current liabilities exceeded current assets significantly and are at ₹ 142,468.05 lacs. There is a continuing mismatch including defaults in payment of its financial obligations to its subsidiary Company. The liquidity crunch is affecting the Company's operation with increasing severity. We also invite attention to note 27 of the Statement wherein status of various SPV projects which are stressed due to delay in completion, cost overrun, liquidity crunch and have legal issues, arbitration proceedings or negotiations. The future of these projects as also the successful progress and completion depends on favourable decisions on outstanding litigations being received by the Management. The resolutions planned by the Management are pending since a long time and are not concluding in favour of the Company. These conditions indicate the existence of Material Uncertainty which may impact the Company's ability to continue as a going concern. Our report is not qualified on this matter.

Emphasis of Matter

Without qualifying our opinion, we draw attention to the following matters;

a) We invite attention to Note 27 (c) of the Financial Statement, regarding unilateral termination and closure of Concession in a bridge project, which is subject to pending litigations / arbitrations at various forums, which may impact the carrying values of investments and loans and advances given to the subsidiary. The Company's funded exposure towards the said project is ₹ 2,354.26 lacs. Pending conclusion on these legal matters, no adjustments have been made in the financial statements.

b) We invite attention to Note 27 (d) of the Financial Statement, in relation to intention to exit one of the hydro power projects at Himachal Pradesh and seeking a claim of an amount against the amount

Independent Auditor's Report

(continued)

spent on the Project. The Company's subsidiary has cited reasons for non-continuance on account of reasons beyond its control. Pursuant to the completion of Arbitration vide order dated 23rd January 2023, the SPV's share of the arbitration proceeds is adequate to cover the exposure and therefore no adjustments are required towards the exposure of ₹ 7137.95 lacs.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

Apart from what is mentioned in our paragraph titled Basis of Qualified Opinion, paragraph titled Material Uncertainty related to Going Concern and Emphasis of Matter there are no other matters described to be the key audit matters to be communicated in our report.

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

The Company's Board of Directors is responsible for the Other Information. The other information comprises the information included in the Company's Annual Report but does not include the Standalone and Consolidated Financial Statements and our Independent Auditors' Report thereon. The Annual report is expected to be made available to us after the date of this 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.

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.

The Other Information has not been made available to us till the date of this report. We will read the Other Information as and when it is made available to us and if conclude that there is a material misstatement, we are required to communicate the matter with those charged with governance and take necessary steps as may be required thereafter.

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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Independent Auditor's Report
(continued)

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.

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 standalone 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 standalone financial statements.

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

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

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

Independent Auditor's Report

(continued)

Key Audit Matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

The Standalone financial statements for the comparative period i.e., year ended March 31,2022 included in the enclosed Standalone Financial Statement, are based on the financial statements for the year ended March 31, 2022, which were audited by the predecessor auditor M/s. Nayan Parikh & Co., Chartered Accountants, vide their modified report dated September 1, 2022.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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 effects of the matter described in Basis of Qualified Opinion paragraph, 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 effects of the matter described in Basis of Qualified Opinion paragraph, 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 paragraphs under the Basis for Qualified Opinion and the Material Uncertainty related to Going Concern paragraph, in our opinion, may have an adverse effect on the functioning of the Company.

   f) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

   g) With respect to the adequacy of the internal financial with reference to financial statements 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 with reference to financial statements.

   h) 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 remuneration paid by the Company to its directors during the year.

   i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and

Independent Auditor's Report
(continued)

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 its standalone financial statements – Refer Note 26 to the standalone 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 required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the note no 3.4(c) to the financial statement, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity(ies), including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

c) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv) and (v) above contain any material misstatement.

v. No dividend is paid or declared during the year by the Company.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

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

Nuzhat Khan
Partner
M. No. 124960
Mumbai, Dated: October 23, 2023
UDIN: 23124960BGVGFW6525

Annexure A

(Referred to in para 1 under 'Report on Other Legal and Regulatory requirement' section of our report to the Members of AJR Infra and Tolling Limited of even date).

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we state that:

i. a) (A) The Company has generally maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment. There is no right of use asset with the Company.

(B) The company does not have any intangible asset therefore clause 3(i)(a)(B) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

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

c) There are no immovable properties forming part of Property, Plant and Equipment schedule and therefore clause 3(i)(c) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

e) On the basis of information and explanation given, no proceedings have been initiated or

ii. a) As the Company does not hold any inventory during the year hence Clause 3(ii)(a) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

b) The Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets hence Clause 3(ii)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

iii. a) The Company has made investments in companies, firms, Limited Liability Partnerships. The Company has also provided guarantee or security or granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties details of which are given hereunder:

(₹ in Lacs)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted during the year	-	-	3746.94	243.75
- Subsidiaries	-	-	3746.94	243.54
- Joint Ventures	-	-	-	0.22
- Associates	-	-	-	-
- Others	-	-	-	-
Balance outstanding	2,39,200.10	-	7566.00	3003.19
- Subsidiaries	-	-	-	25.39
- Joint Ventures	-	-	-	47.16
- Associates	-	-	-	-
- Others				

Annexure A
(continued)

b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.

c) In respect of the loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest have not been stipulated.

d) In the absence of stipulation of repayment schedule, we are unable to comment if any amount is overdue for more than ninety days.

e) Since there are no stipulation for repayment, we are of the opinion that no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, except as under:

(₹ in Lacs)

Particulars	All Parties	Promoters	Related Parties
Aggregate amount of loans/ advances in nature of loans - Repayable on demand ....(A)	10,641.74	-	10,641.74
- Agreement does not specify any terms or period of repayment ....(B)	-	-	-
Total (A+B)	**10,641.74**	**-**	**10,641.74**
Percentage of loans/ advances in nature of loans to the total loans	**100%**	**-**	**100%**

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 of loans given, investment made, guarantees and security given.

v. The Company has not accepted deposits from the public or amounts that are deemed to be deposits 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. As informed to us, the maintenance of the cost records under the sub-section (1) of section 148 of the Companies Act, 2013 has been prescribed and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, carried out a detailed examination of the records to ascertain whether they are accurate or complete.

vii. a) The Company has been generally regular in depositing undisputed statutory dues including Goods and Services Act, Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues to the appropriate authorities during the year.

No undisputed amount payable in respect of the aforesaid dues were outstanding as at March 31, 2023 for a period of more than six months from the date they became payable .

(b) No statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute except in case Income Taxes as given below;

Annexure A
(continued)

(₹ in Lacs)

Nature of Dues	Demand amount	Payment made / Refund Adjusted	Net Balance	Period to which the amount relates	Forum where dispute is pending
Demand u/s 153A	484.81	430.81	54.00	2007–08	ITAT
	580.42	497.40	83.02	2008–09	
	657.68	529.19	128.49	2009–10	
	706.05	86.49	619.56	2010–11	
	1,242.46	102.02	1,140.44	2011–12	
Demand u/s 143(3)	465.66	253.92	211.74	2012–13	ITAT
	24.04	24.04	–	2015–16	Commissioner of Income-Tax (Appeals)
	1,853.22	–	1,853.22	2016–17	
	169.80	–	169.80	2017–18	
	5.27	–	5.27	2018–19	
	0.76	0.76	–	2019–20	
Total	**6,190.16**	**1,924.63**	**4,265.53**		

viii. No transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender except for continuing default in payment of interest of ₹ 6.69 lacs on short term borrowing, due date of payment of such interest is March 31, 2023.

b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c) The Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

d) On an overall examination of the financial statements of the company, we report that the Company has not raised fresh funds on short-term basis which is applied for long-term purposes.

e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) The company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Details of the same is as follows.

(₹ in Lacs)

Nature of Loan taken	Name of Lender	Amount of Loan (₹ in lacs)	Name of Subsidiary	Details of Security pledge
Intercorporate Deposit	Ambica Capital Markets Limited	4500.00	Indira Containers Terminal Private Limited	3,22,51,680 shares
			Youngthang Ventures Private limited	1,44,49,994 shares

x. a) The company has not raised any money by way of initial public offer / further public offer (including debt instruments) during the year

Annexure A
(continued)

b) The Company has not made any preferential allotment or private placement of shares or convertible debentures fully or partly or optionally during the year under audit.

xi. a) No fraud by the Company or any fraud on the Company has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government and hence clause 3(xi)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the company.

c) No whistle-blower complaints have been received during the year by the company.

xii. The Company is not a Nidhi Company and hence clauses 3(xii)(a), 3(xii) (b) and 3(xii)(c) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

xiii. All transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 in so far as our examination of the proceedings of the meetings of the Audit Committee and Board of Directors are concerned. The details of related party transactions have been disclosed in the Financial Statements as required by the applicable Accounting Standards.

xiv. a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of it business.

b) We have considered the internal audit reports of the company issued till date, for the period under audit.

xv. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors.

xiv. a) 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 and hence sub-clause 3(xvi)(a), 3(xvi)(b) and 3(xvi)(c) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.

d) The Group does not have any CICs as part of the Group.

xvii. On an examination of the Statement of Profit and Loss account, we are of the opinion that the Company has incurred cash losses amounting to ₹ 919.78 lacs in the current financial year and ₹ 558.28 lacs in the immediate previous financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly clause (3)(xviii) Companies (Auditors Report) Order 2020 is not applicable to the Company.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions and also our paragraph on material uncertainty relating to going concern casting significant doubts, we are of the opinion that there exists material uncertainties in the management assumptions relating to the company's capability of meeting the financial liabilities existing as at the Balance sheet date as and when they fall due within next 12 months which casts significant doubts on the management ability to meet the liabilities as and when they fall due.

xx. The Company is not required to spend towards Corporate Social Responsibility (CSR) for the year and hence sub-clauses (3)(xx)(a) and 3(xx)(b) of The Companies (Auditors Report) Order 2020 is not applicable to the Company.

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

Nuzhat Khan
Partner
M. No. – 124960
Mumbai, Dated: October 23, 2023
UDIN: 23124960BGVGFW6525

Annexure B

to the Auditors' Report

(Referred to in para 2(f) under 'Report on Other Legal and Regulatory requirement' section of our report to the Members of AJR Infra and Tolling Limited of even date).

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 Standalone Financial Statements of AJR Infra and Tolling Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the Standalone Financial Statement 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 Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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 Standalone Financial Statements included obtaining an understanding of internal financial controls with reference 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

Annexure B
(continued)

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 standalone Financial Statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, 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. 124960

Nuzhat Khan
Partner
M. No. 124060
Mumbai, Dated: October 23, 2023
UDIN: 23124960BGVGFW6525

Standalone Balance Sheet

as at 31st March, 2023

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2023	As at March 31, 2022
ASSETS			
1. Non-Current Assets			
(a) Property, Plant and Equipment	2	7.33	9.08
(b) Financial Assets	3		
i) Investments in Subsidiaries , Joint Ventures and Associates	3.1	44,311.01	89,831.95
ii) Trade receivables	3.2	213.46	213.46
iii) Loans	3.4	3,700.00	3,484.92
iv) Other Financial Assets	3.5	2,602.84	80,565.30
(c) Deferred Tax Asset, Net	4	–	–
(d) Other non current assets	5	4,552.51	4,542.08
		55,387.15	**178,646.79**
2. Current Assets			
(a) Financial Assets	3		
i) Investments in Subsidiaries , Joint Ventures and Associates	3.1	–	–
ii) Other Investments	3.1	5,432.58	5,183.15
iii) Trade receivables	3.2	310.94	310.94
iv) Cash and cash equivalents	3.3	148.39	58.31
v) Bank balances	3.3	11.39	10.81
vi) Loans	3.4	–	–
vii) Others Financial Assets	3.5	2,638.64	4,614.51
(b) Other current assets	5	304.45	284.70
		8,846.39	**10,462.42**
Total Assets		**64,233.54**	**189,109.21**
EQUITY AND LIABILITIES			
1. Equity			
(a) Equity Share capital	6	18,917.64	18,917.64
(b) Other Equity	7	(117,122.32)	10,816.49
		(98,204.68)	**29,734.13**
2. Non-Current Liabilities			
(a) Financial Liabilities	8		
i) Borrowings	8.1	4,500.00	–
ii) Other financial liabilities	8.2	3,832.77	3,832.77
(b) Provisions	9	8.93	9.00
(c) Deferred Tax Liability, Net	4	318.82	256.10
(d) Other Non-current liabilities	10	2,463.26	3,138.35
		11,123.78	**7,236.22**
3. Current Liabilities			
(a) Financial Liabilities	8		
i) Borrowings	11	9,428.30	10,930.59
ii) Trade payables			
Total outstanding dues of Micro & Small Enterprise		–	–
Total outstanding dues of creditors other than Micro & Small Enterprise	12	1,995.99	2,054.74
(iii) Other financial liabilities	8.2	123,112.84	122,410.41
(b) Provisions	9	1,955.87	2,069.33
(c) Current tax liability	13	–	–
(d) Other current liabilities	10	14,821.44	14,673.79
		151,314.44	**152,138.86**
TOTAL EQUITY AND LIABILITIES		**64,233.54**	**189,109.21**

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Place : Mumbai
Date : October 23, 2023

Standalone Statement of Profit & Loss

for the year ended 31st March, 2023

(₹ in Lakhs)

	Particulars	Note No.	For the year ended March 31, 2023	As at March 31, 2022
i	**Revenue from Operations**	14	–	–
ii	**Other Income**	15	1,341.15	2,676.75
iii	**Total Income (I +II)**		**1,341.15**	**2,676.75**
iv	**Expenses:**			
	Construction expenses		–	–
	Employee benefit expenses	17	71.91	52.32
	Finance Costs	18	774.44	6.94
	Depreciation & amortization	19	2.68	5.23
	Other expenses	20	494.13	968.94
	Total Expenses		**1,343.16**	**1,033.43**
v	**Profit before exceptional Item and tax (iv-iii)**		(2.01)	1,643.31
vi	**Exceptional Items – Income / (Expense)**		(127,874.91)	(57,265.14)
vii	**Profit before tax**		**(127,876.92)**	**(55,621.82)**
viii	**Tax expenses**	21	62.75	53.18
	Current Tax		–	–
	Taxation for earlier years		–	–
	Deferred Tax Liability / (asset)		62.75	53.18
	Profit for the period (XIV+XI)			
ix	**Profit for the period**		**(127,939.67)**	**(55,675.00)**
	Other Comprehensive Income			
	Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of defined benefit plans		0.86	1.21
	Tax effect thereon			
x	**Other Comprehensive Income for the period, net of tax**		0.86	1.21
xi	**Total comprehensive income for the period**		**(127,938.81)**	**(55,673.79)**
	Earnings per equity share			
	Earnings per equity share [nominal value of share [₹ 2/-]	22		
	Basic		(13.58)	(5.91)
	Diluted		(13.58)	(5.91)

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

Place : Mumbai
Date : October 23, 2023

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

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Whole-Time Director
DIN No.:06641595

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Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Standalone Statements Of Cash Flow

for the year ended 31st March, 2023

(₹ in Lakhs)

	Particulars	For the year ended March 31, 2023	As at March 31, 2022
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit /(loss) before tax	**(127,876.92)**	**(55,621.82)**
	Adjustments:		
	Depreciation & amortization	2.68	5.23
	Guarantee Commission	(580.91)	(604.39)
	Interest received on FD & Banks	(104.71)	(104.69)
	W/back on account of one time settlement (OTS)	–	(1,401.45)
	Profit on sale of current investment	–	(1.43)
	Loss on Sale of investement	–	483.11
	Net gain on financial asset through FVTPL	(249.42)	(168.95)
	Write back of provision	(214.40)	(329.79)
	Sundry Balances W/back	(77.97)	(66.05)
	Interest Expenses	774.39	6.93
	Property Plant Equipment Written off	–	3.62
	Provision for doubtful advance	101.62	3.06
	Exceptional Item	127,874.91	57,265.14
	Sundry balances written off	0.77	77.30
	Operating cash flows before working capital changes and other assets	**(349.96)**	**(454.18)**
	Decrease/ (increase) in financial Assets	564.30	1,089.63
	Decrease/ (increase) in Other assets	(19.75)	(52.18)
	(Decrease) / increase in financial liabilities	438.20	(129.50)
	(Decrease) / increase in Non- financial liabilities	53.57	(3.83)
	(Decrease) / increase in provisions	(114.39)	(17.04)
	Cash generated from operations	571.97	432.90
	Income taxes refund / (paid), net	**(10.43)**	**(7.85)**
	Net cash generated from in operating activities	**561.54**	**425.05**
B	CASH FLOWS FROM INVESTING ACTIVITIES		
	Proceeds from Sale of Mutual Funds	–	50.00
	Movement in Other Bank Balance	(88.35)	(73.09)
	Quasi Equity Given	(420.40)	–
	Refund of Quasi Equity	66.00	–
	Sale of Non current investment	–	2,640.00
	Purchase of Fixed Assets	(0.92)	(0.59)
	Intercorporate loan Given	(3,715.00)	(1,129.00)
	Intercorporate loan Received Back	1,055.44	427.00
	Interest received	124.76	81.28
		(2,978.47)	**1,995.60**
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Receipt from Long Term Borrowing	4,500.00	–
	Repayment of Short term borrowings	(1,502.29)	(2,484.00)
	Interest paid	(490.87)	(6.72)
	Net cash used in financing activities	**2,506.84**	**(2,490.72)**
	Net increase / decrease in cash and cash equivalents	89.91	(70.08)
	Cash and cash equivalents at the beginning of the period	69.87	139.94
	Cash and cash equivalents at the end of the period	159.78	69.87
		89.91	**(70.07)**

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

Place : Mumbai
Date : October 23, 2023

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Standalone Statement Changes in Equity

for the year ended 31st March, 2023

A Equity

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	₹ in lacs	Number of Shares	₹ in lacs
Equity shares of INR 2 each issued, subscribed and fully paid				
Balance at the beginning of the reporting period	941,830,724	18,836.61	941,830,724	18,836.61
Changes due to prior period errors	–	–	–	–
Restated balance at the beginning of the current reporting period	**941,830,724**	**18,836.61**	**941,830,724**	**18,836.61**
Changes in equity share capital during the year	–	–	–	–
Balance at the end of Reporting period	**941,830,724**	**18,836.61**	**941,830,724**	**18,836.61**

B Other Equity

(₹ in Lakhs)

Particulars	Reserves and Surplus				
	Retained Earnings	General Reserve	Securities Premium	Employee Stock Option Outstanding	Total
Opening balance	10,085.33	23.96	56,369.47	11.52	**66,490.28**
Changes during the current year	(55,675.00)	–	–	–	**(55,675.00)**
Remeasurment of defined benefit plans	1.21	–	–	–	**1.21**
Balance at the end of year ended 31 March 2022	**(45,588.46)**	**23.96**	**56,369.47**	**11.52**	**10,816.49**
Changes during the current year	(127,939.67)	–	–	–	**(127,939.67)**
Remeasurment of defined benefit plans	0.86	–	–	–	**0.86**
ESOP transfer to Retained Earning*	11.52			(11.52)	**-**
Balance at the end of year ended 31 March 2023	**(173,515.75)**	**23.96**	**56,369.47**	**-**	**(117,122.32)**

* Since the excercise period as per the ESOP Scheme " ESOP 2013" is completed as on the date of balance sheet, the balance lying in the Esop Stock Option Outstanding is transferred to Retained Earning and the disclosure relating to ESOP is not given.

Remeasurement of defined benefit plan ₹ 0.86 lacs (PY ₹ 1.21 lacs) is recognised as part of retained earnings.

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

Place : Mumbai
Date : October 23, 2023

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023

Note 1 : Significant Accounting policies and Other Related Notes

A Background

The Company is an infrastructure development company formed primarily to develop, invest in and manage various initiatives in the infrastructure sector. It is presently engaged in the development of various infrastructure projects in sectors like transportation, energy and urban infrastructure through several special purpose vehicles ("SPVs"). It is also engaged in carrying out operation and maintenance ("O&M") activities for the transportation sector projects

The financial statements were authorised for issue in accordance with the resolution passed at the meeting of the board of directors on October 23, 2023.

B Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

i) Ind AS 1 - Presentation of Financial Statements

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the financial statements.

ii) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

iii) Ind AS 12 – Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

C Basis of Preparation

These financial statements are Standalone Financial Statements and are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The standalone financial statements are presented in INR and all values are rounded to the nearest Rupees in lacs, except otherwise stated.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The classification of assets and liabilities of the Company is done into current and non-current based on the operating cycle of the business of the Company. The operating cycle of the business of the Company is less than twelve months and therefore all current and non-current classifications are done based on the status of realisability and expected settlement of the respective asset and liability within a period of twelve months from the reporting date as required by Schedule III to the Companies Act, 2013.

D Use of estimates

The preparation of the financial statememts 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

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

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.

E Summary of significant accounting policies

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 months

after the reporting period

All other assets are classified as non-current.

A liability is current when :

- It is expected to be settled in normal operating cycle 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.

b) Revenue Recognition

Revenue is measured based on the fair value of the consideration that is specified in a contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. Revenue is recognised upon transfer of control of promised products or services to customers.

To recognise revenues, the Company applies the following five step approach

1. entify the contract with a customer,
2. Identify the performance obligations in the contract,
3. determine the transaction price,
4. allocate the transaction price to the performance obligations in the contract.
5. recognize revenues when a performance obligation is satisfied

The revenue is recognised when (or as) the performance obligation is satisfied, which typically occurs when (or as) control over the products or services is transferred to a customer.

Contract modification are accounted for when addition, deletions or changes are approved either to the contract scope or contract price. The accounting for modification of contract involves assessment whether the services added to the existing Contract or distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catchup basis, while those that are distinct are accounted prospectively, either as a separate contract , if the sperate service are priced at standalone selling price, or a termination of the exiting contract and creation of a new contract if not priced at standalone selling price.

i) Contract revenue (construction contracts)

The company has single performance obligation of construction activity, income is recognised over time based on the progess of the work i.e., cost incurred during the period and margin on the Construction Activity.

Contract revenue and contract cost associated with the construction of road are recognised as revenue and expenses respectively by reference to the stage of completion of the projects at the balance sheet date. The stage of completion of project is determined by the proportion that contract cost incurred for work performed upto the balance sheet date bear to the estimated total contract costs. Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable. If total cost is estimated to exceed total contract revenue, the

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Company provides for foreseeable loss. Contract revenue earned in excess of billing has been reflected as unbilled revenue and billing in excess of contract revenue has been reflected as unearned revenue.

Company's operations involve levying of value added tax (VAT)/GST on the construction work. Sales tax/ VAT/GST is not received by the Company on its own account.

ii) Operation and Maintenance income:

Revenue on Operation and Maintenance contracts are recognized over the period of the contract as per the terms of the contract.

iii) Interest income:

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

iv) Dividend income:

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

v) Finance and Other Income (including remeasurement Income)

Finance income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable EIR. Other income is accounted for on accrual basis. Where the receipt of income is uncertain, it is accounted for on receipt basis.

vi) Financial guarantee income

Under Ind AS, financial guarantees given by the Company for its subsidiaries are initially recognised as a liability at fair value which is subsequently amortised as income to the Statement of Profit and Loss on a time proportion basis.

c) Property, Plant and Equipment (PPE)

i) 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.

ii) 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.

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

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

v) Depreciation on all assets of the Company is charged on straight line basis over the useful life of assets at the rates and in the manner provided in Schedule II of the Companies Act 2013 for the proportionate period of use during the year. Depreciation on assets purchased /installed during the year is calculated on a pro-rata basis from the date of such purchase / installation.

vi) 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.

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

viii) Leasehold improvements is amortized on a straight line basis over the period of lease.

d) Intangible assets

i) Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

ii) The useful lives of intangible assets are assessed as either finite or indefinite.

iiii) Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

vi) Intangible Assets without finite life are tested for impairment at each Balance Sheet date and Impairment provision, if any are debited to profit and loss.

v) 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.

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

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) Equity and mutual fund investment

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

Investment in subsidiaries, joint venture and associates are carred at Cost in separate financial Statement less impairment if any.

Current Investments :-Investments that are readily realisable and intended to be held for not more than one year from the date on which such investments

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

are made, are classified as current investments. All other investments are classified as non-current investments.

Current investments: are carried at fair value with the changes in fair value taken through the statement of Profit and Loss.

h) Inventories

Inventories are valued at the lower of cost and net realisable value.

Stores and materials are valued at lower of cost and net realizable value. Net realizable value is the estimated selling price less estimated cost necessary to make the sale. The weighted average method of inventory valuation is used to determine the cost.

k) Taxes

i) Current Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

ii) Deferred Tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. For items recognised in OCI or equity, deferred / current tax is also recognised in OCI or equity.

iii) MAT Credit

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognises MAT credit available as a deferred tax asset only to the extent that there is reasonable certainty that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The MAT credit to the extent there is reasonable certainty that the Company will utilise the credit is recognised in the Statement of profit and loss and corresponding debit is done to the Deferred Tax Asset as unused tax credit.

j) 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

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

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.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

k) Earnings 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.

A. Provisions, Contingent Liabilities and Contingent Assets

i. 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. Provisions are reviewed at each balance sheet and adjusted to reflect the current best estimates.

ii. Contingent liabilities and Contingent Assets

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.

A contingent assets is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Contingent liabilities and contingent assets are reviewed at each balance sheet date..

m) Employee Benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

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.

n) 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.

O) Employee Share – based payment plans ('ESOP'

The Company accounts for the benefits of Employee share based payment plan in accordance with IND AS 102 "Share Based Payments" except for the ESOP granted before the transition date which are accounted as per the previous GAAP as provided in IND AS 101 first time adoption

p) 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.

q) 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.

r) 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

Notes to Standalone Financial Statements
for the year ended 31st March, 2023 *(continued)*

- 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.

s) Financial instruments

A. Initial recognition

i) Financial Assets & Financial Liabilities

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.

ii) Equity Instruments

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.

B. 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.

iv) Financial liabilities at amortized cost

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 liabilities.

v) Financial liabilities at FVPL

FFinancial liabilities at FVPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial guarantee contracts issued by the Company are those contracts that require a payment to be

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

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

C. De-recognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

D. Offsetting of financial instruments

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

t) 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.

u) Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

v) Trade Payables

A payable is classified as a 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms stated in the contract. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.

w) Trade Receivable

A receivable is classified as a 'trade receivable' if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the EIR method, less provision for impairment.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

2. Property, Plant and Equipment and Intangible assets

Details of Additions, Adjustments, Depreciation and Net Block - Asset class wise upto March 31 2023

(₹ in Lakhs)

Particulars	Furniture & Fixtures	Office Equipments	Computers	Motor Vehicles	Total
Cost or valuation					
As at March 31, 2021	**27.24**	**34.69**	**0.96**	**56.52**	**119.42**
Additions	–	–	0.58	–	0.58
Sales/Disposals/Adjustments	(27.24)	(34.69)	(0.96)	(37.92)	(100.82)
As at March 31, 2022	**–**	**–**	**0.58**	**18.60**	**19.19**
Additions	–	–	0.92	–	0.92
Sales/Disposals/Adjustments	–	–	–	–	–
As at March 31, 2023	**–**	**–**	**1.50**	**18.60**	**20.11**
Depreciation					
As at March 31, 2021	**21.01**	**34.42**	**0.96**	**45.68**	**102.06**
Charge for the period	2.66	0.23	0.02	2.33	5.23
Sales/Disposals/Adjustments	(23.67)	(34.64)	(0.96)	(37.93)	(97.20)
As at March 31, 2022	–	–	0.02	10.08	10.10
Charge for the period	–	–	0.35	2.33	2.68
Sales/Disposals/Adjustments	–	–	–	–	–
As at March 31, 2023	**–**	**–**	**0.37**	**12.40**	**12.78**
Net Block Value					
As at March 31, 2022	–	–	0.56	8.52	9.08
As at March 31, 2023	–	–	1.13	6.20	7.33

PREL

i) The Company had carried out the exercise of assessment of any indications of impairment to its property, plant and equipment as on the Balance Sheet date. Pursuant to such exercise ₹3.62 Lacs had been impaired during the previous financial year.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

3.1 Financial Assets

(₹ in Lakhs)

Particulars	Non- Current		Current	
A Investments in Subsidiaries, Joint Ventures and Associates (At Cost)	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**
i) Equity Instrument of Subsidiaries	6,264.05	19,528.38	-	-
Equity Instrument of Subsidiaries impaired	43,932.37	30,668.04	-	-
Less: Provision for Impairment	(43,932.37)	(30,668.04)	-	-
ii) Equity Instruments in Subsidiaries (to be accounted at FVTPL)	11,387.62	39,016.37	-	-
Equity Instrument of Subsidiaries impaired	27,628.75	-		
Less: Provision for Impairment	(27,628.75)	-		
iii) Quasi Equity of Equity Instruments in Subsidiaries (to be accounted at FVTPL)	10,460.50	12,673.25	-	-
Quasi Equity of Equity Instruments in Subsidiaries Impaired	2,212.75	-		
Less: Provision for Impairment	(2,212.75)	-		
iv) Beneficial Interest in Equity Shares of Subsidiaries	2,640.72	2,640.72	-	-
Beneficial Interest in Equity Shares of Subsidiaries impaired	74.18	74.18	-	-
Less: Provision for Impairment	(74.18)	(74.18)	-	-
v) Equity instruments of Joint Venture Companies impaired	307.08	307.08	-	-
Less: Provision for Impairment	(307.08)	(307.08)	-	-
vi) Equity instruments of Associate Companies	4,076.99	4,076.99	-	-
Less: Provision for Impairment	(814.83)	(1,029.23)	-	-
vii) Quasi Equity	10,295.96	12,925.47	-	-
Quasi Equity Impaired	6,836.57	4,067.07		
Less: Provision for Impairment	(6,836.57)	(4,067.07)		
Total	**44,311.01**	**89,831.95**	**-**	**-**
B Other Investments (At Fair value through P&L)				
i) Liquid Mutual Funds	-	-	5,432.58	5,183.15
Total	**-**	**-**	**5,432.58**	**5,183.15**
Disclosure:				
i) Investment Carried at Cost	**22,462.89**	**38,142.33**	**-**	**-**
ii) Investments carried at fair value through Profit and Loss	**21,848.12**	**51,689.62**	**5,432.58**	**5,183.15**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Details of Investments

(₹ in Lakhs)

Particulars	Face Value In ₹	March 31, 2023		March 31, 2022	
		Nos.	Amount	Nos.	Amount
A Non Current Investments:-					
Unquoted					
Equity Instrument at Cost					
Investment in equity instruments of Subsidiaries					
(Fully paid-up unless otherwise stated)					
Cochin Bridge Infrastructure Company Limited	10	6,250,070	671.73	6,250,070	671.73
Gammon Renewable Energy Infrastructure Limited	10	50,000	199.74	50,000	199.74
Gammon Seaport Infrastructure Limited	10	50,000	5.00	50,000	5.00
Indira Container Terminal Private Limited	10	48,751,680	3,937.58	48,751,680	3,937.58
Marine Project Services Limited	10	50,000	5.00	50,000	5.00
Pravara Renewable Energy Limited	10	–	–	47,920,000	6,708.35
Sidhi Singrauli Road Projects Limited	10	–	–	–	–
Sikkim Hydro Power Ventures Limited	10	–	–	62,735,942	6,273.59
Vizag Seaport Private Limited	10	–	–	–	–
Vijayawada Gundugolanu Road Project Private Limited	10	–	–	76,610,000	282.39
Youngthang Power Ventures Limited	10	14,450,000	1,445.00	14,450,000	1,445.00
			6,264.05		**19,528.38**
Investment in equity instruments of Subsidiaries impaired					
Birmitrapur Barkote Highway Private Limited	10	10,000	1.00	10,000	1.00
Gammon Logistics Limited	10	2,550,000	255.00	2,550,000	255.00
Gammon Projects Developers Limited	10	250,000	25.00	250,000	25.00
Earthlink Infrastructure Projects Private Limited (Through Gammon Projects Developers Limited)			341.54		341.54
Gammon Road Infrastructure Limited	10	50,000	92.67	50,000	92.67
Haryana Biomass Power Limited	10	1,283,510	269.35	1,283,510	269.35
Pravara Renewable Energy Limited	10	47,920,000	6,708.35		
Tada Infra Development Company Limited	10	50,000	5.00	50,000	5.00
Vijayawada Gundugolanu Road Project Private Limited *	10	76,610,000	7,661.00	76,610,000	7,378.61
Sidhi Singrauli Road Projects Limited	10	170,410,000	20,394.87	170,410,000	20,394.87
Sikkim Hydro Power Ventures Limited	10	62,735,942	6,273.59		
Yamunanagar Panchkula Highway Private Limited	10	19,050,000	1,905.00	19,050,000	1,905.00
Total			**43,932.37**		**30,668.04**
Equity Instruments in Subsidiaries (accounted at FVTPL)					
Patna Highway Projects Limited (Refer note 30 (a))	10	50,000,000	11,387.62	50,000,000	11,387.62

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	Face Value In ₹	March 31, 2023		March 31, 2022	
		Nos.	Amount	Nos.	Amount
Rajahmundry Godavari Bridge Limited (Refer note 30 (b))	10	–	–	203,517,650	27,628.75
			11,387.62		**39,016.37**
Equity Instruments in Subsidiaries (accounted at FVTPL) Impaired					
Rajahmundry Godavari Bridge Limited (Refer note 30 (b))	10	203,517,650	27,628.75	–	–
			27,628.75		**-**
Unquoted					
Beneficial Interest in Equity Shares of Subsidiaries					
Indira Container Terminal Private Limited*	10	26,407,160	2,640.72	26,407,160	2,640.72
			2,640.72		**2,640.72**
Beneficial Interest in Equity Shares of Subsidiaries fully impaired					
Chitoor Infra Company Private Limited	10	10,000	1.00	10,000	1.00
Earthlink Infrastructure Projects Private Limited	10	10,000	1.00	10,000	1.00
Segue Infrastructure Projects Private Limited	10	10,000	1.00	10,000	1.00
Tidong Hydro Power Limited	10	25,500	71.18	25,500	71.18
Total			**74.18**		**74.18**
Unquoted					
Equity instruments of Joint Venture Companies Fully impaired					
(Fully paid-up unless otherwise stated)					
Blue Water Iron Ore Terminal Private Limited	10	3,051,808	305.18	3,051,808	305.18
SEZ Adityapur Limited	10	19,000	1.90	19,000	1.90
Total			**307.08**		**307.08**
Unquoted					
Equity instruments of Associate Companies					
(Fully paid-up unless otherwise stated)					
Vizag Seaport Private Limited	10	35,540,730	3,857.69	35,540,730	3,857.69
Elgan India Martrade Private Limited (formerly known as Eversun Sparkle Maritimes Services Private Limited (ESMSPL))	10	2,143,950	214.40	2,143,950	–
ATSL Infrastructure Projects Limited	10	24,450	2.45	24,450	2.45
Elgan India Martrade Private Limited (formerly known as Eversun Sparkle Maritimes Services Private Limited (ESMSPL))	10	–	–	2,143,950	214.40
Modern Tollroads Limited	10	24,470	2.45	24,470	2.45
			4,076.99		**4,076.99**

Notes to Standalone Financial Statements
for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	Face Value In ₹	March 31, 2023		March 31, 2022	
		Nos.	Amount	Nos.	Amount
Provision for impairment					
Vizag Seaport Private Limited	10		809.93		809.93
ATSL Infrastructure Projects Limited	10	24,450	2.45	24,450	2.45
"Elgan India Martrade Private Limited (formerly known as Eversun Sparkle Maritimes Services Private Limited (ESMSPL))"	10	2,143,950	–	2,143,950	214.40
Modern Tollroads Limited	10	24,470	2.45	24,470	2.45
Total			**814.83**		**1,029.23**
Quasi Equity at Cost					
Interest free Inter- Corporate Deposits in the nature of Quasi Equity :					
Cochin Bridge Infrastructure Company Limited			904.79		904.79
Indira Container Terminal Pvt Limited			3,722.47		3,722.47
Sikkim Hydro Power Ventures Limited			–		2,563.51
Youngthang Power Ventures Limited			5,668.70		5,734.70
Ras Cities and Township Pvt Ltd			–		
Total			**10,295.96**		**12,925.47**
Provision for imapirment of Interest free Inter- Corporate Deposits in the nature of Quasi Equity :					
Sidhi Singrauli Road Projects Limited			3,527.16		3,527.16
Sikkim Hydro Power Ventures Limited			3,309.41		539.91
Total			**6,836.57**		**4,067.07**
Quasi Equity of Equity Instruments in Subsidiaries (to be accounted at FVTPL)					
Patna Highway Projects Limited			10,460.50		10,460.50
Rajahmundry Godavari Bridge Limited			–		2,212.75
			10,460.50		**12,673.25**
Quasi Equity of Equity Instruments in Subsidiaries (to be accounted at FVTPL) Impaired					
Rajahmundry Godavari Bridge Limited			2,212.75		–
			2,212.75		**-**
Total non-current investments			**44,311.01**		**89,831.95**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	Face Value In ₹	As at March 31, 2023		As at March 31, 2022	
		Nos/ Units	Amount	Nos/ Units	Amount
B Current Investments:-					
Quoted					
Investments carried at fair value through Profit and Loss					
Mutual fund scheme					
Canara Robeco savings plus fund – regular Growth *		14,949,706	5,369.10	14,949,706	5,115.89
PGIM India Insta Cash Fund – Direct Plan – Growth		24,245	63.48	24,245	67.26
Total			**5,432.58**		**5,183.15**
Total current investments			**5,432.58**		**5,183.15**
Total Investments			**49,743.59**		**95,015.10**
Aggregate amount of quoted investments			5,432.58		5,183.15
Market Value of quoted investments			5,432.58		5,183.15
Aggregate amount of unquoted investments			44,311.01		89,831.95

* The mutual fund held with canara Robecco is marked as lien against Bank Guarantee facility taken from Canara Bank

Pledge of Shares

The Company has pledged the following shares in favour of the lenders to the projects as part of the terms of financing agreements for facilities taken by the Company or its project SPV's as indicated below:

(₹ in Lakhs)

Particulars	Face value	No. of Equity shares pledged as at	
		As at March 31, 2023	As at March 31, 2022
Pledge of shares of SPV's which are being held as on March 31, 2023			
Sidhi Singrauli Road Project Limited	10/-	73,306,600	73,306,600
Vizag Seaport Private Limited	10/-	34,996,898	34,996,898
Sikkim Hydro Power Ventures Limited	10/-	–	31,995,331
Indira Container Terminal Private Limited	10/-	48,751,680	16,500,000
Patna Highway Projects Limited	10/-	5,940,000	5,940,000
Birmitrapur Barkote Highway Private Limited	10/-	2,600	2,600
Youngthang Power Ventures Limited	10/-	14,449,994	–

The change in the balances between March 31, 2023 & March 31, 2022 represent additional / reduction of pledge during the period ended March 31, 2023

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

3.2 Trade Receivables

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
(Unsecured, at amortised cost)				
i) Considered good	–	–	310.94	310.94
ii) Considered doubtful	–	–	–	–
Less:- Allowance for credit loss	–	–	–	–
iii) Other Receivable-Retentions	213.46	213.46	–	–
Total	**213.46**	**213.46**	**310.94**	**310.94**

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Note: Receivables from related parties are as follows:	Non- Current		Current	
Subsidiary:				
Sidhi Singrauli Road Projects Ltd	213.46	213.46	251.80	251.80
Total	**213.46**	**213.46**	**251.80**	**251.80**

Expected Credit Loss:

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.

In respect of Sidhi Singrauli Road Projects Limited, no ECL is created as there is an overall amount due considering the advance received from Sidhi Singrauli Road Projects Ltd.

Trade Receivable Ageing Schedule

(Ageing from bill date)

a) **As at March 31, 2023** (₹ in Lakhs)

Range of O/s period	Undisputed Considered Good	Undisputed Significant increase in credit risk	Undisputed credit impaired	Total
Unbilled	–	–	–	-
Not Due	–	–	–	-
less than 6 months	–	–	–	-
6 months – 1 year	–	–	–	-
1–2 year	–	–	–	-
2–3 year	–	–	–	-
> 3 years	524.41		–	**524.41**
Total	**524.41**	**–**	**–**	**524.41**

There are no disputed trade receivables as at the year end

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

b) **As at March 31, 2022** (₹ in Lakhs)

Range of O/s period	Considered Good	Disputed Significant increase in credit risk	Credit Impaired	Total
Unbilled	-	-	-	-
Not Due	-	-	-	-
less than 6 months	-	-	-	-
6 months - 1 year	-	-	-	-
1-2 year	-		-	-
2-3 year	-	-	-	-
> 3 years	524.41		-	524.41
Total	**524.41**	**-**	**-**	**524.41**

There are no disputed trade receivables as at the year end

3.3 Cash and Bank Balances

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
A Cash and cash equivalents				
i) Balances with banks	-	-	147.99	57.57
ii) Cash on hand	-	-	0.40	0.74
Total	-	-	**148.39**	**58.31**
B Bank balances				
i) Balances in escrow account	-	-	0.89	0.65
ii) Fixed Deposit kept as Debt service reserve	-	-	10.50	10.16
iii) Fixed Deposit as margin for BG issued	2,469.42	2,381.11	-	-
iv) Fixed Deposit under lien	0.73	0.69	-	-
v) Less : Transferred to Other Financial Assets	(2,470.15)	(2,381.80)	-	-
Total	**-**	**-**	**11.39**	**10.81**
Grand Total	**-**	**-**	**159.78**	**69.12**

3.4 Loans (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
Intercorporate Deposits				
Related parties				
Unsecured, Considered good	3,700.00	3,484.92	-	-
Unsecured, Credit impaired	3,866.00	1,389.59	-	-
Less: Provision for Impairment of ICDs	**(3,866.00)**	**(1,389.59)**	**-**	**-**
Total	**3,700.00**	**3,484.92**	**-**	**-**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

a) The break-up of Intercorporate Loans granted by the Company to related parties is as under :

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Company Name		
Considered good		
Ras Cities and Townships Limited	3,700.00	–
Pravara Renewable Energy Limited	–	2,444.48
Chitoor Infra Company Private Limited	–	9.11
Gammon Renewable Energy Infrastructure Limited	–	1,031.33
Total	**3,700.00**	**3,484.92**
Unsecured, Credit impaired		
Gammon Logistics Limited	159.61	159.61
Pravara Renewable Energy Limited	2,444.48	–
Earthlink Infrastructure Projects Pvt Limited	24.82	1.82
Yamunanagar Panchkula Highway Pvt Limited	915.53	915.53
Segue Infrastructure Projects Pvt Limited	2.50	2.50
Gammon Projects Developers Limited	63.79	78.79
Gammon Seaport Infrastructure Limited	74.10	74.10
Tidong Hydro Power Ltd	181.17	157.23
Total	**3,866.00**	**1,389.59**

b) Loans and Advances to Promoters, Directors,KMP's and Related Parties.

Loans or Advances in the nature of loans granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are Repayable on demand.

(₹ in Lakhs)

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Outstanding Loan	% to (A)	Outstanding Loan	% to (A)
Promoters	–	–	–	–
Directors	–	–	–	–
KMPs	–	–	–	–
Related Parties(*)	10,641.74	100.00	8,051.56	100.00
Total Loans and Advances to Promoter, Director, KMP and Related parties	10,641.74		8,051.56	
Total Loans and Advances in the nature of Loan and Advances (A)	**10,641.74**		**8,051.56**	

(*) Including Advance recoverable in cash or kind from related parties

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

c) Utilisation of Borrowed funds and share premium:

The Company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary.

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries), the details of which is tabulated hereunder;

Nature of Transaction	Name of the Intermediary & Relation ship	Amount & Date	Name of the Other Company & Relation ship	Amount & Date
Intercorporate Deposit	Ras Cities and Townships Private Limited	₹ 4015.00 lacs in April 2022	Sony Mony developers Private Limited	₹ 4015.00 lacs in April 2022
	Ras Cities and Townships Private Limited	₹ 125.00 lacs in May 2022	Sony Mony developers Private Limited	₹ 125.00 lacs in May 2022
	Ras Cities and Townships Private Limited	₹ 60.00 lacs in Jan 23	Sony Mony developers Private Limited	₹ 60.00 lacs in Jan 23

3.5 Other Financial Assets

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
I. Security Deposit				
(Unsecured, Considered good)				
Others	2.74	1.55	–	–
(A)	**2.74**	**1.55**	**–**	**–**
II. Advance recoverable in cash or in kind				
Unsecured, Considered Good				
Dues from entities having significant influence	–	–	–	48.58
Dues from subsidiary companies	–	78,052.00	1,115.62	2,829.55
Dues from joint ventures	–		–	176.63
Unsecured, credit impaired				
Dues from entities having significant influence	–	–	47.16	–
Dues from Subsidiary Companies	108,944.45	30,892.45	1,887.57	97.03
Dues from Joint Ventures	–	–	25.39	25.27
Dues from Associates	–	–	–	–
	108,944.45	**108,944.45**	**3,075.74**	**3,177.06**
III. Others				
Unsecured, Considered good *	–	–	1,516.53	1,533.21

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
Unsecured, Credit Impaired	–	–	18.31	–
	–	–	**1,534.84**	**1,533.21**
VI. Less: Impairment of doubtful advance	(108,944.45)	(30,892.45)	(1,978.43)	(122.30)
(B)	**–**	**78,052.00**	**2,632.15**	**4,587.97**
V. Interest accrued receivable				
From related parties, considered good	–	–	–	22.70
From Banks, considered good	–	–	6.49	3.84
From others, Credit impaired	–	–	–	–
Less: Impairment of doubtful Interest	–	–	–	–
(C)	**–**	**–**	**6.49**	**26.54**
VI. Share application money paid				
Related parties	129.95	129.95	–	–
(D)	**129.95**	**129.95**	**–**	**–**
VII. Other bank balances				
Fixed Deposits Under lien and as margin for BG issued	2,470.15	2,381.80	–	–
(E)	**2,470.15**	**2,381.80**	**–**	**–**
Total (A+B+C+D+E)	**2,602.84**	**80,565.30**	**2,638.64**	**4,614.51**

*Others considered good includes ₹ 1,514.01 lacs Due from Western Coalfields on account of wrongful encashment of bank guarantee against which the company has filed a suit and is legally advised that it has a good case of recovery. Refer detailed note no. 29

(₹ in Lakhs)

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Non – Current	Current	Non – Current	Current
Dues from Subsidiary companies : Unsecured, Considered good				
Pravara Renewable Energy Ltd	–	–	–	1,435.18
Cochin Bridge Infrastructure Company Ltd	–	777.74	–	798.70
Gammon Renewable Energy Infrastructure Ltd	–	0.49	–	78.25
Ras Cities and Townships Limited	–	0.39	–	6.41
Siddhi Singrauli Road Project Limited	–	310.73	–	213.22
Rajahmundry Godavari Bridge Ltd	–	–	78,052.00	297.18
Birmitrapur Barkote Highway Pvt Ltd	–	–	–	0.61
Youngthang Power Ventures Limited		24.25	–	–
Chittoor Infra Company Private Limited		2.02	–	–
	–	**1,115.62**	**78,052.00**	**2,829.55**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Non - Current	**Current**	**Non - Current**	**Current**
Dues from Subsidiary companies : Unsecured, Considered doubtful				
Pravara Renewable Energy Ltd	-	1,547.21		
Birmitrapur Barkote Highways Private Ltd	-	0.77	-	-
Rajahmundry Godavari Bridge Ltd	78,052.00	298.36	-	-
Siddhi Singrauli Road Project Limited	30,892.45	-	30,892.45	-
Sikkim Hydro Power Ventures Ltd	-	-		60.09
Gammon Logistics Ltd	-	28.95	-	28.71
Gammon Project Developers Ltd	-	0.03	-	2.13
Haryana Biomass Power Ltd	-	0.14	-	-
Tada Infra Development Company Ltd	-	3.85	-	-
Yamunanagar Panchkula Highways Private Ltd	-	1.51	-	1.13
Segue Infrastructure Projects Pvt Ltd	-	1.81	-	1.44
Gammon Road Infrastructure Ltd	-	0.14	-	-
Gammon Seaport Infrastructure Ltd	-	0.88	-	0.73
Earthlink Infratructure Pvt ltd	-	0.69	-	0.41
Tidong Hydro Power Ltd	-	3.08	-	2.39
Marine Project Services Ltd		0.15	-	-
	108,944.45	**1,887.57**	**30,892.45**	**97.03**

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
Dues from Joint Venture entities :	**Non - Current**	**Current**	**Non - Current**	**Current**
Unsecured, Considered Good				
GIPL GECPL JV	-	-	-	176.63
	-	**-**	**-**	**176.63**
Unsecured, Credit impaired				
GIPL GIL JV	-	25.39	-	25.17
	-	**25.39**	**-**	**25.17**
Dues from entities having significant influence : **Unsecured, Considered good**				
Gammon India Ltd	-	-	-	48.58
	-	**-**	**-**	**48.58**
Dues from entities having significant influence : Unsecured, Considered Doubtful				
Gammon India Ltd	**-**	**47.16**	**-**	
	-	**47.16**	**-**	**-**

Notes to Standalone Financial Statements
for the year ended 31st March, 2023 *(continued)*

b) The break-up of share application money paid by the Company to related parties is as under :

(₹ in Lakhs)

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Non – Current	Current	Non – Current	Current
Company Name				
Modern Toll Roads Limited	129.95		129.95	
Total	**129.95**	**–**	**129.95**	**–**

c) Break-up of interest accrued receivable from related parties is as follows:

(₹ in Lakhs)

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Non – Current	Current	Non – Current	Current
Gammon Renewabel Energy Infrastructure Private Limited				22.70
	–	**–**	**–**	**22.70**

4 Deferred Tax Assets

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a. Deferred Tax Liability on account of :		
i. Unrealised Gain on Mutual Fund	382.97	329.98
b. Deferred Tax Asset on account of :		
ii. Depreciation due to timing difference	61.76	71.55
iii. Employee benefits	2.39	2.33
Deferred Tax Asset(Liability), net	**(318.82)**	**(256.10)**

In assessing the realisability of deferred income tax assets, Management considers whether some portion or all of the deferred income tax assets will not be realised. The ultimate realisation of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax assets, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, Management believes that the Company will realise the benefits of those deductible differences. The amount of the deferred income tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

5 Other Assets

(₹ in Lakhs)

Type of Borrower	As at		As at	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
	Non – Current		Current	
i. Advance to sub-contractor	2,695.61	2,695.61	–	–
ii. Prepaid expenses	–	–	2.09	1.37
iii. Statutory and other receivables	–	–	301.23	281.29
iv. Advance to Supplier	–	–	1.13	2.04
v. Advance Income Tax (Net of Provision for Taxation)*	1,856.90	1,846.47	–	–
Total	**4,552.51**	**4,542.08**	**304.45**	**284.70**

(*) Includes amount paid under protest of ₹ 210.75 lacs for various tax assessments.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

6 Equity Share capital

(₹ in Lakhs)

	Particulars	As at March 31, 2023	As at March 31, 2022
I	**Authorised shares :**		
	March 31, 2023: 1,25,00,00,000 Equity shares of ₹ 2/- each March 31, 2022: 1,25,00,00,000 Equity Shares of ₹ 2/- each	25,000.00	25,000.00
	Total	**25,000.00**	**25,000.00**
II	**Issued and subscribed shares :**		
	March 31, 2023: 94,26,40,974 Equity shares of ₹ 2/- each March 31, 2022: 94,26,40,974 Equity shares of ₹ 2/- each	18,852.82	18,852.82
	Total	**18,852.82**	**18,852.82**
III	**Paid-up shares :**		
	March 31, 2023: 94,18,30,724 Equity shares of ₹ 2/- each March 31, 2022: 94,18,30,724 Equity shares of ₹ 2/- each	18,836.61	18,836.61
	Total	**18,836.61**	**18,836.61**
IV	**Shares forfeited :**		
	Amount received (including securities premium) in respect of 162,050 equity shares of ₹ 10/-	81.03	81.03
	Total	**81.03**	**81.03**
	Total paid-up share capital (iii + iv)	**18,917.64**	**18,917.64**

a) Reconciliation of the Equity shares outstanding at the beginning and at the end of the period

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Number	Number	Amount	Amount
Balance, beginning of the period	941,830,724	941,830,724	18,836.61	18,836.61
Issued during the period	–	–	–	–
Balance, end of the period	**941,830,724**	**941,830,724**	**18,836.61**	**18,836.61**

b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The shareholders are entitled to dividend in the proportion of their shareholding. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after payment of all external liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% shares in the Company

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Number	Number	%	%
Gammon Power Limited	193,999,800	193,999,800	20.60	20.60
ICICI Bank Ltd	60,499,998	60,499,998	6.42	6.42
	254,499,798	**254,499,798**	**27.02**	**27.02**

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

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

e) Details of Shareholdings by the Promoter/Promoter group

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
Name of the Promoter			
Gammon Power Limited			
No of Shares	193,999,800	193,999,800	193,999,800
% of total shares	20.60	20.60	20.60
% change 2022-23	–	–	–
Total No of Shares issued and Subscribed	**941,830,724**	**941,830,724**	**941,830,724**

7 Other Equity

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Retained Earnings	(173,515.75)	(45,588.46)
General Reserve	23.96	23.96
Security Premium Reserve	56,369.47	56,369.47
Employee Stock Option Outstanding	–	11.52
	(117,122.32)	**10,816.49**

8 Financial Liabilities (at amortised cost)

8.1 Long term Borrowings

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
I. Inter-corporate deposit (ICD) from Associate (unsecured):s	**Non- Current**		**Current**	
Vizag Seaport Pvt Ltd (VSPL) (Refer Note (c) below)	–	–	9,277.41	9,277.41
II. Inter-corporate deposit (ICD) from others (secured)	4,500.00	–	–	–
	4,500.00	**-**	**9,277.41**	**9,277.41**
The break-up of above:				
Secured	4,500.00	–	–	–
Unsecured		–	9,277.41	9,277.41
	4,500.00	**-**	**9,277.41**	**9,277.41**

a) The company has not taken any fresh loan from banks and financial institutions during the year.

b) The Company has no borrowings from banks or financial institutions on the basis of security of current assets

c) Details of ICD from VSPL :

The amounts due to VSPL have been restructured from time to time in earlier periods, and certain specific cash flows of the Company are earmarked towards repayment. Further as per the terms of the new arrangement, the Company has stopped accruing the interest on the amount with effect from April 1, 2020. The specific award of Patna Buxar highway Limited, a subsidairy of the Company , presently at approx ₹ 9300 lacs including interest accrued has been assigned to the VSPL and the balance will be paid from the sale of partial stake of the Company.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

d) Intercorporate Deposit (Secured)

During the year the Company has taken loan from Ambica Capital Markets Limited (ACML) vide agreement dated April 7, 2022. The said ICD needs to be used for various lawful purpose in respect of lawful business including general corporate purpose. The loan is to be repaid after 730 days.

Security: pledge by the Company by way of deed of pledge, unencumbered equity shares in dematerialised form 3,22,51,680 shares of Indira Containers Terminal Private Limited and 1,44,49,994 shares of Youngthang Ventures Private limited in the name of the Company.

Interest: Interest @11% per annum payable on a quarterly basis during the tenor of loan. In the event of default additional interest @1% per annum is applicable. However as per letter dated June 6, 2022 the term of interest is modified where the payment of interest is to be made on yearly basis.

8.2 Other Financial Liabilities (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
i. Credit facility recalled by lenders of SPV refer note (a) & (b) below	-	-	108,944.45	108,944.45
ii. Interest accrued payable	-	-	283.73	0.21
iii. Other dues - related parties	-	-	929.01	1,289.67
iv. Advance received for sale of equity shares	-	-	265.20	265.20
v. Deposit received towards Margin Money from related parties	100.00	100.00	-	-
vi. Other Liabilities	-	-	4.42	9.03
vii. IE Fees Payable			681.85	681.85
viii. BG Encashed of Techno Infratech			7,220.00	7,220.00
ix. Settlment Claim Payable (refer note (d) below)			4,000.00	4,000.00
x. Retention payable	3,732.77	3,732.77	-	-
xi. Dues to Joint Venture			784.18	
	3,832.77	**3,832.77**	**123,112.84**	**122,410.41**

a) Details of Recall of credit facility covered under Corporate guarantee of SSRPL

During the earlier years bankers to Sidhi Singrauli Road Project Limited (SPV) have recalled loan facility and also written to Company for encashment of Corporate Guarantee issued towards loan availed by SPV. Company has disclosed liability towards bankers for amount of loan or CG whichever is lower and shown as receivable from the SPV.

b) Details of Recall of credit facility covered under Corporate guarantee of RGBL

During the earlier years bankers to Rajahmundry Godavari Bridge Limited (SPV) have recalled loan facility and also written to Company for encashment of Corporate Guarantee issued towards loan availed by SPV. Company has disclosed liability towards bankers for amount of loan or CG whichever is lower and shown as receivable from the SPV.

c) Margin money of 100 lacs (Previous year 100 lacs) was received towards a Performance Bank Guarantee issued by AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited) in favour of MbPT as required in the L.A. The margin money deposit carries an interest of 6% p.a.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

d) The Company was engaged in arbitration proceedings with BIF India Holdings PTE Limited along with its Project companies (as Claimants) related to their Indemnification / Tax related claims. Without any admission of liability, the parties have agreed for a full and final settlement of the released claims vide agreement dated 20th May,2022 according to which the Company is liable to pay the Claimants a sum of ₹ 4000 lacs (plus applicable interest) and tax related claims in a manner as set out in the agreement. In the previous year the amount of ₹ 4000 lacs had been recognized as expense and the same had been shown as Exceptional Item while the tax related claims are continued to be shown under contingent liabilities pending final settlement.

e) Transaction with related Party

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Other Dues	**Current**	**Current**
Indira Container Terminal Pvt Limited	451.29	396.31
Patna Highway Projects Ltd	477.71	478.17
Pravara Renewable Energy Limited	–	77.42
Youngthang Power Ventures Ltd	–	54.18
Vizag Seaport Pvt Ltd	–	0.05
Vijaywada Gundugulanu Road Project Pvt Ltd	–	283.55
	929.01	**1,289.67**
Dues to Joint Venture		
GIPL-GECPL JV	784.18	–
	784.18	**–**

f) Delay and Default Disclosure

There is continuing default in payment of interest of ₹ 6.69 lacs on short term borrowing, due date of payment of the such interest is March 31, 2023. The said loan is outstanding as at March 31, 2023.

9 Long Term Provisions

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
i. Provision for employee benefits:				
Leave Encashment	2.66	3.11	0.32	0.07
Gratuity	6.27	5.89	0.23	0.21
ii. Provision for Project Obligations:	–	–	–	113.73
iii. Provision for Income Tax	–	–	1,955.32	1,955.32
Total	**8.93**	**9.00**	**1,955.87**	**2,069.33**

a) Provision for Project Obligations is on account of provision made towards obligations to the purchaser of equity shares of SPV's towards project related expenditure.

Disclosure under IND AS 37 " Provisions, Contingent Liabilities and Contingent Assets" (₹ in Lakhs)

Particulars	Opening	Addition	Utilisation/ Adjusted	Closing
Provision for Project Obligations (Current Year)	113.73	–	113.73	–
Provision for Project Obligations (Previous Year)	113.73	–	–	113.73

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

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

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. The Company's gratuity liability is unfunded.

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

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Reconciliation of opening and closing balances of Defined benefit Obligation		
Defined Benefit obligation at the beginning of the year	6.09	24.58
Current Service Cost	0.84	0.87
Interest Cost	0.43	0.18
Actuarial (Gain) /Loss	(0.86)	(1.21)
Liability transferred out on account of transfer of employees	–	3.52
Benefits paid	–	(21.85)
Defined Benefit obligation at the year end	**6.50**	**6.09**
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	6.50	6.09
Liability recognized in Balance Sheet	**6.50**	**6.09**
d) Expenses recognized during the year (Under the head " Employees Benefit Expenses)		
Current Service Cost	0.84	0.87
Interest Cost	0.43	0.18
Net Cost	**1.27**	**1.06**
e) Other Comprehensive Income		
Actuarial (Gain)/Loss		
Actuarial loss/(gain) due to change in financial assumptions	(0.31)	(0.16)
Actuarial loss/ (gain) due to experience adjustments	(0.54)	(1.05)
	(0.86)	**(1.21)**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

II. Actuarial Assumptions

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
	Indian Assured Lives 2012-14	
Mortality Table (LIC)		
Discount rate (per annum)	7.48%	7.00%
Expected rate of return on Plan assets (per annum)	NA	NA
Rate of escalation in salary (per annum)	6.0%	6.0%
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. Actuarial Assumptions

A quantitative Sensitivity analysis for significant assumption

(₹ in Lakhs)

Particulars	Discount Rate	Salary Growth Rate
Change in assumption		
As at March 31, 2023	0.5%	0.5%
As at March 31, 2022	0.5%	0.5%
Increase in assumption		
As at March 31, 2023	6.20	6.84
As at March 31, 2022	5.79	6.25
Decrease in assumption		
As at March 31, 2023	6.83	6.36
As at March 31, 2022	6.42	5.78

IV. Actuarial Assumptions

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Experience adjustment on Plan Liability	(0.54)	(1.05)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

10 Other Liabilities

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
i. Mobilisation advance received from related parties	–	–	927.76	927.76
ii. Duties and Taxes payable	–	–	57.38	3.91
iii. Advance from customers - related parties	–	–	75.76	75.76
iv. Due to EPC Customers -Related Parties	–	–	11,734.53	11,734.53
v. Deferred Income -Guarantee Margin	2,463.26	3,138.35	556.01	461.83
vi. Award received from NHAI (refer note (a) below)	–	–	1,470.00	1,470.00
Total	**2,463.26**	**3,138.35**	**14,821.44**	**14,673.79**

a) Patna Buxar Highways Limited ("PBHL"), erstwhile a wholly owned non-material unlisted subsidiary of the Company which was sold on March 31, 2016 with the Company's rights to future claims pending under arbitration, had received an amount of ₹1470 Lacs on September 14, 2018 from the National Highways Authority of India ("NHAI") in compliance of the order passed by the Hon'ble Delhi High Court. Since the matter is not decided in favour of the Company the same has been shown as liability.

11 Short Term Borrowings (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Inter-corporate deposit (ICD) Related Party (unsecured):		
Ras Cities & Township Pvt Ltd (RCTPL)	–	1,495.05
Chitoor Infra Company Private Limited (CICPL)	90.89	98.13
Inter-corporate deposit (ICD) Others (unsecured)		
Others	60.00	60.00
Current Maturity of Long term borrowings	9,277.41	9,277.41
Total	**9,428.30**	**10,930.59**

a) Company had taken interest free loan from Ras cities & Chittoor Infra (subsidiary) for short term purposes repayable within next one year.

b) Inter-corporate deposit (ICD) Others (unsecured)

The Loan from Kala Agro Farm Private Limited carries interest @ 12% p.a. payable on yearly basis or repayment which ever is earlier. Loan carries option to prepay as per mutual consent / extention.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

12 Trade Payables (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
	Current	Current
i. Trade payables – Micro, small and medium enterprises	–	–
ii. Trade payables – Others	1,995.99	2,054.74
Total	**1,995.99**	**2,054.74**

a) Amounts due to Micro, Small and Medium Enterprises

As per the information available with the Company, there are no Micro, Small and Medium Enterprises, as defined in the Micro, Small, Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

The above information regarding Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company. This is relied upon by the auditors.

Trade Payable Ageing Schedule (Ageing from bill date)

As at March 31, 2023 (₹ in Lakhs)

Particulars	MSME		Others	
Range of O/s period	**Undisputed**	**Disputed**	**Undisputed**	**Disputed**
Unbilled	–	–	1,055.69	–
Not Due	–	–	–	–
Less than 1 year	–	–	21.08	–
1–2 years	–	–	0.79	–
2–3 year	–	–	0.64	–
> 3 years	–	–	917.77	–
Total	**–**	**–**	**1,995.99**	**–**

As at March 31, 2022 (₹ in Lakhs)

Particulars	MSME		Others	
Range of O/s period	**Undisputed**	**Disputed**	**Undisputed**	**Disputed**
Unbilled	–	–	1,008.83	–
Not Due	–	–	–	–
Less than 1 year	–	–	44.99	–
1–2 years	–	–	6.08	–
2–3 year	–	–	0.36	–
> 3 years	–	–	994.48	–
Total	**–**	**–**	**2,054.74**	**–**

13 Current tax liabilit

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Current tax liability net of taxes paid	–	–
Total	**–**	**–**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

14 Revenue from Operations

(₹ in Lakhs)

Particulars	2022-23	2021-22
Revenue from construction contracts		
i. Construction contract revenue	-	-
ii. Operating and Maintenance Income	-	-
Total	**-**	**-**

I. Disclosure in accordance with Ind AS - 115 "Revenue Recognition", of the Companies (Indian Accounting Standards) Rules, 2015

a. Method used to determine the contract revenue : stage of completion method

Method used to determine the stage of completion of contract :
stage of completion is determined as a proportion of costs incurred upto the reporting date to the total estimated cost to complete

a) Revenue disaggregation based on Service Type and Customer type: NIL

Particulars	As at March 31, 2023	As at March 31, 2022
b) Contract Balances		**Current**
Advance from Customers	12,738.05	12,738.05
Retention by Customer	213.46	213.46

15 Other Income

(₹ in Lakhs)

Particulars	2022-23	2021-22
i. Interest Income on Financial Assets at amortised cost	104.71	104.69
ii. Guarantee commission income	580.91	604.39
iii. Profit on Sale of current Investments	-	1.43
vi. Gain on financial asset through FVTPL	249.42	168.95
v. Impairment provision reversed	214.40	329.79
vi. Miscellaneous Income	0.01	-
vii. Sundry Balances W/back	77.97	66.05
viii. W/back on account of one time settlement (OTS)	-	1,401.45
ix. Excess provision reversed	113.73	-
Total	**1,341.15**	**2,676.75**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

The Company had vide letter dated 30th July,2021 conveyed its acceptance to the terms and condition of OTS (One time Settlement) sanctioned vide letter dated 29th June,2021 by one of its lenders for all its dues against the Fund / Non Fund based limits provided and has also paid the full OTS amount of ₹ 835 lacs as per the said sanctioned terms. Accordingly, the company has given effect of the above OTS in the books of accounts. This has resulted in the write back of ₹1401.45 lacs up against the dues of the bank after adjustment of Lien marked fixed deposit against the Bank guarantees issued by the Bank on behalf of the company in the previous year.

16 Employee benefit expenses

(₹ in Lakhs)

Particulars	**2022-23**	**2021-22**
i. Salaries, wages and bonus	66.14	46.61
ii. Gratuity and Leave Encashment	1.07	1.29
iii. Contributions to Provident Fund	2.48	2.10
vi. Staff Welfare Expenses	2.22	2.32
Total	**71.91**	**52.32**

17 Finance Costs:

(₹ in Lakhs)

Particulars	**2022-23**	**2021-22**
i. Interest expenses	768.39	0.93
ii. Interest on Margin Money Deposit	6.00	6.00
iii. Other finance costs	0.01	-
vi. Interest on late payment of direct and indirect taxes	0.04	0.01
Total	**774.44**	**6.94**

18 Depreciation

(₹ in Lakhs)

Particulars	**2022-23**	**2021-22**
Depreciation	2.68	5.23
Total	**2.68**	**5.23**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

19 Other Expenses

(₹ in Lakhs)

Particulars	2022-23	2021-22
Professional Fees	215.98	278.46
Brokerage Expenses	-	0.30
Rent	2.55	3.66
Power & Fuel	0.04	0.03
Travelling Expenses	24.06	23.21
Donation	1.00	-
Communication	1.91	1.85
Insurance	1.77	2.36
IT Appeal Filing Fees	0.23	-
Remuneration to Auditors	17.50	18.50
Office Maintenance	0.02	0.10
Rates & Taxes	20.18	2.73
Bank Charges	0.01	0.04
Printing & Stationary	0.22	0.04
Postage & Courier	0.51	0.58
Motor Car Expenses	1.47	0.82
Directors Fees & Commission	15.50	40.50
Annual Report Expenses	0.35	0.27
Sundry Expenses	88.44	28.40
Provision for Doubtful Debts / Advances	101.62	3.06
Sundry balances written off	0.77	77.30
PPE W/off	-	3.62
Loss on Sale of Investments (refer note 21(c))	-	483.11
Total	**494.13**	**968.94**

a) Payment to auditors

(₹ in Lakhs)

Particulars	2022-23	2021-22
Audit fee including limited review fee	16.50	18.50
Tax Audit	1.00	-
Total payments to auditors	**17.50**	**18.50**

20 Exceptional items (Expenses)/income

(₹ in Lakhs)

	Particulars	2022-23	2021-22
i)	Terminated project net balances writen (off)/back	-	2,959.28
ii)	Provision for impairment of receivables (Net)	(1,785.48)	(30,952.55)
iii)	Provision for impairment of investment (Including Quasi Equity / ICD)	(48,037.43)	(25,271.87)
iv)	Provision for impairment towards invocation of guarantee	(78,052.00)	-
v)	Settlement of claim	-	(4,000.00)
	Total	**(127,874.91)**	**(57,265.14)**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Notes related to Exceptional Items:

2022-2023

a) ₹ 1,785.48 Lacs relating to Impairment of receivables from RGBL/SHPVL & PREL.

b) ₹ 48,037.43 Lacs relating to impairment of investments / Quasi Equity / ICD made towards the project RGBL / SHVPL & PREL.

c) ₹ 78,052.00 Lacs relating to provision made towards impairment of receivables from RGBL towards invocation of Corporate Guarantee by lenders of RGBL.

2021-2022

a) ₹ 51,855.21 Lacs relating to write off of balances of the project being executed of the SPV SSRPL, write back of deferred income relating to the said project, Impairment of receivables from SSRPL and impairment of investment in SSRPL.

b) ₹ 600 Lacs relating to impairment of investments made towards the project SHVPL.

c) ₹ 809.93 Lacs relating to impairment of investments made towards the associate VSPL.

d) ₹ 4,000 Lacs relating to provision made towards settlement of claims arising out of arbitration proceedings.

21 Tax Expense

a) Income tax expense in the statement of profit and loss consists of:

(₹ in Lakhs)

Particulars	2022–23	2021–22
Current Tax	–	–
Taxation for earlier years	-	–
Deferred tax	62.75	53.18
Income tax recognised in statement of profit and loss	**62.75**	**53.18**

b) The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

(₹ in Lakhs)

	Particulars	2022–23	2021–22
A	Current Tax		
	Accounting profit before income tax for 12 months	(127,876.92)	(55,621.82)
	Enacted tax rates in India (%)	25.168%	25.168%
	Computed expected tax expenses	(32,184.06)	(13,998.90)
	Effect of non- deductible expenses	32,230.73	14,577.17
	Effects of deductible Expenses	(219.45)	(642.86)
	Loss Carried forward	172.79	64.60
	Tax	**0.01**	**0.01**
	Tax Rounded Off......	**–**	**–**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

B Deferred Tax

Deferred tax assets/(liabilities) in relation to:- (₹ in Lakhs)

Particulars	Opening	Recognised in profit and loss	Recognised in Other Comprehensive Income	Closing
Property, Plant and Equipment	71.55	(9.79)	-	61.76
Employee benefits	2.34	0.05	-	2.39
Unrealised gain on MF	(329.98)	(53.01)	-	(382.98)
As at March 31, 2023	**(256.10)**	**(62.75)**	**-**	**(318.84)**
Property, Plant and Equipment	81.48	(9.93)	-	71.55
Employee benefits	6.93	(4.59)	-	2.34
Unrealised gain on MF	(291.33)	(38.66)	-	(329.98)
As at March 31, 2022	**(202.92)**	**(53.18)**	**-**	**(256.10)**

22 IND AS 33 "Earning Per Share" of the Companies (Indian Accounting Standards) Rules 2015.

Net Profit / (loss) attributable to Equity shareholders and the weighted number of shares outstanding for basic and diluted earnings per share are as summarised below: (₹ in Lakhs)

Particulars	2022-23	2021-22
Net Profit / (Loss) as per Statement of Profit and Loss	(127,939.67)	(55,675.00)
Outstanding Equity shares at period end	941,830,724	941,830,724
Weighted average Number of Shares outstanding during the period - Basic	941,830,724	941,830,724
Weighted average Number of Shares outstanding during the period - Diluted	941,830,724	941,848,371
Earnings per Share - Basic (₹)	(13.58)	(5.91)
Earnings per Share - Diluted (₹) *	(13.58)	(5.91)

(*) The EPS (in previous period) on dilutive basis is anti-dilutive and therefore it is the same as basic EPS. There are no dilutive shares as at March 31, 2023.

Income tax expense in the statement of profit and loss consists of: (₹ in Lakhs)

Particulars	2022-23	2021-22
Nominal Value of Equity Shares (₹ per share)	2	2
For Basic EPS :		
Total number of equity shares outstanding at the beginning of the period	941,830,724	941,830,724
Add : Issue of Equity Shares	-	-
Total number of equity shares outstanding at the end of the period	941,830,724	941,830,724
Weighted average number of equity shares at the end of the period	941,830,724	941,830,724
For Dilutive EPS :		
Weighted average number of shares used in calculating basic EPS	941,830,724	941,830,724
Add : Equity shares arising on grant of stock options under ESOP	-	17,647
Less : Equity shares arising on grant of stock options under ESOP forfeited /lapsed (included above)	-	-
Weighted average number of equity shares used in calculating diluted EPS	941,830,724	941,848,371

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

23 Details of Loans and Advances in the nature of Loans

a) Disclosure of amounts outstanding at the period end as per Schedule V of the LODR.

(₹ in Lakhs)

Particulars	Balance as on March 31, 2023	Maximum Amount Outstanding during the period	Balance as on March 31, 2022	Maximum Amount Outstanding during the period
Subsidiaries :				
Birmitrapur Barkote Highway Pvt Ltd	–	–	–	605.18
Cochin Bridge Infrastructure Co Limited	904.79	907.79	904.79	922.25
Chitoor Infrastructure Company Pvt Ltd	–	–	9.11	9.11
Earthlink Infrastructure Projects Pvt Ltd	24.82	24.82	1.82	1.82
Gammon Logistics Limited	159.61	159.61	159.61	159.61
Gammon Project Developers Limited	63.79	78.79	78.79	81.54
Gammon Renewable Energy Infrastructure Limited	–	329.33	1,031.33	1,328.33
Gammon Road Infrastructure Limited	–	–	–	132.19
Gammon Seaport Infrastructure Limited	74.10	74.10	74.10	74.10
Indira Container Terminal Private Limited	3,722.47	3,722.47	3,722.47	3,722.47
Patna Highway Projects Limited	10,460.50	10,460.50	10,460.50	10,460.50
Pravara Renewable Energy Limited	2,444.48	2,444.48	2,444.48	2,498.58
Ras Cities And Townships Pvt Ltd	3,700.00	4,200.00	–	–
Rajahmuny Godavari Bridge Limited	2,212.75	2,212.75	2,212.75	2,212.75
Segue Infrastructure Project Pvt Ltd	2.50	2.50	2.50	2.50
Sidhi Singrauli Road Projects Ltd	3,527.16	3,527.16	3,527.16	3,527.16
Sikkim Hydro Power Ventures Limited	3,309.41	3,309.41	3,103.41	3,108.96
Tidong Hydro Power Limited	181.17	181.17	157.23	157.23
Tada Infra development Co Ltd	–	–	–	0.22
Yamunanagar Panchkula Highway Pvt Ltd	915.53	915.53	915.53	915.53
Youngthang Power Ventures Limited	5,668.70	5,734.69	5,734.69	5,734.69

b) Details of investments by loanees in the share of subsidiaries of the Company:

(₹ in Lakhs)

Particulars	Investment in Subsidiary	As on March 31, 2023 (No. of shares)	As on March 31, 2022 (No. of shares)
i. Gammon Projects Developers Limited	Chitoor Infra Company Private Limited	10,000	10,000
	Ras Cities & Townships Private Limited	10,000	10,000
	Earthlink Infrastructure Projects Private Limited	10,000	10,000
	Segue Infrastructure Projects Private Limited	10,000	10,000

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

24 Details of Joint Ventures

a) Details of Joint Ventures entered into by the Company.

(₹ in Lakhs)

Particulars	% of Interest as at	
	March 31, 2023	March 31, 2022
Blue Water Iron Ore Terminal Private Ltd (BWIOTPL)	10.12%	10.12%
SEZ Adityapur Ltd	38.00%	38.00%
GIPL -GECPL JV	40.00%	40.00%
GIPL – GIL JV	95.00%	95.00%
All the above joint ventures entities are incorporated in India.		

25 Commitments

(₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Other Commitments:		
– Share of equity commitment in SPV's	3,792.62	3,792.62
Total	**3,792.62**	**3,792.62**

26 Contingent Liabilities

1. Guarantees:

i) The Company has issued Corporate Guarantees as a security for loan availed by its subsidiaries, amounting to ₹ 239,200.10 lacs (previous period ₹ 229,486.84 lacs)

ii) Bank Guarantees on behalf of SPV ₹ 3,500.00 lacs (previous year ₹ 3,500.00 lacs).

2. Other Contingent liability :

(₹ in Lakhs)

	Particulars	March 31, 2023	March 31, 2022
i)	Claims against the company not acknowledged as debts	275.67	275.67
ii)	Disputed Tax demand against which the Company has preferred appeals	6,184.89	5,973.16
iii)	Tax paid and refunds adjusted against the same	(1,924.63)	(1,924.63)
iv)	TDS demands under rectification	5.27	5.27
v)	Tax demand of SPVs sold for which the Company is liable under the SHA against which the SPV has preferred appeal on the advice of the Company	2,896.66	2,896.66

3.

i) The Company have received a letter for transfer of shares of one of its divested subsidiary from a party who has paid advance for the same. The Company does not acknowledge the Claim due to non satisfaction of certain conditions and is in the process of refunding the said advance to the party.

ii) The project of the Company with Madhya Pradesh Road Development Corporation Limited (MPRDC) has been terminated. The concession Agreement provide for Stringent penalties for delayed and Non completion of the project, taken into above consideration the Liquidated Damages payable by the Company would be ₹4482.32 lakhs from the date of last extension granted by MPRDC i.e. October 19,2017 till August 13, 2020. However the amount is recoverable from the sub Contractor i.e. Techno Unique Infratech Pvt Ltd as per the terms of agreement.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

27 Project Related Notes:

In respect of the following projects / Special Purpose Vehicles (SPVs) of the Company where the company has investment there are legal issues, arbitration proceedings or negotiations with the Concession Grantor for which the Management is taking necessary steps to resolve the matters –

a) **Container Terminal at Mumbai:** The Project was delayed due to non-fulfilment of certain obligations by the Mumbai Port Trust (MbPT) under the License Agreement (LA) signed by the SPV with MbPT. The Roll-On-Roll-Off (RORO) operations was allowed by MbPT as an interim measure for alternate use of the 2 (two) berths for a mix of cargo of container, steel and RORO and is still continuing. However, the revenue generated through alternative use is inadequate for repayment of principal and interest of the Lenders and the credit facility account was declared NPA (Non Performing asset) by the Lenders of the SPV. The SPV 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. A petition was filed by the SPV under section 9 and an application under section 11 of the Arbitration and Conciliation Act, 1996 was also filed where in Order dated 1st August 2019 is passed and interim protection by way of prayer is allowed for carrying ad-hoc RORO operations.

The SPV and the MBPT have nominated their arbitrators and they in turn have jointly appointed the Presiding Arbitrator/Umpire arbitrator and accordingly, the Arbitral Tribunal (AT) is formed. The SPV has duly filed its Statement of Claim (SOC) against MbPT for an amount of ₹ 296,736 lacs on 8th November 2019. MbPT has filed their Statement of Defense (SOD) and filed their Counter Claim of ₹ 240,000 lacs with the Tribunal.

In the meantime, MbPT has sent letters dated May 28, 2021 / October 08, 2021, and invited ICTPL for a settlement of all disputes raised with the Arbitral Tribunal, to which ICTPL has replied and given their concurrence and the process is under active discussion. Both the parties have sought permission to keep the ongoing arbitration in abeyance for the next 6 months since the parties have started conciliation proceedings. A virtual hearing was held by the Tribunal on 01-11-2021 to determine if the above application for keeping the matter in abeyance for a period of 6 months can be allowed and if the same would be in compliance of Arbitration and Conciliation Act,1996. After initial review, the extension was allowed and both the parties were directed to intimate the conciliation proceedings to the tribunal by 25th May,2022. Since there was no outcome, both the parties jointly opined for the further extension and accordingly filed the application for extension from time to time to wait for the outcome of the conciliation proceedings before the CSC. On the last hearing date i.e., on 19.04.2023 virtual hearing was conducted and on joint request of both the parties the Hon'ble Tribunal was pleased to adjourn the matter to 27th July, 2023 , directing parties to appraise the tribunal on the next date and that for any extension henceforth, both the parties shall jointly approach the Hon'ble High Court, Bombay. Since the last date of conciliation process was 31st August,2023 , the SPV has moved an application under section 29(A) before the High court of Mumbai for extension of Arbitration proceedings. The said application has been allowed by Hon'ble High Court and the mandate of the arbitral tribunal is extended from 01.09.2023 for a period of one year.

The SPV's submission of a One-Time Settlement (OTS) proposal to the consortium of Lenders', and the decision on acceptance, which is dependent upon fulfilment of certain conditions, are yet to be concluded.In the meantime the lead Bank has approached NCLT Mumbai Bench against its outstanding dues and submitted its application under Insolvency and Bankruptcy code, 2016. After seeking extension, the SPV has filed its reply and the matter is listed for the next hearing on November 7, 2023.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their report for the year ended March 31, 2023 , and have qualified their report relating to their inability to conclude on impairment pending the settlement of the outstanding dispute. The Management has resumed discussions on revival of the Project with MbPT and the Ministry of Shipping (MoS) and is hopeful of finding an amicable resolution. The exposure of the Company in the SPV / project is 13,249.48 lacs.

b) **Sidhi Singrauli Road Project Limited** (SPV of the company) had signed a Concession Agreement (CA) for 30 years for upgradation of existing highway from two-lane to four-lane with Madhya Pradesh Road Development Corporation Limited (MPRDC). AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited) is the EPC contractor for the Project.

The Project was scheduled to commence commercial operations from 19thSeptember 2015. However, delays on account of MPRDC in providing the required clearances and the Right of Way (ROW), has resulted in the extension of the Commercial Operations Date (COD). These delays have also resulted in increase in project cost, primarily due to increase in interest during construction period resulting from the time overruns and the credit facility with consortium of banks / lenders was classified as Non-Performing Asset (NPA).

Meanwhile, the Lead Bank has also issued notice dated October 15, 2019 for invocation of Corporate Guarantee (CG) issued by the Company in favour of the SPV's Banks / Lenders, due to financial default by the SPV. The SPV and the company have filed its response dated November 11, 2019 to the said notices issued by the Lead Bank. The Lead bank has also sent Demand cum loan recall notice dated 30th December, 2021 demanding repayment of loan availed from the Consortium of Lenders (Including Indian Bank , Allahabad Bank and IIFCL). The SPV has duly replied to the notice vide letter dated 31st January,2022.

During the earlier year, the SPV had received notice of intention to terminate the Project vide letter dated July 17, 2020 from MPRDC followed by a Termination Notice dated August 13, 2020 and advised the SPV vide their letter dated August 24, 2020 to comply with the divestment rights and interest under the provisions of the Concession Agreement and handover the Project to MPRDC.

Pursuant to the Termination Notice issued by MPRDC, SPV has contested the Termination Notice vide their letter dated 1st October 2020 and has approached MPRDC and Ministry of Road Transport and Highways (MoRTH) to find an amicable resolution under the circular dated March 09, 2020, on stuck BOT projects issued by MoRTH in the interest of all the stakeholders. The Company is exploring options to find an amicable resolution for the Project. Meanwhile, the company has also invoked the Arbitration process vide letter dated 22nd February ,2021 and a 3-member Arbitration Tribunal has been constituted. Two virtual hearings were held and the SPV has submitted its Statement of claims amounting to ₹284,804.32 Lacs to the Arbitral Tribunal on 8th September,2021 as per its procedural order dated 2nd June,2021 / extensions granted thereunder. The respondents have also filed their SOD. The SPV has duly replied to the SOD and counter claim filed by MPRDC and also filed rejoinder to the written statement. In the previous hearings, the order was pronounced with a decision that MORTH should be a party to the arbitration proceedings. In the meantime, the Arbitrator nominated by the SPV has excused himself from the Arbitration due to an age ailment. Accordingly, SPV is seeking a replacement for the said Arbitrator.

In view of the issues and problems associated with the progress of the project including the final notice to terminate the project and subsequent developments in various arbitration hearings as detailed above the Company during the year ended March 31,2022 on a prudent basis has made provision for impairment of its investments and written off/(back) project balances amounting to ₹ 51,855.21 lacs in the books of accounts for the year ended 31st March,2022 and shown the same as exceptional

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

item. The exposure of the Company net of provision in the SPV is ₹ 43,629.56 lacs (funded and non-funded). The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their audit report for the year ended March 31, 2023.

c) **Bridge project at Cochin:** The Greater Cochin Development Authority (GCDA) has sought to end the toll collection by unilaterally sealing the toll booth. Cochin Bridge Infrastructure Company Limited (SPV) has initiated arbitration / settlement process. The SPV has also in parallel filed a writ in the matter before the Hon'ble Kerala High Court for specific performance. However, the Government of Kerala approached the Hon'ble High Court for further extension of time and the Court granted extension to settle the matter, subsequent to which the SPV has filed amended plaint. The said SPV pursuant to the assurance given by GCDA and State Government filed a fresh writ petition for directions to GCDA to pay the dues of SPV. The arbitration process were kept in abeyance.

Matter was last listed on 10th July 2019 wherein it was argued and after considering the points of arguments, the Hon'ble High Court passed the orders that the writs petition stands dismissed with reserving the liberty to seek appropriate resolution before the Arbitral Tribunal. The SPV is in the process of re-constituting the Arbitral Tribunal and has intimated GCDA vide its letter dated 3rd January 2020 for revival of the Arbitration proceedings and to appoint their nominee arbitrator. Since, GCDA is neither responding nor appointing its nominee arbitrator, the SPV has filed an application under section 11 & section 14 of the Arbitration and Conciliation Act with the Hon'ble Kerala High Court and duly informed that they have nominated their new arbitrator with regard to reconstitution of the Ld. Arbitral Tribunal. The matter was listed on 21st June,2022 whereby the Hon'ble Kerala High Court appointed the sole arbitrator to adjudicate the disputes. Statement of Claim and Statement of defense has been filed by both the Parties. The parties have filed rejoinder on March 18,2023. The matter was listed on 13th June, 23 , 14th July, 23 and 13th October 2023 for cross examination. The SPV has filed additional documents on 3rd August, 2023. Next hearing is yet to be notified. The exposure of the Company in the SPV is ₹ 2354.26 lacs (funded).

d) **Hydro power project at Himachal Pradesh** -the Project is stalled due to local agitation relating to environment issues. The SPV has received letter from the Government of Himachal Pradesh (GoHP), to discuss the matter mutually towards amicable resolution. After the SPV invoked arbitration on 19th February 2018, the arbitration is now concluded, and the Arbitral Award was pronounced by the Hon'ble Tribunal on 23rd January 2023 in favour of the SPV. Government of Himachal Pradesh has moved Sec 34 against the captioned award and the SPV is in the process of filing reply on the same.The amount of award due to the SPV is expected to be in excess of exposure of ₹ 7,137.95 lacs and therefore the management does not expect any impairment towards the exposure. The Management is hopeful of an early settlement in the matter and is confident of recovering the amount of exposure.

e) The Company has incorporated a SPV for developing Rangit-II Hydroelectric Power Project in Sikkim on Build, Own, Operate and Transfer (BOOT) basis. The Project involves the development of a 66 MW run-of-the-river Hydroelectric Power Project on Rimbi river, a tributary of river (COD). The Project is presently in a state of limbo pending the signing of PPA and achieving financial closure. The Management is of the view that the present situation in the power business is temporary and does not foresee any need for impairment. The matter before NCLT of one of the operational creditors of the SPV has been settled favorably in favor of the SPV.

Post withdrawal of the CIRP proceedings, the company has been in discussion with prospective buyersfor Sale or otherwise dilution of Company's investment in the SPV and have also obtained in principal approval vide special resolution at the EGM dated 12th August,2022. Subsequently the Company has

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

entered into a Share Purchase agreement. There are some conditions precedents which are yet to be fulfilled as on date. Though the company has been actively pursuing the matter, there have been delays in completing some of the condition's precedent to the agreement with the prospective buyer, due to which the transaction has been kept on hold. In view of the uncertainty associated with the agreement with the prospective buyer, the company has made provision in the books of accounts for the year eneded March 31, 2023 towards its balance exposure amounting to ₹9,583.01 lakhs on a prudent basis.

f) Pravara Renewable Energy Limited (SPV of the company) – Pravara has entered into a Project Development Agreement (PDA) with Karkhana (Padmashri Dr. Vithalrao Vikhe Patil Sahakari Sakhar Karkhana Limited) for the development of a 30 MW Cogeneration Project on Build-Own-Operate-Transfer (BOOT) basis. The Concession period is 25 years from Commercial Operation Date (COD).
the viability of the project and the ability to continue as a going concern depends upon the ability of the SPV to procure Baggasse / alternate Fuel at a viable price either from Karkhana under the arrangement to supply them power in return or from the open Market. In view of the pending settlement between the SPV and Karkhana, the availability of adequate Baggasse to run the plant at optimum capacity is a matter of significant uncertainty."

The SPV has filed an application under Sec 9 of Arbitration and conciliation Act, 1996 against Karkhana seeking interim reliefs which was heard by Hon'ble High Court on 30th October, 2021 and adjourned to 22nd November,2021 for filing reply. The Single Judge of the Hon'ble Bombay High Court, after elaborately dealing with the contentions of both the parties, passed an Order dated 11th April,2022 to restrain Karkhana and any representative acting on behalf of the Karkhana, from entering the premises of the SPV's Co-generation Plant pending the hearing/final disposal and until final execution of the Arbitral Award. Subsequently, on 2nd May, 2022, after dealing with the submissions of Karkhana's appeal and contentions of both the parties, Division Bench of the Hon'ble Bombay High Court had admitted the Karkhana's appeal filed under section 37 of the Arbitration & Conciliation Act ("the Act"), and granted stay of the Order dated 11th April, 2022 passed by the Single Judge in Commercial Arbitration Petition (L.) No. 23525 of 2021 (filed under Section 9 of the Act by the Petitioner)

The Company subsequently filed Special Leave Petition (SLP) in the Supreme Court against the impugned Order dated 2nd May 2022 passed by the Hon'ble High Court of Judicature at Bombay and after hearing both the parties, Supreme Court had directed the Company vide order dated 20th May 2022 to approach Arbitration Tribunal for relief since the tribunal is constituted. Accordingly, PREL has filed its relief application under Sec 17 of Arbitration and conciliation Act, 1996 on 18th July 2022 against Karkhana before the Arbitral Tribunal.

In the meantime, Karkhana approached Debts Recovery Tribunal, Aurangabad and the matter was listed with objections on the maintainability and the Interlocutory application No 1239/2021 for seeking certain directions for stay. On 29th December 2021, Hon'ble DRT Aurangabad, without issuing any notice to the Company, passed an Ex-party order of "Status quo" and granted the liberty to the Karkhana to settle the matter with the Lenders. The Company had challenged the said Ex-party Order before the Hon'ble DRAT, Mumbai. Subsequently, by virtue of order dated 8th September 2022 the court receiver has been appointed by DRT Aurangabad, wherein the Company's consent had been wrongly recorded for the appointment of a receiver. The Company thereafter filed Civil Writ Petition (L) No. 8044/2022 before the Bombay High Court, Aurangabad Bench against the appointment of Court Receiver and appraised the court that the Presiding officer of DRAT had excused himself in the matter and since then an alternate bench has still not been assigned. The Bombay High Court, Aurangabad Bench was pleased to direct the Registry of DRAT vide its order dated

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

29th March 2023 to file its report with respect to the appointment of an alternate bench.The report was duly filed by the Registry of DRAT and based on the same, the bench passed an order that the matter would be heard at DRAT Chennai and the writ petition was disposed off accordingly.

The company has also challenged the award passed by the Arbitral Tribunal under Section 34 of Arbitration and Conciliation Act, 1996, passed in favor of Ask Energy, an Operational Creditor. In the meantime, Ask Energy has moved the execution petition before the Hon'ble High Court with a request to issue notice to Garnishee, Maharashtra State Electricity Development Corporation (MSEDCL) as well as Karkhana. On the directions of the Hon'ble High Court MSEDCL has deposited a sum of ₹ 3.86 Cr under protest and the company has opposed the above execution petition at Hon'ble High Court.

The borrowing facility of the company has been marked as non performing assets by the lenders, hence no interest has been debited by the lenders in the Loan Statements. 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. Recall notice date 27/09/2021 and 22/11/2021 were issued by the Lenders , Central Bank of India and Union Bank of India respectively vide which both the lenders recalled the entire outstanding amounts owed by the Company (Term loan and Cash credit) to which the company has suitably replied. Also, Both the lenders have jointly filed an Original Application No. 69/2021 before the DRT-II, New Delhi, against the Company and others for the enforcement of the claims of lenders against the Company, in respect of the Term Loan and Working Capital Loan sanctioned to the Company by the lenders. Ex Parte Order was passed by DRT II, Delhi with a direction to maintain status quo in respect of assets as per section 19 sub-section (4) of the Recovery of Debts and Bankruptcy Act 1993." The company has challenged the Order passed by DRT II, Delhi. Written statements and counter claim has been filed by the company, however there has been no reply from the applicants. The matter was kept in abeyance following the admission order of NCLT and appointment of IRP. Next date of hearing on the captioned matter is yet to be notified.
Also on 9th March,2022 / 26th May,2022, Union Bank of India / Central Bank of India respectively affixed the impugned notice under Section 13(4) of the SARFAESI Act 2002 at the premises of the Company's Co-gen plant and taken symbolic possession. The Company has challenged both the notices at DRT, Mumbai. Both the matters are pending for filing replies by the Respondents. In the meantime, Lead bank Central Bank of India has moved ahead and issued notice for sale under Rule 8(6) of the Security Interest (Enforcement) Rules of SARFAESI Act, 2002 vide letter dated 16th February 2023. The Company filed an IA for Stay before DRT Mumbai and order dated 3rd March 2023 was passed by DRT that based on the submission of the Bank no bids were received and therefore Auction has failed

An operational creditor of the Company had approached NCLT Mumbai against its outstanding dues and submitted its application under Insolvency and Bankruptcy code, 2016 in 2018. Though the company had cleared all the dues in the meantime, final order C.P.(IB)-2976(MB)/2018 dated 6th January,2023 was passed by Hon'ble NCLT Mumbai bench Court-II under Insolvency and Bankruptcy code, 2016 for admission of the petition and Interim Resolution Professional was appointed to carry the functions as mentioned under the Insolvency & Bankruptcy Code, 2016. The Company filed an Appeal in NCLAT on against the aforesaid impugned order and Hon'ble NCLAT wherein was pleased grant an interim stay vide order dated 3rd February,2023. The interim stay was further adjourned for 4 weeks from 28.03.2023. The matter has now been tagged along with the similar appeal filed by one on the lenders of the SPV against the impugned order and is adjourned till 1st November,2023 for filing replies of respondents.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

The Credit facilities are marked as Non-Performing Assets. The use of coal as an alternate fuel has other issues of cost and operations. The lenders also are not providing any further funding for the procurement of the inventory for the running of the plant. All these conditions indicate a material uncertainty in the Company's ability to continue as a going concern. Also, Karkhana has taken illegal / unauthorized possession of the Plant and has been running the plant without authorization / consent of the Company. In view of the above situation, power generated for the period Jan 22 to till date exported to the Grid has not been accounted for as Revenue in the books of the Company. Similarly, Fuel (Bagasse) and electricity consumed at the Plant for the generation of power for the captioned period of Jan 22 till date has not been accounted as expense / Inventory in the books of accounts.

The management, however, is hopeful of resolving the issues and accordingly these financials are prepared on a going concern basis. In view of the multiple legal issues going on at various forums and the SPV still being not in possession of the Plant, the funded exposure of the Company in the SPV amounting to Rs 10,700.04 lacs has been provided in the books of accounts for the year eneded March 31, 2023 on a prudent basis. The balance non fund based exposure in SPV is ₹ 19,167.00 lacs as at March 31, 2023.

28 Material Uncertainty related to Going Concern

There is a continuing mismatch of cash flows including the dues to the subsidiary which are due for repayment pursuant to negotiation., The current liabilities are in excess of current assets by ₹ 1,42,468.05 lacs as at March 31, 2023. The liquidity crunch is affecting the Company's operation with increasing severity. Further, various projects of the Company as stated in detail in Note 28 above are under stress and the outcome of the continuance of these projects would be dependent upon favourable decision being received by the Management on the outstanding litigations. The resolutions planned by the Management are pending since a long time and are not concluding in favor of the Company.

The Management however is confident that the going concern assumption and the carrying values of the assets and liabilities in these Standalone Financial Results are appropriate. Accordingly, the Financial Statements do not include any adjustments that may result from these uncertainties.

29 Other Financial Assets includes ₹ 1,514.01 lacs due from Western Coalfields Limited (WCL) on account of wrongful encashment of bank guarantee against which the Company has filed a suit for Recovery of damages. Subsequent to the encashment, the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Company has sought a legal opinion in this matter and has been advised that it has a good case for recovery of the amount. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. The next date has been fixed for 29th November,2023. Pending the outcome, the Company has shown bank guarantee encashment amount as receivable from WCL.

30 During the previous periods, in respect of 2 (two) of its subsidiary companies, Corporate Insolvency Resolution Proceedings (CIRP) were initiated by financial creditors of the respective subsidiaries by filing a petition before the Hon'ble National Company Law Tribunal (NCLT). The NCLT admitted the petition and accordingly, the Boards of the respective subsidiaries were superseded, and Interim Resolution Professional/ Resolution Professional (RP) were appointed. Accordingly, the Company namely; AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited) lost control over these 2 subsidiaries. The subsidiaries are:

a) **Patna Highway Projects Limited (PHPL):**
Patna Highway Projects Limited (PHPL): One of the Lender i.e. Corporation Bank (merged with Union Bank of India w.e.f. 1st April 2020) had filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) with NCLT which had been admitted and

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

an Interim Resolution Professional (IRP) had been appointed on 7th January 2020. The Net exposure of the Company is ₹ 1,40,318.58 lacs (funded and non-funded). The investments presently are carried at Fair Value through Profit & Loss. The valuation exercise has been concluded by the Resolution Professional (RP). The extent of impairment required in the books of accounts of the Company, if necessary will be assessed and given effect on the receipt of valuation report and its acceptance by the Company. The Corporate Guarantee provided by the Company are continued to be shown as contingent liabilities.

Resolution Plan submitted by Silver Point has been accepted by the COC/ RP against which the Company had filed an intervention application before NCLT, which has since been rejected by Hon'ble NCLT. The NCLT vide order dated May 10, 2022, has approved the resolution plan. The Company has filed an appeal on 13th July 2022 against the impugned order in NCLAT. Respondents filed their replies and SPV has filed their rejoinders on 21.02.2023. The matters were taken up on 10.05.2023, wherein Appeal/920/2022 was reserved for order and finally on 25th May, 2023 the captioned appeal was dismissed by Hon'ble NCLAT vide order dated 25th May,2023.The Company has filed Special Leave Petition (SLP) in the Supreme Court against the impugned Order on 3rd July, 2023. The Company has also filed IA(I.B.C)-5000/2023 on September 6, 2023 in NCLT New Delhi under Section 65 of the Insolvency and Bankruptcy Code against RP and others for Fraudulent and Malicious Initiation of the Corporate Insolvency Resolution Process by the RP in active connivance of the Banks, ARC, SRA. Next listing date is 28th November,2023.

b) Rajahmundry Godavari Bridge Limited (RGBL):

One of the Consortium Banks of RGBL had initiated and filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) with NCLT. The Hon'ble NCLT had passed an order dated 27th February 2020 admitting the matter to Corporate Insolvency Resolution Process (CIRP) under the IBC and appointing an Interim Resolution Professional (IRP) on 27th February 2020. The IRP has been replaced with a new Resolution Professional (RP) pursuant to the Hon'ble NCLT order dated August 21, 2020, which was issued on September 08, 2020, based on an application filed by the Committee of Financial Creditors / Lenders and the new RP has taken charge of RGBL from the erstwhile IRP and the Project.

The Company had filed an Intervention Application at Hon'ble NCLT being aggrieved by the rejection of COC to consider the proposal dated 24.02.2022 of the applicant under section 12A of IBC. The matter was listed on 7th June,2022 for admission of the petition. The Hon'ble Members were pleased to direct the RP to file reply to the subject IA and further stated that upon approval of the resolution plan by the CoC, application under section 12A is not maintainable. At the next hearing dated 21st June,2022 the company requested for time to file an affidavit in rejoinder to the reply filed by the Resolution Professional. Resolution Plan submitted by M/s. Prakash Asphaltings & Toll Highways (India) Limited has been accepted by the COC/ RP against which the company had filed an intervention application before NCLT, challenging the Resolution Plan, which has since been rejected by Hon'ble NCLT. The NCLT vide order dated August 10, 2022, has approved the resolution plan. The company has filed an appeal against the impugned order in NCLAT which was pending admission. The Company has subsequently withdrawn the appeal pending and the same was approved vide Hon'ble NCLAT order dated 16th May, 2023. The company had made a provision in the books of accounts during the year towards its entire funded exposure in the SPV amounting to ₹1,08,190.66 lacs on a prudent basis. The balance non fund based exposure in SPV is ₹ 9,812.22 lacs as at March 31, 2023.

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

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

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

32 Disclosure in accordance with Ind AS – 108 "Operating Segments", of the Companies (Indian Accounting Standards) Rules, 2015.

The Company's operations constitutes a single business segment namely "Infrastructure Development" as per INDAS 108. Further, the Company's operations are within single geographical segment which is India. As such, there is no separate reportable segment under Ind AS – 108 on Operating Segments.

There is no revenue from operations and therefore the disclsosure of major customer is not provided.

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

Details are given in Annexure -1

34 Derivative Instruments and Unhedged Foreign Currency Exposure

There are no derivative instruments outstanding as at March 31, 2023 and March 31, 2022 . The Company has no foreign currency exposure towards liability outstanding as at March 31, 2023 and March 31, 2022.

35 Significant accounting judgements, estimates and 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. 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.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

36 Financial Instruments

I. The carrying value and fair value of financial instruments by categories as at March 31, 2023, March 31, 2022 is as follows:

(₹ in Lakhs)

Particulars	Carrying Value		Fair Value	
	As at March 31, 2023	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**
a. Financial assets				
Amortised Cost				
Loans	3,700.00	3,484.92	3,700.00	3,484.92
Others	5,241.48	85,179.81	5,241.48	85,179.81
Trade receivables	524.41	524.41	524.41	524.41
Cash and cash equivalents	159.78	69.13	159.78	69.13
FVTPL				
Mutual Funds	5,432.58	5,183.15	5,432.58	5,183.15
Total Financial Assets	**15,058.24**	**94,441.41**	**15,058.24**	**94,441.41**
b. Financial liabilities				
Amortised Cost				
Borrowings	13,928.30	10,930.59	13,928.30	10,930.59
Trade payables	1,995.99	2,054.74	1,995.99	2,054.74
Others	126,945.61	126,243.18	126,945.61	126,243.18
Total Financial Liabilities	**142,869.90**	**139,228.52**	**142,869.90**	**139,228.52**

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.

37 Fair Value Hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

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

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

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable nputs).

The following table presents the fair value measurement hierarchy of financial assets and liabilities measured at fair value on recurring basis as at March 31, 2023 and March 31, 2022

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	Date of Valuation	Fair Value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets measured at fair value				
Mutual funds – Growth plan	31-Mar-22	5,183.15	–	–
Total financial assets		**5,183.15**	**–**	**–**
Financial assets measured at fair value				
Mutual funds – Growth plan	31-Mar-23	5,432.58	–	–
Total financial assets		**5,432.58**	**–**	**–**

38 Financial Risk Management

The Company is in the business of infrastructure development and it undertakes projects in multiple infrastructure segments. The nature of the business is complex and the Company is exposed to multiple sector specific and generic risks. PPP projects which the Company undertakes are capital intensive and have gestation periods ranging between 3 to 5 years; coupled with longer ownership periods of 15 to 35 years. Given the nature of the segments in which the company operates, be it in the Road Sector, Power Sector, Ports or Urban Development, it is critical to have a robust, effective and agile Risk Management Framework to ensure that the Company's operational objectives are met and continues to deliver sustainable business performance. Over the years, several initiatives have been taken by the Company to strengthen its risk management process. An enterprise wide comprehensive risk management policy including risk appetite, tolerance and risk limits for more effective, informed and measurable risk management has been developed and it continues to evolve

The Company's activities expose it 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 primary market risk to the company is interest rate risk.

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

Financial risk factors

i) Business / 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.

One of the first and foremost business risk is the achievement of the traffic projections made at the time of the bid. This will include the introduction of alternate roads by the state or central government which impacts the traffic projected to ply on the asset under the control of the Company. The concession agreement provides some safeguards in this regard but many of them are unforeseen and exposes the Company / SPV to risk.

ii) Capital and Interest rate Risk

Infrastructure projects are typically capital intensive and require high levels of long-term debt financing. The Company intends to pursue a strategy of continued investment in infrastructure development projects. In the past, the Company was able to infuse equity and arrange for debt financing to develop infrastructure

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

projects on acceptable terms at the SPV-level of relevant projects. However, the Company believes that its ability to continue to arrange for capital requirements is dependent on various factors. These factors include: timing and internal accruals generation; timing and size of the projects awarded; credit availability from banks and financial institutions; the success of its current infrastructure development projects. Besides, there are also several other factors outside its control. However, the Company's track record has enabled it to raise funds at competitive rates. The Company's average cost of debt remains at 11.5% p.a.

iii) Interest rate sensitivity

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

Particulars	Increase/ Decrease in basis points	Effects on Profit before tax
March 31, 2023	Plus 100 basis point	45.60
	Minus 100 basis points	(45.60)
	Plus 100 basis point	(108.33)
March 31, 2022	Minus 100 basis points	108.33

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

iv) 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.

a) Trade and Other Receivables

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ₹ 524.41 lacs as at March 31, 2023 and ₹524.41 lacs as at March 31, 2022 , which is primarily from the SPV of the Company.

v) Liquidity risk

The company's principal sources of liquidity are cash and bank balances and the cash flow that is generated from operations.

The company has outstanding borrowings of ₹13,928.30 lacs as at March 31, 2023 and ₹ 10,930.59 lacs as at March 31, 2022.

The companies' working capital is not sufficient to meet its current requirements. Accordingly, liquidity risk is perceived. The Current Liabilities of the Company exceeds current Assets by ₹1,42,468.05 Lakhs as at March 31, 2023 and by ₹1,41,676.46 Lakhs as at March 31, 2022. These conditions indicate the existence of an uncertainty as to timing and realization of cash flow of the company.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

The Working Capital Position of the Company is given below: (₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Cash and Cash Equivalent	148.39	58.37
Bank Balance	11.39	11.50
Current Investments	5,432.58	5,183.15
Trade receivable	310.94	310.94
Other Financial Assets	2,638.64	4,614.51
Total	**8,541.94**	**10,178.48**

The table below provides details regarding the contractual maturities of significant financial liabilities :

(₹ in Lakhs)

Particulars	Less than 1 year	1-2 year	2-5 years	More than 5 years
As at March 31, 2023				
Borrowings	9,428.30	4,500.00	–	–
Trade Payables	1,995.99		–	–
Other Financial Liabilities	123,112.84	3,832.77	–	–
Total	**134,537.12**	**8,332.77**	**-**	–
As at March 31, 2022				
Borrowings	10,930.59	–	–	–
Trade Payables	2,054.74	–	–	–
Other Financial Liabilities	122,410.41	3,832.77	–	–
Total	**135,395.74**	**3,832.77**	**-**	–

(vi) Competition Risk:

The Company is operating in a highly competitive environment with various Companies wanting a pie in the project. This invariably results in bidding for projects at low margins to maintain a steady flow of the projects to enable the group to retain the projects team and to maintain sustainable operations for the Company and the SPVs. The ability of the Company to build the infrastructure at a competitive price and the ability to start the tolling operations is very important factor in mitigating the competition risk for the group

(vii) Input cost risk

Raw materials, such as bitumen, stone aggregates cement and steel, need to be supplied continuously to complete projects undertaken by the group. As mentioned in the earlier paragraph of the business risk and the competition risk the input cost is a major risk to attend to ensure that the Company is able to contain the project cost within the estimate projected to the lenders and the regulators. To mitigate this the group sub-contracts the construction of the facility at a fixed price contract to various subcontractor within and without the group.

(viii) Exchange risk

Since the operations of the group are within the country the group is not exposed to any exchange risk directly. The group 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.

39 Capital management

For the purpose of the Group'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.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The gearing ratio in the infrastructure business is generally high. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

(₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Gross Debt	13,928.30	10,832.46
Less:		
Cash and Cash Equivalent	148.39	58.37
Bank Balance	11.39	11.50
Marketable Securities -Liquid Mutual Funds	5,432.58	5,183.15
Net debt	**8,335.94**	**5,579.43**
Total Equity	**(98,204.68)**	**29,734.13**
Gearing ratio (A/B)	**(0.08)**	**0.19**

40 The information about transaction with struck off Companies (defined under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956) has been determined to the extent such parties have been identified on the basis of the information available with the Company and the same is relied upon by the auditors.

41 Analytical Ratios as per requirements of Schedule III are given in Annexue – 2

42 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, 2022

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

Place : Mumbai
Date : October 23, 2023

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer

Kaushal Shah
Company Secretary
(Membership No. ACS 18501)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1

Related Party Disclosure (Refer Note 33)

a) Relationships :

Entity where control exists :

1. Gammon Power Limited – Entities having significant influence (w.e.f Sept 08,2017)
2. Gammon India Limited – Entities having significant influence

	Subsidiaries:		
1.	Birmitrapur Barkote Highway Pvt Ltd	14.	Ras Cities and Townships Private Limited
2.	Chitoor Infrastructure Company Private Limited	15.	Segue Infrastructure Projects Pvt Ltd
3.	Cochin Bridge Infrastructure Company Limited	16.	Sidhi Singrauli Road Project Ltd
4.	Earthlink Infrastructure Projects Pvt Ltd	17.	Sikkim Hydro Power Ventures Limited
5.	Gammon Logistics Limited	18.	Sony Mony Developers Private Limited (w.e.f May 13, 2022)
6.	Gammon Projects Developers Limited	19.	Tada Infra Development Company Limited
7.	Gammon Renewable Energy Infrastructure Limited	20.	Tidong Hydro Power Limited
8.	Gammon Road Infrastructure Limited	21.	Vijaywada Gundugolanu Road Project Pvt Ltd
9.	Gammon Seaport Infrastructure Limited	22.	Yamunanagar Panchkula Highway Pvt Ltd
10.	Haryana Biomass Power Limited	23.	Youngthang Power Ventures Limited
11.	Indira Container Terminal Private Limited	24.	Patna Highway Projects Limited (Refer Note 30 (a))
12.	Marine Projects Services Limited	25.	Rajahmundry Godavari Bridge Limited (Refer Note 30 (b))
13.	Pravara Renewable Energy Limited		

	Joint Ventures:		**Key Management Personnel:**
1.	Blue Water Iron Ore Terminal Private Limited	1.	Mineel Madhukar Mali – Wholetime Director
2.	SEZ Adityapur Limited	2.	Chayan Bhattachajee (up to July 26,2022) Non – Executive Director
3.	GIPL – GIL JV	3.	Homai A Daruwalla- Independent Director
4.	GIPL – GECPL JV	4.	Mahendra Kumar Agarwala – Independent Director
		5.	Jaysingh Ashar (up to November 26, 2022) Non – Executive Director
		6.	Sunil Chabaria- Independent Director
		7.	Vinod B Sahai- Independent Director
		8.	Subhrarabinda Birabar (w.e.f 26/11/2022)-Non-Executive Director

	Associates:
1.	Elgan India Martrade Private Limited (Formerly Eversun Sparkle Maritime Services Private Limited)
2.	ATSL Infrastructure Projects Limited
3	Modern Tollroads Limited
4	Vizag Seaport Private Limited (w.e.f. October 28, 2021)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

a) Details of related parties transactions for the period ended on March 31, 2023

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
Rent Paid	**1.20**	**–**	**–**	**–**	**–**	**1.20**
	(1.20)	**–**	**–**	**–**	**–**	**(1.20)**
– Gammon India Limited	1.20	–	–	–	–	1.20
(Previous Year)	(1.20)	–	–	–	–	(1.20)
– Pravara Renewable Energy Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
Guarantee Commission income	**–**	**–**	**580.91**	**–**	**–**	**580.91**
	–	**–**	**(604.39)**	**–**	**–**	**(604.39)**
– Patna Highway Projects Ltd	–	–	460.73	–	–	460.73
(Previous Year)	–	–	(481.18)	–	–	(481.18)
– Sidhi Singrauli Road Projects Ltd	–	–	120.18	–	–	120.18
(Previous Year)	–	–	(123.21)	–	–	(123.21)
Interest Income	**–**	**–**	**3.27**	**–**	**–**	**3.27**
	–	**–**	**(25.23)**	**–**	**–**	**(25.23)**
– Gammon Renewable Energy Infrastructure Limited	–	–	3.27	–	–	3.27
(Previous Year)	–	–	(25.23)	–	–	(25.23)
Loss on Sales of investment	**–**	**–**	**–**	**–**	**–**	**–**
	–	**–**	**(483.11)**	**–**	**–**	**(483.11)**
– Vizag Seaport Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(483.11)	–	–	(483.11)
Provision for Impairment of Investments	**–**	**–**	**45,875.33**	**–**	**–**	**45,875.33**
	–	**–**	**(25,271.87)**	**–**	**–**	**(25,271.87)**
– Vizag Seaport Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(809.93)	–	–	(809.93)
– Rajahmundry Godavari Bridge Limited	–	–	29,841.50	–	–	29,841.50
(Previous Year)	–	–	–	–	–	–
– Pravara Renewable Energy Limited	–	–	6,708.35	–	–	6,708.35
(Previous Year)	–	–	–	–	–	–
– Sidhi Singrauli Road Projects Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(23,922.03)	–	–	(23,922.03)
– Sikkim Hydro Power Ventures Limited	–	–	9,043.10	–	–	9,043.10
(Previous Year)	–	–	(539.91)	–	–	(539.91)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Vijaywada Gundugolanu Road Project Pvt Ltd	–	–	282.39	–	–	282.39
(Previous Year)	–	–	–	–	–	–
Provision for ICD/ Current Account/ Other Balances during the year	**–**	**–**	**85,168.74**	**0.12**	**–**	**85,168.86**
	–	**–**	**(30,955.51)**	**(0.10)**	**–**	**(30,955.61)**
– Birmitrapur Barkote Highway Pvt Limited	–	–	0.77	–	–	0.77
(Previous Year)	–	–	–	–	–	–
– Chitoor Infra Co Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Earthlink Infrastructure Project Pvt Ltd	–	–	23.28	–	–	23.28
(Previous Year)	–	–	(0.41)	–	–	(0.41)
– Gammon Logistic Ltd	–	–	0.24	–	–	0.24
(Previous Year)	–	–	(0.21)	–	–	(0.21)
– Gammon Road Infrastructure Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Gammon Project Developers Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(0.18)	–	–	(0.18)
– GIPL – GIL JV	–	–	–	0.12	–	0.12
(Previous Year)	–	–	–	(0.10)	–	(0.10)
– Haryana Biomass Projects Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Gammon Seaport Infrastructure Limited	–	–	0.15	–	–	0.15
(Previous Year)	–	–	(0.73)	–	–	(0.73)
– Marine Projects Services Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Rajahmundry Godavari Bridge Limited	–	–	78,350.36	–	–	78,350.36
(Previous Year)	–	–	–	–	–	–
– Pravara Renewable Energy Limited	–	–	3,991.69	–	–	3,991.69
(Previous Year)	–	–	–	–	–	–
– Sidhi Singrauli Road Projects Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(30,892.45)	–	–	(30,892.45)
– Sikkim Hydro Power Ventures Limited	–	–	2,772.83	–	–	2,772.83

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	(60.09)	–	–	(60.09)
– Segue Infrastructure Projects Pvt Ltd	–	–	0.13	–	–	0.13
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Tidong Hydro Power Ltd	–	–	24.63	–	–	24.63
(Previous Year)	–	–	(1.11)	–	–	(1.11)
– Tada Infra Development Company Limited	–	–	3.85	–	–	3.85
(Previous Year)	–	–	–	–	–	–
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	0.38	–	–	0.38
(Previous Year)	–	–	(0.17)	–	–	(0.17)
Reversal of Provision for ICD/ Current Account/ Investment / Other Balances during the year	**–**	**–**	**126.63**	**214.40**	**–**	**341.02**
	–	**–**	**(1,082.87)**	**(0.48)**	**–**	**(1,083.35)**
– Gammon Renewable Energy Infrastructure Limited	–	–	–	–	–	–
(Previous Year)	–	–	(329.33)	–	–	(329.33)
– Modern Toll Road Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	(0.48)	–	(0.48)
– Haryana Biomass Power Limited	–	–	–	–	–	–
(Previous Year)	–	–	(0.38)	–	–	(0.38)
– Tada Infra Development Company Limited	–	–	–	–	–	–
(Previous Year)	–	–	(14.21)	–	–	(14.21)
– Rajahmundry Godavari Bridge Limited	–	–	46.10	–	–	46.10
(Previous Year)	–	–	–	–	–	–
– Sikkim Hydro Power Ventures Limited	–	–	63.42	–	–	63.42
(Previous Year)	–	–	–	–	–	–
– Birmitrapur Barkote Highway Pvt Limited	–	–	–	–	–	–
(Previous Year)	–	–	(605.63)	–	–	(605.63)
– Gammon Road Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(133.31)	–	–	(133.31)
– Gammon Projects Developers Limited	–	–	17.11	–	–	17.11
(Previous Year)	–	–	–	–	–	–
-Elgan India Martrade Private Limited				214.40	–	214.40

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)				–	–	–
– Vijaywada Gundugolanu Road Project Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
Write Back of ICD/ Current Account/Investment / Other Balances during the year	**–**	**–**	**0.05**	**–**	**–**	**0.05**
	–	**–**	**(10.40)**	**–**	**–**	**(10.40)**
– Vizag Seaport Private Limited	–	–	0.05	–	–	0.05
(Previous Year)	–	–	–	–	–	–
– Marine Projects Services Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(10.40)	–	–	(10.40)
ICD/ Current Account/ Investment/Other Balances – Written Off during the year	**–**	**–**	**–**	**–**	**–**	**–**
	–	**–**	**(770.94)**	**(0.48)**	**–**	**(771.42)**
– Modern Toll Road Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	(0.48)	–	(0.48)
– Birmitrapur Barkote Highway Pvt Limited	–	–	–	–	–	–
(Previous Year)	–	–	(605.18)	–	–	(605.18)
– Haryana Biomass Power Limited	–	–	–	–	–	–
(Previous Year)	–	–	(0.55)	–	–	(0.55)
– Cochin Bridge Infrastructure Company Limited	–	–	–	–	–	–
(Previous Year)	–	–	(17.47)	–	–	(17.47)
– Gammon Road Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(133.59)	–	–	(133.59)
– Tada Infra Development Company Limited	–	–	–	–	–	–
(Previous Year)	–	–	(14.16)	–	–	(14.16)
Provision for ICD / Current Account/ Other Balances payable during the year	**–**	**–**	**283.11**	**–**	**–**	**283.11**
	–	**–**	**–**	**–**	**–**	**–**
– Vijaywada Gundugolanu Road Project Pvt Ltd	–	–	283.11	–	–	283.11
(Previous Year)	–	–	–	–	–	–
Director Sitting fees and Commission	**–**	**–**	**–**	**–**	**15.50**	**15.50**
	–	**–**	**–**	**–**	**(40.50)**	**(40.50)**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Homai A Daruwala	–	–	–	–	3.50	3.50
(Previous Year)	–	–	–	–	(8.50)	(8.50)
– Jaisingh Liladhar Ashar	–	–	–	–	2.50	2.50
(Previous Year)	–	–	–	–	(6.00)	(6.00)
Chayan Bhattachajee	–	–	–	–	0.50	0.50
(Previous Year)	–	–	–	–	(4.50)	(4.50)
Mahendra Kumar Agarwal	–	–	–	–	3.50	3.50
(Previous Year)	–	–	–	–	(9.00)	(9.00)
– Sunil Chhabaria	–	–	–	–	2.50	2.50
(Previous Year)	–	–	–	–	(6.00)	(6.00)
– Vinod B Sahai	–	–	–	–	3.00	3.00
(Previous Year)	–	–	–	–	(6.50)	(6.50)
Inter corporate loans given to	**–**	**–**	**4,455.94**	**–**	**–**	**4,455.94**
(Transaction Value)	**–**	**–**	**(1,129.00)**	**–**	**–**	**(1,129.00)**
– Cochin Bridge Infrastructure Co Ltd	–	–	3.00	–	–	3.00
(Previous Year)	–	–	–	–	–	–
– Earthlink Infrastructure Project Pvt Ltd	–	–	23.00			23.00
(Previous Year)	–	–	–	–	–	–
– Ras Cities And Townships Pvt Ltd	–	–	4,200.00	–	–	4,200.00
(Previous Year)	–	–	–	–	–	–
– Sikkim Hydro Power Ventures Ltd	–	–	206.00			206.00
(Previous Year)	–	–	–	–	–	–
– Tidong Hydro Power Ltd	–	–	23.94	–	–	23.94
(Previous Year)	–	–	–	–	–	–
– Gammon Renewable Energy Infrastructure Limited	–	–	–	–	–	–
(Previous Year)	–	–	(1,129.00)	–	–	(1,129.00)
Refund of inter corporate loans given	**–**	**–**	**1,615.75**	**–**	**–**	**1,615.75**
(Transaction Value)	**–**	**–**	**(427.00)**	**–**	**–**	**(427.00)**
– Gammon Renewable Energy Infrastructure Limited	–	–	1,031.75	–	–	1,031.75
(Previous Year)	–	–	(427.00)	–	–	(427.00)
– Cochin Bridge Infrastructure Co Ltd	–	–	3.00	–	–	3.00
(Previous Year)	–	–	–	–	–	–
– Gammon Projects Developers Limited	–	–	15.00	–	–	15.00

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	–	–	–	–
– Ras Cities And Townships Pvt Ltd	–	–	500.00	–	–	500.00
(Previous Year)	–	–	–	–	–	–
– Youngthang Power Ventures Ltd	–	–	66.00	–	–	66.00
(Previous Year)	–	–	–	–	–	–
Expenses incurred/ payments made by the Company on behalf of	**–**	**–**	**1,768.51**	**350.44**	**–**	**2,118.95**
	–	**–**	**(1,140.41)**	**(335.86)**	**–**	**(1,476.27)**
– Birmitrapur Barkote Highway Pvt Ltd	–	–	0.16	–	–	0.16
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Chitoor Infra Company Pvt Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Cochin Bridge Infrastructure Co Ltd	–	–	1.04	–	–	1.04
(Previous Year)	–	–	(0.38)	–	–	(0.38)
– Gammon Logistic Ltd	–	–	0.24	–	–	0.24
(Previous Year)	–	–	(0.21)	–	–	(0.21)
– Gammon Project Developers Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	(0.17)	–	–	(0.17)
– Gammon Renewable Energy Infrastructure Limited	–	–	4.49	–	–	4.49
(Previous Year)	–	–	(2.21)	–	–	(2.21)
– GIPL – GIL JV	–	–	–	0.12	–	0.12
(Previous Year)	–	–	–	(0.10)	–	(0.10)
– GIPL – GECPL JV	–	–	–	350.32	–	350.32
(Previous Year)	–	–	–	(335.76)	–	(335.76)
– Haryana Biomass Power Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	(0.17)	–	–	(0.17)
– Indira Container Terminal Pvt Ltd	–	–	1,298.42	–	–	1,298.42
(Previous Year)	–	–	(723.22)	–	–	(723.22)
– Marine Project Services Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Patna Highway Projects Ltd	–	–	3.44	–	–	3.44
(Previous Year)	–	–	(10.08)	–	–	(10.08)
– Pravara Renewable Energy Ltd	–	–	193.80	–	–	193.80
(Previous Year)	–	–	(219.51)	–	–	(219.51)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Rajahmundry Godavari Bridge Ltd	–	–	52.19	–	–	52.19
(Previous Year)	–	–	(126.49)	–	–	(126.49)
– Ras Cities And Townships Pvt Ltd	–	–	0.42	–	–	0.42
(Previous Year)	–	–	(0.15)	–	–	(0.15)
– Segue Infrastructure Projects Pvt Ltd	–	–	0.37	–	–	0.37
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Sidhi Singrauli Road Projects Ltd	–	–	97.51	–	–	97.51
(Previous Year)	–	–	(28.25)	–	–	(28.25)
– Sikkim Hydro Power Ventures Ltd	–	–	21.64	–	–	21.64
(Previous Year)	–	–	(17.92)	–	–	(17.92)
– Tada Infra Development Company Limited	–	–	3.85	–	–	3.85
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Tidong Hydro Power Ltd	–	–	0.69	–	–	0.69
(Previous Year)	–	–	(0.17)	–	–	(0.17)
– Vijayawada Gundugolanu Road Project Pvt Ltd	–	–	0.44	–	–	0.44
(Previous Year)	–	–	(0.36)	–	–	(0.36)
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	0.38	–	–	0.38
(Previous Year)	–	–	(0.17)	–	–	(0.17)
– Youngthang Power Ventures Ltd	–	–	88.29	–	–	88.29
(Previous Year)	–	–	(9.68)	–	–	(9.68)
– Earthlink Infrastructure Projects Pvt Ltd	–	–	0.28	–	–	0.28
(Previous Year)	–	–	(0.14)	–	–	(0.14)
– Gammon Road Infrastructure Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	(0.17)	–	–	(0.17)
– Gammon Seaport Infrastructure Ltd	–	–	0.15	–	–	0.15
(Previous Year)	–	–	(0.16)	–	–	(0.16)
– Vizag Seaport Private Limited	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
Amount liquidated towards the above finance	**–**	**–**	**1,616.27**	**1,311.13**	**–**	**2,927.40**
	–	**–**	**(888.15)**	**(1,686.77)**	**–**	**(2,574.92)**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	**Entities Having Significant Influence**	**Holding Company**	**Subsidiaries**	**Associates / Joint Ventures & Partnerships**	**Key Management Personnel**	**Total**
– Indira Container Terminal Pvt Ltd	–	–	1,353.41	–	–	1,353.41
(Previous Year)	–	–	(751.59)		–	(751.59)
– Cochin Bridge Infrastructure Co Ltd	–	–	22.00	–	–	22.00
(Previous Year)	–	–	–	–	–	–
– Gammon Project Developers Ltd	–	–	2.25	–	–	2.25
(Previous Year)	–	–	–	–	–	–
– Gammon Renewable Energy Infrastructure Limited	–	–	82.25	–	–	82.25
(Previous Year)	–	–	–	–	–	–
– Patna Highway Projects Ltd	–	–	2.99	–	–	2.99
(Previous Year)	–	–	(8.14)	–	–	(8.14)
– Pravara Renewable Energy Ltd	–	–	4.34	–	–	4.34
(Previous Year)	–	–	(0.20)	–	–	(0.20)
– Rajahmundry Godavari Bridge Ltd	–	–	51.01	–	–	51.01
(Previous Year)	–	–	(126.70)	–	–	(126.70)
– Ras Cities And Townships Pvt Ltd	–	–	6.44	–	–	6.44
(Previous Year)	–	–	–	–	–	–
– Sikkim Hydro Power Ventures Ltd	–	–	81.73	–	–	81.73
(Previous Year)	–	–	–	–	–	–
– Vijayawada Gundugolanu Road Project Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(1.52)	–	–	(1.52)
– Youngthang Power Ventures Ltd	–	–	9.85	–	–	9.85
(Previous Year)	–	–	–	–	–	–
– GIPL – GECPL JV	–	–	–	1,311.13	–	1,311.13
(Previous Year)	–	–	–	(1,686.77)	–	(1,686.77)
Inter corporate deposit taken	**–**	**–**	**42.00**	**–**	**–**	**42.00**
	–	**–**	**–**	**–**	**–**	**–**
– Ras Cities And Townships Pvt Ltd	–	–	42.00	–	–	42.00
(Previous Year)	–	–	–	–	–	–
Refund of inter corporate deposit taken earlier	**–**	**–**	**1,537.05**	**–**	**–**	**1,537.05**
	–	**–**	**(1,700.00)**	**–**	**–**	**(1,700.00)**
– Ras Cities And Townships Pvt Ltd	–	–	1,537.05	–	–	1,537.05

Notes to Standalone Financial Statements
for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	–	–	–	–
– Vizag Seaport Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(1,700.00)	–	–	(1,700.00)
Interest expenses / paid during the year	**–**	**–**	**6.00**	**–**	**–**	**6.00**
	–	**–**	**(6.00)**	**–**	**–**	**(6.00)**
– Indira Container Terminal Pvt Ltd	–	–	6.00	–	–	6.00
(Previous Year)	–	–	(6.00)	–	–	(6.00)
Corporate/ Counter Guarantee Outstanding	**–**	**–**	**193,780.55**	**–**	**–**	**193,780.55**
	–	**–**	**(193,780.55)**	**–**	**–**	**(193,780.55)**
– Patna Highway Projects Ltd	–	–	108,600.00	–	–	108,600.00
(Previous Year)	–	–	(108,600.00)	–	–	(108,600.00)
– Sidhi Singrauli Road Projects Ltd	–	–	27,513.55	–	–	27,513.55
(Previous Year)	–	–	(27,513.55)	–	–	(27,513.55)
– Pravara Renewable Energy Ltd	–	–	19,167.00	–	–	19,167.00
(Previous Year)	–	–	(19,167.00)	–	–	(19,167.00)
– Vizag Seaport Pvt Ltd	–	–	35,000.00	–	–	35,000.00
(Previous Year)	–	–	(35,000.00)	–	–	(35,000.00)
– Indira Container Terminal Pvt Ltd	–	–	3,500.00	–	–	3,500.00
(Previous Year)	–	–	(3,500.00)	–	–	(3,500.00)
Outstanding balances receivable	**–**	**–**	**465.28**	**–**	**–**	**465.28**
(Trade Receivable)	**–**	**–**	**(465.27)**	**–**	**–**	**(465.27)**
– Sidhi Singrauli Road Projects Ltd	–	–	465.28	–	–	465.28
(Previous Year)	–	–	(465.27)	–	–	(465.27)
Outstanding balances receivable :	**–**	**–**	**37,371.78**	**–**	**–**	**37,371.78**
Inter Corporate Deposits	**–**	**–**	**(34,531.17)**	**–**	**–**	**(34,531.17)**
– Birmitrapur Barkote Highway Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Cochin Bridge Infrastructure Co Ltd	–	–	904.79	–	–	904.79
(Previous Year)	–	–	(904.79)	–	–	(904.79)
– Chitoor Infra Company Private Limited	–	–	–	–	–	–

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	–	–	–	–
– Earthlink infrastructure Projects Pvt limited	–	–	24.82	–	–	24.82
(Previous Year)	–	–	(1.82)	–	–	(1.82)
– Gammon Logistic Ltd	–	–	159.61	–	–	159.61
(Previous Year)	–	–	(159.61)	–	–	(159.61)
– Gammon Project Developers Ltd	–	–	63.79	–	–	63.79
(Previous Year)	–	–	(78.79)	–	–	(78.79)
– Gammon Renewable Energy Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(1,031.33)	–	–	(1,031.33)
– Gammon Road Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Haryana Biomass Power Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Gammon Seaport Infrastructure Limited	–	–	74.10	–	–	74.10
(Previous Year)	–	–	(74.10)	–	–	(74.10)
– Indira Container Terminal Pvt Ltd	–	–	3,722.47	–	–	3,722.47
(Previous Year)	–	–	(3,722.47)	–	–	(3,722.47)
– Patna Highway Projects Ltd	–	–	10,460.50	–	–	10,460.50
(Previous Year)	–	–	(10,460.50)	–	–	(10,460.50)
– Pravara Renewable Energy Ltd	–	–	2,444.48	–	–	2,444.48
(Previous Year)	–	–	(2,444.48)	–	–	(2,444.48)
– Ras Cities and Townships Private Limited	–	–	3,700.00	–	–	3,700.00
(Previous Year)	–	–	–	–	–	–
– Rajahmundry Godavari Bridge Ltd	–	–	2,212.75	–	–	2,212.75
(Previous Year)	–	–	(2,212.75)	–	–	(2,212.75)
– Segue Infrastructure Projects Ltd	–	–	2.50	–	–	2.50
(Previous Year)	–	–	(2.50)	–	–	(2.50)
– Sikkim Hydro Power Ventures Ltd	–	–	3,309.41	–	–	3,309.41
(Previous Year)	–	–	(3,103.41)	–	–	(3,103.41)
– Sidhi Singrauli Road Projects Ltd	–	–	3,527.16	–	–	3,527.16
(Previous Year)	–	–	(3,527.16)	–	–	(3,527.16)
– Tada Infra Development Company Limited	–	–	–	–	–	–

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	–	–	–	–
– Tidong Hydro Power Ltd	–	–	181.17	–	–	181.17
(Previous Year)	–	–	(157.23)	–	–	(157.23)
– Youngthang Power Ventures Ltd	–	–	5,668.70	–	–	5,668.70
(Previous Year)	–	–	(5,734.70)	–	–	(5,734.70)
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	915.53	–	–	915.53
(Previous Year)	–	–	(915.53)	–	–	(915.53)
Provision for Inter Corporate Deposits/ICD – Balance	**–**	**–**	**8,848.26**	**–**	**–**	**8,848.26**
	–	**–**	**(5,456.65)**	**–**	**–**	**(5,456.65)**
– Birmitrapur Barkote Highway Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Earthlink infrastructure Projects Pvt limited	–	–	24.82	–	–	24.82
(Previous Year)	–	–	(1.82)	–	–	(1.82)
– Gammon Logistic Ltd	–	–	159.61	–	–	159.61
(Previous Year)	–	–	(159.61)	–	–	(159.61)
– Gammon Project Developers Ltd	–	–	63.79	–	–	63.79
(Previous Year)	–	–	(78.79)	–	–	(78.79)
– Gammon Renewable Energy Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Gammon Road Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Rajahmundry Godavari Bridge Ltd	–	–	2,212.75	–	–	2,212.75
(Previous Year)	–	–	–	–	–	–
– Gammon Seaport Infrastructure Limited	–	–	74.10	–	–	74.10
(Previous Year)	–	–	(74.10)	–	–	(74.10)
– Pravara Renewable Energy Ltd	–	–	2,444.48	–	–	2,444.48
(Previous Year)	–	–	–	–	–	–
– Segue Infrastructure Projects Ltd	–	–	2.50	–	–	2.50
(Previous Year)	–	–	(2.50)	–	–	(2.50)
– Sikkim Hydro Power Ventures Ltd	–	–	2,769.51	–	–	2,769.51
(Previous Year)	–	–	(539.91)	–	–	(539.91)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Sidhi Singrauli Road Projects Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(3,527.16)	–	–	(3,527.16)
– Tada Infra Development Company Limited	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Tidong Hydro Power Ltd	–	–	181.17	–	–	181.17
(Previous Year)	–	–	(157.23)	–	–	(157.23)
– Youngthang Power Ventures Ltd	–	–	915.53	–	–	915.53
(Previous Year)	–	–	(915.53)	–	–	(915.53)
Outstanding balances receivable : (Deposits – Controling Interest)	**–**	**–**	**2,714.90**	**–**	**–**	**2,714.90**
	–	**–**	**(2,714.90)**	**–**	**–**	**(2,714.90)**
– Chitoor Infra Company Private Limited	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Earthlink infrastructure Projects Pvt limited	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Indira Container Terminal Pvt Ltd	–	–	2,640.72	–	–	2,640.72
(Previous Year)	–	–	(2,640.72)	–	–	(2,640.72)
– Segue Infrastructure Projects Pvt Ltd	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Tidong Hydro Power Ltd	–	–	71.18	–	–	71.18
(Previous Year)	–	–	(71.18)	–	–	(71.18)
Provision for Deposits – Controling Interest – Balance	**–**	**–**	**74.18**	**–**	**–**	**74.18**
	–	**–**	**(74.18)**	**–**	**–**	**(74.18)**
– Chitoor Infra Company Private Limited	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Earthlink infrastructure Projects Pvt limited	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Segue Infrastructure Projects Pvt Ltd	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Tidong Hydro Power Ltd	–	–	71.18	–	–	71.18
(Previous Year)	–	–	(71.18)	–	–	(71.18)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
Outstanding balances : Investments in Subsidiaries / Associates / Joint Ventures	**–**	**–**	**89,213.80**	**4,384.06**	**–**	**93,597.86**
	–	**–**	**(89,213.80)**	**(4,384.06)**	**–**	**(93,597.86)**
– Birmitrapur Barkote Highway Pvt Limited	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Cochin Bridge Infrastructure Company Ltd	–	–	671.73	–	–	671.73
(Previous Year)	–	–	(671.73)	–	–	(671.73)
– Earthlink infrastructure Projects Pvt limited (Through Gammon Projects Developers Limited)	–	–	342.54	–	–	342.54
(Previous Year)	–	–	(342.54)	–	–	(342.54)
– Gammon Logistics Ltd	–	–	255.00	–	–	255.00
(Previous Year)	–	–	(255.00)	–	–	(255.00)
– Gammon Project Developers Ltd	–	–	25.00	–	–	25.00
(Previous Year)	–	–	(25.00)	–	–	(25.00)
– Gammon Renewable Energy Infrastructure Ltd	–	–	199.74	–	–	199.74
(Previous Year)	–	–	(199.74)	–	–	(199.74)
– Gammon Road Infrastructure Ltd	–	–	92.67	–	–	92.67
(Previous Year)	–	–	(92.67)	–	–	(92.67)
– Gammon Seaport Infrastructure Ltd	–	–	5.00	–	–	5.00
(Previous Year)	–	–	(5.00)	–	–	(5.00)
– Haryana Biomass Power Ltd	–	–	269.35	–	–	269.35
(Previous Year)	–	–	(269.35)	–	–	(269.35)
– Indira Container Terminal Pvt Ltd	–	–	3,937.58	–	–	3,937.58
(Previous Year)	–	–	(3,937.58)	–	–	(3,937.58)
– Marine Projects Services Ltd	–	–	5.00	–	–	5.00
(Previous Year)	–	–	(5.00)	–	–	(5.00)
– Patna Highways Project Limited	–	–	11,387.62	–	–	11,387.62
(Previous Year)	–	–	(11,387.62)	–	–	(11,387.62)
– Pravara Renewable Energy Ltd	–	–	6,708.35	–	–	6,708.35
(Previous Year)	–	–	(6,708.35)	–	–	(6,708.35)
– Rajahmundry Godavari Bridge Ltd	–	–	27,628.75	–	–	27,628.75
(Previous Year)	–	–	(27,628.75)	–	–	(27,628.75)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Sidhi Singrauli Road Projects Ltd	–	–	20,394.87	–	–	20,394.87
(Previous Year)	–	–	(20,394.87)	–	–	(20,394.87)
– Sikkim Hydro Power Ventures Ltd	–	–	6,273.59	–	–	6,273.59
(Previous Year)	–	–	(6,273.59)	–	–	(6,273.59)
– Tada Infra Development Co Ltd	–	–	5.00	–	–	5.00
(Previous Year)	–	–	(5.00)	–	–	(5.00)
– Tidong Hydro Power Ltd	–	–		–	–	–
(Previous Year)	–	–		–	–	–
– Vijayawada Gundugulanu Road Project Pvt Ltd	–	–	7,661.00	–	–	7,661.00
(Previous Year)	–	–	(7,661.00)	–	–	(7,661.00)
– Vizag Seaport Pvt Ltd	–	–	–	3,857.69	–	3,857.69
(Previous Year)	–	–	–	(3,857.69)	–	(3,857.69)
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	1,905.00	–	–	1,905.00
(Previous Year)	–	–	(1,905.00)	–	–	(1,905.00)
– Youngthang Power Ventures Ltd	–	–	1,445.00	–	–	1,445.00
(Previous Year)	–	–	(1,445.00)	–	–	(1,445.00)
– Modern Toll Roads Limited	–	–	–	2.45	–	2.45
(Previous Year)	–	–	–	(2.45)	–	(2.45)
– Elgan India Martrade Private Limited	–	–	–	214.40	–	214.40
(Previous Year)	–	–	–	(214.40)	–	(214.40)
– ATSL Infrastructure Projects Limited	–	–	–	2.45	–	2.45
(Previous Year)	–	–	–	(2.45)	–	(2.45)
– Blue Water Iron Ore Terminal Private Limited	–	–	–	305.18	–	305.18
(Previous Year)	–	–	–	(305.18)	–	(305.18)
– SEZ Adityapur Limited	–	–	–	1.90	–	1.90
(Previous Year)	–	–	–	(1.90)	–	(1.90)
Provision for Investments – Balance	**–**	**–**	**71,219.58**	**1,336.30**	**–**	**72,555.88**
	–	**–**	**(30,326.51)**	**(1,336.30)**	**–**	**(31,662.81)**
– Birmitrapur Barkote Highway Pvt Limited	–	–	1.00	–	–	1.00
(Previous Year)	–	–	(1.00)	–	–	(1.00)
– Gammon Logistics Ltd	–	–	255.00	–	–	255.00
(Previous Year)	–	–	(255.00)	–	–	(255.00)
– Gammon Project Developers Ltd	–	–	25.00	–	–	25.00

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	(25.00)	–	–	(25.00)
– Gammon Road Infrastructure Ltd	–	–	92.67	–	–	92.67
(Previous Year)	–	–	(92.67)	–	–	(92.67)
– Haryana Biomass Power Ltd	–	–	269.35	–	–	269.35
(Previous Year)	–	–	(269.35)	–	–	(269.35)
– Pravara Renewable Energy Ltd	–	–	6,708.35	–	–	6,708.35
(Previous Year)	–	–	–	–	–	–
– Rajahmundry Godavari Bridge Ltd			27,628.75			27,628.75
(Previous Year)			–			–
– Sidhi Singrauli Road Projects Ltd	–	–	20,394.87	–	–	20,394.87
(Previous Year)	–	–	(20,394.87)	–	–	(20,394.87)
– Sikkim Hydro Power Ventures Ltd			6,273.59			6,273.59
(Previous Year)			–			–
– Tada Infra Development Co Ltd	–	–	5.00	–	–	5.00
(Previous Year)	–	–	(5.00)	–	–	(5.00)
– Vijayawada Gundugulanu Road Project Pvt Ltd	–	–	7,661.00	–	–	7,661.00
(Previous Year)	–	–	(7,378.61)	–	–	(7,378.61)
– Vizag Seaport Pvt Ltd	–	–	–	809.93	–	809.93
(Previous Year)	–	–	–	(809.93)	–	(809.93)
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	1,905.00	–	–	1,905.00
(Previous Year)	–	–	(1,905.00)	–	–	(1,905.00)
– Modern Toll Roads Limited	–	–	–	2.45	–	2.45
(Previous Year)	–	–	–	(2.45)	–	(2.45)
– Elgan India Martrade Private Limited	–	–	–	214.40	–	214.40
(Previous Year)	–	–	–	(214.40)	–	(214.40)
– ATSL Infrastructure Projects Limited	–	–	–	2.45	–	2.45
(Previous Year)	–	–	–	(2.45)	–	(2.45)
– Blue Water Iron Ore Terminal Private Limited	–	–	–	305.18	–	305.18
(Previous Year)	–	–	–	(305.18)	–	(305.18)
– SEZ Adityapur Limited	–	–	–	1.90	–	1.90
(Previous Year)	–	–	–	(1.90)	–	(1.90)
Outstanding balances receivable : (Advance recoverable in cash or kind)	**47.16**	**–**	**111,947.64**	**25.39**	**–**	**112,020.18**
	(48.58)	**–**	**(111,795.62)**	**(201.89)**	**–**	**(112,046.09)**

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Birmitrapur Barkote Highway Pvt Limited	–	–	0.77	–	–	0.77
(Previous Year)	–	–	(0.61)	–	–	(0.61)
– Chitoor Infra Company Private Limited	–	–	2.01	–	–	2.01
(Previous Year)	–	–	(2.01)	–	–	(2.01)
– GAMMON INDIA LTD	47.16					47.16
(Previous Year)	(48.58)					(48.58)
– Cochin Bridge Infrastructure Company Ltd	–	–	777.74	–	–	777.74
(Previous Year)	–	–	(798.70)	–	–	(798.70)
– Gammon Logistics Ltd	–	–	28.95	–	–	28.95
(Previous Year)	–	–	(28.71)	–	–	(28.71)
– Gammon Project Developers Ltd	–	–	0.03	–	–	0.03
(Previous Year)	–	–	(2.13)	–	–	(2.13)
– Gammon Renewable Energy Infrastructure Ltd	–	–	0.49	–	–	0.49
(Previous Year)	–	–	(78.25)	–	–	(78.25)
– Gammon Road Infrastructure Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Gammon Seaport Infrastructure Ltd	–	–	0.88	–	–	0.88
(Previous Year)	–	–	(0.73)	–	–	(0.73)
– GIPL – GIL JV	–	–	–	25.39	–	25.39
(Previous Year)	–	–	–	(25.27)	–	(25.27)
– Gammon India Limited	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– GIPL – GECPL JV	–	–	–	–	–	–
(Previous Year)	–	–	–	(176.63)	–	(176.63)
– Haryana Biomass Power Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Marine Projects Services Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Pravara Renewable Energy Ltd	–	–	1,547.21	–	–	1,547.21
(Previous Year)	–	–	(1,357.76)	–	–	(1,357.76)
– Rajahmundry Godavari Bridge Ltd	–	–	78,350.36	–	–	78,350.36
(Previous Year)	–	–	(78,349.18)	–	–	(78,349.18)
– Ras Cities And Townships Pvt Ltd	–	–	0.39	–	–	0.39
(Previous Year)	–	–	(6.41)	–	–	(6.41)

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Segue Infrastructure Projects Pvt Ltd	–	–	1.81	–	–	1.81
(Previous Year)	–	–	(1.44)	–	–	(1.44)
– Sidhi Singrauli Road Projects Ltd	–	–	31,203.19	–	–	31,203.19
(Previous Year)	–	–	(31,105.67)	–	–	(31,105.67)
– Sikkim Hydro Power Ventures Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(60.09)	–	–	(60.09)
– Tada Infra Development Co Ltd	–	–	3.85	–	–	3.85
(Previous Year)	–	–	–	–	–	–
– Tidong Hydro Power Ltd	–	–	3.08	–	–	3.08
(Previous Year)	–	–	(2.39)	–	–	(2.39)
– Youngthang Power Ventures Ltd	–	–	24.25	–	–	24.25
(Previous Year)	–	–	–	–	–	–
– Earthlink infrastructure Projects Pvt limited	–	–	0.69	–	–	0.69
(Previous Year)	–	–	(0.41)	–	–	(0.41)
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	1.51	–	–	1.51
(Previous Year)	–	–	(1.13)	–	–	(1.13)
Provising for Outstanding Balance Receivable -Advance recoverable in cash or kind	**–**	**–**	**110,832.02**	**25.39**	**–**	**110,857.41**
	–	**–**	**(30,929.40)**	**(25.27)**	**–**	**(30,954.66)**
– Birmitrapur Barkote Highway Pvt Limited	–	–	0.77	–	–	0.77
(Previous Year)	–	–	–	–	–	–
– Gammon Logistics Ltd	–	–	28.95	–	–	28.95
(Previous Year)	–	–	(28.71)	–	–	(28.71)
– Gammon Project Developers Ltd	–	–	0.03	–	–	0.03
(Previous Year)	–	–	(2.13)	–	–	(2.13)
– Gammon Road Infrastructure Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Gammon Seaport Infrastructure Ltd	–	–	0.88	–	–	0.88
(Previous Year)	–	–	(0.73)	–	–	(0.73)
– GIPL – GIL JV	–	–	–	25.39	–	25.39
(Previous Year)	–	–	–	(25.27)	–	(25.27)
– Haryana Biomass Power Ltd	–	–	0.14	–	–	0.14

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
(Previous Year)	–	–	–	–	–	–
– Marine Projects Services Ltd	–	–	0.14	–	–	0.14
(Previous Year)	–	–	–	–	–	–
– Pravara Renewable Energy Ltd	–	–	1,547.21	–	–	1,547.21
(Previous Year)	–	–	–	–	–	–
– Segue Infrastructure Projects Pvt Ltd	–	–	1.81	–	–	1.81
(Previous Year)	–	–	(1.44)	–	–	(1.44)
– Rajahmundry Godavari Bridge Ltd	–	–	78,350.36	–	–	78,350.36
(Previous Year)	–	–	–	–	–	–
– Sidhi Singrauli Road Projects Ltd	–	–	30,892.45	–	–	30,892.45
(Previous Year)	–	–	(30,892.45)	–	–	(30,892.45)
– Tada Infra Development Co Ltd	–	–	3.85	–	–	3.85
(Previous Year)	–	–	–	–	–	–
– Tidong Hydro Power Ltd	–	–	3.08	–	–	3.08
(Previous Year)	–	–	(2.39)	–	–	(2.39)
– Earthlink infrastructure Projects Pvt limited	–	–	0.69	–	–	0.69
(Previous Year)	–	–	(0.41)	–	–	(0.41)
– Yamunanagar Panchkula Highway Pvt Ltd	–	–	1.51	–	–	1.51
(Previous Year)	–	–	(1.13)	–	–	(1.13)
Outstanding balances receivable : (Share Application Money Paid)	**–**	**–**	**–**	**129.95**	**–**	**129.95**
	–	**–**	**–**	**(129.95)**	**–**	**(129.95)**
– Modern Toll Roads Limited	–	–	–	129.95	–	129.95
(Previous Year)	–	–	–	(129.95)	–	(129.95)
Outstanding balances receivable : (Interest Accrued receivable)	**–**	**–**	**–**	**–**	**–**	**–**
	–	**–**	**(22.70)**	**–**	**–**	**(22.70)**
– Cochin Bridge Infrastructure Company Limited	–	–	–	–	–	–
(Previous Year)	–	–	–	–	–	–
– Gammon Renewable Energy Infrastructure Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(22.70)	–	–	(22.70)
Outstanding Balances Payable-Others	**–**	**–**	**13,895.15**	**1,049.38**	**–**	**14,944.53**
	–	**–**	**(13,895.23)**	**(265.20)**	**–**	**(14,160.43)**

Notes to Standalone Financial Statements
for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Holding Company	Subsidiaries	Associates / Joint Ventures & Partnerships	Key Management Personnel	Total
– Patna Highway Projects Ltd	–	–	553.48	–	–	553.48
(Previous Year)	–	–	(553.93)	–	–	(553.93)
– Modern Toll Road Ltd	–	–	–	265.20	–	265.20
(Previous Year)	–	–	–	(265.20)	–	(265.20)
– Chitoor Infra Company Private Limited	–	–	90.89	–	–	90.89
(Previous Year)	–	–	(90.89)	–	–	(90.89)
– Sidhi Singrauli Road Projects Ltd	–	–	12,416.38	–	–	12,416.38
(Previous Year)	–	–	(12,416.38)	–	–	(12,416.38)
– Vijayawada Gundugulanu Road Project Pvt Ltd	–	–	283.11	–	–	283.11
(Previous Year)	–	–	(283.55)	–	–	(283.55)
– Youngthang Power Ventures Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(54.18)	–	–	(54.18)
– GIPL – GECPL JV	–	–	–	784.18	–	784.18
(Previous Year)	–	–	–	–	–	–
– Indira Container Terminal Private Limited	–	–	551.29	–	–	551.29
(Previous Year)	–	–	(496.31)	–	–	(496.31)
Outstanding Balances Payable :	**–**	**–**	**927.76**	**–**	**–**	**927.76**
Mobilisation Advance	**–**	**–**	**(927.76)**	**–**	**–**	**(927.76)**
– Sidhi Singrauli Road Projects Ltd	–	–	927.76	–	–	927.76
(Previous Year)	–	–	(927.76)	–	–	(927.76)
Outstanding Balances Payable :	**–**	**–**	**–**	**9,277.41**	**–**	**9,277.41**
Inter-corporate Deposits from:	**–**	**–**	**(1,495.05)**	**(9,277.41)**	**–**	**(10,772.46)**
– Vizag Seaport Pvt Ltd	–	–	–	9,277.41	–	9,277.41
(Previous Year)	–	–	–	(9,277.41)	–	(9,277.41)
– Ras Cities And Townships Pvt Ltd	–	–	–	–	–	–
(Previous Year)	–	–	(1,495.05)	–	–	(1,495.05)

Transactions pertaining to contract revenue and contract expenses with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 2 Analytical Ratios 2022-23

Sr. No.	Ratio	Numerator/ Denominator	Ratio (2022-23)	Ratio (2021-22)	% of Variation	Reason for variance
1.	Current ratio	Current Asset	0.06	0.07	(14.99)	Decrease in current assets due impairment of other receivables has resulted in negative variance in the Current Ratio.
		Current Liabilities				
2.	Debt-Equity ratio	Total Debts	(0.14)	0.37	(138.58)	Due to increase in total debt of the company and impairment of Company's investment in some SPV's along with the impact of other exceptional items has resulted in erosion of shareholders equity due to which a major variation in Debt-Equity ratio is seen.
		Shareholders Equity				
3.	Debt Service Coverage ratio	Earnings available for debt service	(0.16)	(0.16)	(4.06)	
		Debt Service				
4.	Return on Equity ratio (ROE)	Net Profits after taxes – Preference Dividend	373.71%	-96.71%	(486.43)	Impairment of Company's investment in some SPV's along with the impact of other exceptional items has resulted in huge reduction of Net profit after taxes as well as negative Average shareholders equity due to which the ratios are not comparable as compared to previous year.
		Average Shareholder's Equity				
5.	Inventory Turnover Ratio	Cost of goods sold OR sales	NA	NA	NA	Since there is no Cost of goods sold or Inventory in the books of accounts, the ratio is not applicable.
		Average Inventory				
6	Trade Receivables turnover ratio	Net Credit Sales	–	–	–	There is no Revenue from Operations in both the years hence the ratio is not applicable.
		Average Accounts Receivable				
7	Trade payables turnover ratio	Net Credit Purchases	0.19	0.19	1.44	
		Average Trade Payables				
8	Net capital turnover ratio	Net Sales	–	–	–	There is no Revenue from Operations in both the years hence the ratio is not applicable.
		Average working capital				
9	Net profit ratio	Net Profit after Tax	0.00%	0.00%	–	There is no Revenue from Operations in both the years hence the ratio is not applicable.
		Net Sales				

Notes to Standalone Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 2 Analytical Ratios 2022-23 Contd...

Sr. No.	Ratio	Numerator/ Denominator	Ratio (2022–23)	Ratio (2021–22)	% of Variation	Reason for variance
10	Return on Capital employed (ROCE)	Earning before interest and taxes	151.39%	-135.91%	(211.39)	Impairment of Company's investment in some SPV's along with the impact of other exceptional items has resulted in reduction of Earnings before Interest and Taxes as well as Capital employed . Due to negative earnings before interest and taxes for both the years and negative capital employed in the current year the ratios are not comparable.
		Capital Employed				
11	Return on Investment (ROI)	Income generated from Investments	4.81%	3.53%	36.20	There is increase in fair value during the year and therefore the ROI is improved. Insert the Related Party Transactions Schedule of Standalone Financial Statements.
		Time weighted average investments				

Independent Auditor's Report

Report on the Audit of the Consolidated Financial Statements

To,
The Members of
AJR INFRA AND TOLLING LIMITED
(formerly Gammon Infrastructure Projects Limited)

Adverse Opinion

We have audited the accompanying Consolidated Financial Statements of AJR Infra and Tolling Limited (Formerly known as Gammon Infrastructure Projects Limited) (hereinafter referred to as the "Holding Company") and its subsidiaries (The Holding Company and its Subsidiaries together referred to as "the Group"), its Associates and Jointly Controlled Entities, which comprise the Consolidated Balance Sheet as at March 31, 2023, and the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of Significant Accounting Policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, because of the significance of the matter discussed in Basis of Adverse Opinion paragraph, the aforesaid Consolidated Financial Statements do not give the information required by the Companies Act, 2013("the Act") in the manner so required and do not give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2023 , consolidated loss (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Adverse Opinion

a) Attention in invited to Note 34 (f) of the Financial Statement, relating to power project in the SPV Pravara Renewable Energy Limited, a material 100% subsidiary of the Company. The operation of the project is facing significant constraints as detailed in the note. The Access to facility and records and transactions for the period from January 1, 2022 to March 31, 2023 are not available with the Company due to which they are not incorporated in the financial statements of the subsidiary. We have issued disclaimer of opinion on the financial statements of the SPV for illegal occupancy of the factory by Karkhana and that the access to facility and records and transactions for the period from January 1, 2022 to March 31, 2023 are not available with the Company. We are also unable to conclude on the impairment necessary towards the balance exposure of the group of ₹ 7023.64 lakhs on account of non-conclusion of the pending litigation. The SPV has also invoked the arbitration against the Karkhana and the Karkhana has approached Debt Recovery Tribunal (DRT). Based on the submission of Karkhana that the Plant was possessed and run by Karkhana, the tribunal ordered to maintain status quo. The Company is in the process of filling its response at DRT. Also, the SPV's credit facilities are marked as Non-Performing Assets. On account of the non-inclusion of the transactions of the material subsidiary as detailed above the financial statements do not reflect a true and fair view as the impact of non-inclusion of the SPV data as above in the consolidated financial statements results in pervasive material misstatements.

There are other matters as detailed below

b) Attention is invited to Note 34 (a) of the Financial Statement, relating to the Project in the SPV; Indira Container Terminal Pvt Ltd. There exists material uncertainty relating to the future of the Project where the exposure of the Group in the SPV / project is ₹ 50,748.34 lacs. 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 facility is marked as NPA by the Lenders. The SPV and MbPT have initiated arbitration proceedings which are in progress. The MBPT has requested for conciliation proceedings which are also under active discussions. Also, the lead Bank has approached NCLT Mumbai Bench against its outstanding dues and submitted its application

Independent Auditor's Report
(continued)

under Insolvency and Bankruptcy code, 2016. After seeking extension, the SPV has filed its reply and the matter is listed for the next hearing on 18th October 2023. We have also qualified the Audit Report of the SPV that we are unable to comment whether any provision is required towards the possible impairment of the project. Pending conclusion of matters of material uncertainty related to the Project and decision of the OTS by the lenders not being concluded and the outcome of NCLT matter, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.

c) Attention is invited to Note 37 (a) of the Financial Statement in respect of PHPL where the CIRP proceedings had been initiated. NCLT has approved the resolution plan submitted by Resolution Professional and as per the NCLT Order no surplus is available to the Company. The Company lost the appeal in front of the NCLAT and has filed an appeal in Supreme court against the NCLAT order and expects favourable outcome on the matter.

   Pending the outcome, no impairment has been done by the Management against the funded exposure. On accounts of the facts stated above, there is possible impairment towards the exposure of the company in the SPV of ₹1,40,318.70 lacs unless the Management receives a favorable order in its appeal before the Supreme Court.

d) We invite attention to Note 35 of the Financial Statement, wherein during the previous year, Western Coalfields Limited (WCF) had encashed Bank Guarantee amounting ₹ 1,514.01 lacs given in favour of Aparna Infraenergy India Private Limited (one of the SPV's sold to BIF India Holding Pte Ltd on February 29, 2016). Subsequent to encashment the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown guarantee encashment amount as receivable from Western Coal Fields

e) In case of Sony Mony Developers Private Limited

   The auditors of the Subsidiary have qualified the following matter;

   i. We invite attention to note below Statement of Changes in Equity about the opening transition adjustments. We are unable to opine on the correctness or otherwise of the treatment given by the management as opening transition adjustments are only on the basis of third-party confirmations and subsequent movement in the account, which are different from previously audited financial statement under previous Gaap

   ii. We draw attention is invited to Note 8.2 (a) of the respective SPV Financial Statement, relating to the credit facility availed by the erstwhile promoters of the company and the treatment thereof in the financial statements. In terms of the MOU the Company has treated the entire amount over and above the amount shown by the erstwhile promotor as contingent liability. The Company continues to show the loan as its obligation in the absence of assignment/novation by the lenders. We are unable to opine on the correctness or otherwise of this treatment in the absence of confirmation of the erstwhile promotor accepting the entire balance.

The above matters mentioned in clauses (b), (c), (d) and (e) above may result in possible misstatements in the financial statements for reasons stated therein.

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 Consolidated Financial Statements section of our report. We are independent of the Group 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 Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities

Independent Auditor's Report
(continued)

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 Adverse Opinion on the Consolidated Financial Statement.

Material Uncertainty Related to Going Concern

We draw attention to the following material uncertainty related to going concern included in the notes on the consolidated financial statements of Holding Company and subsidiary companies of the Holding Company, on matters which are relevant to our opinion on the consolidated financial statements of the Group and reproduced by us as under.

a) In respect of Holding Company

We invite attention to Note 36 of the Financial Statement relating to material uncertainty relating to going concern. The Group's current liabilities exceeded current assets significantly and are at ₹ 3,45,467.27 lacs. There is a continuing mismatch including defaults in payment of its financial obligations to its lenders. The liquidity crunch is affecting the Group's operation with increasing severity. We also invite attention to note 33 of the Financial Statement wherein status of various SPV projects which are stressed due to delay in completion, cost overrun, liquidity crunch and have legal issues, arbitration proceedings or negotiations. The future of these projects as also the successful progress and completion depends on favourable decisions on outstanding litigations being received by the Management. The resolutions planned by the Management are pending since a long time and are not concluding in favour of the Company. These conditions indicate the existence of Material Uncertainty which may impact the Company's ability to continue as a going concern. Our report is not qualified on this matter.

b) In respect of Subsidiaries in the following cases the auditors' have carried a paragraph relating to going concern which is extracted from the Independent Auditors' Report of the respective component detailed below:

i. Indira Container terminal Private Limited

Attention is invited to Note no. 33 of the SPV Financial statements 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 the 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. Subsequently the Company has gone into arbitration against MBPT with a claim of ₹ 2,96,736 lacs. The respondent has filed their Statement of Defense and Counter Claim of ₹ 2,40,000 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.

ii. Siddhi Singrauli Road Projects Limited

We invite attention to Note No.24 of the respective SPV financial statements detailing the issues associated with the progress of the project including the final notice to terminate the project and subsequent developments in various arbitration hearings, the Company on a prudent basis has made full impairment provision in its books of accounts towards the Intangible Asset under development of ₹ 77,351.34 lakhs (net of Unamortized portion of Capital Grant of ₹ 26,323.56 lakhs) during the year ended March 31,2022 and there being material uncertainties regarding amicable resolution for the

Independent Auditor's Report
(continued)

Project. The company's borrowing has been marked as NPA thereby shutting down fresh drawings from the bankers. The Loans have been substantially recalled by the lenders. The excess of current liabilities over current asset works out to ₹ 87,070.80 lacs. There are material uncertainties regarding amicable resolution for the Project and in its ability to continue as going concern. The going concern assumption of the management is after considering the aforesaid facts. We have relied on the management assertions. Our report is not qualified on this matter.

iii. Vijayawada Gundugolanu Road Projects Private Limited

We invite attention to note no 2 being the basis of preparation and Note no 29 of the respective SPV financial statements relating to going concern assumption not being valid and the financial statements being not prepared on a going concern basis, NHAI terminated the project vide settlement agreement dated 27.12.2018, as per the said agreement the company has paid ₹ 18.05 crores to NHAI as full and final settlement. The company has written off/written back all the balances of assets and liabilities related to Service Concession Arrangement and recognised loss of ₹ 1376.20 Lakhs in 2018-19. The company does have any other activity and there are no plans envisaged. The accounts are not prepared on oing concern assumption. Our report is not qualified on this account.

iv. Sony Mony Developers Private Limited

We invite attention to note 21 of the respective SPV Financial Statement relating to disclosure relating to current liabilities exceeding current assets and the management stand of the liabilities belonging to the erstwhile promotors. The company and the new management is not in possession of any documentation of the erstwhile promoters' ability to discharge the liability, excepting the MOU Dated May 13, 2022 accepting their obligation to discharge. There exists significant uncertainties on the discharge of these borrowings by erstwhile promotors which may cast material uncertainties relating to going concern. Our report is not qualified on this matter.

Emphasis of Matter

Without qualifying our opinion, we draw attention to the following matters related to Emphasis of Matter included in the audit report issued on the consolidated financial statements of Holding Company, a subsidiary company of the Holding Company, on matters which are relevant to our opinion on the consolidated financial statements of the Group, and reproduced by us as under

a) We invite attention to Note 34 (c) of the Financial Statement, regarding unilateral termination and closure of Concession in a bridge project, which is subject to pending litigations / arbitrations at various forums, which may impact the carrying values of investments and loans and advances given to the subsidiary. The Group's exposure towards the said project (funded and non-funded) is ₹ 1,787.13 lacs. Pending conclusion on these legal matters, no adjustments have been made in the financial statements.

b) We invite attention to Note 34 (d) of the Financial Statement, in relation to intention to exit one of the hydro power projects at Himachal Pradesh and seeking a claim of an amount against the amount spent on the Project. The Company's subsidiary has cited reasons for non-continuance on account of reasons beyond its control. Pursuant to the completion of Arbitration vide order dated 23rd January 2023, the SPV's share of the arbitration proceeds is adequate to cover the exposure and therefore no adjustments are required towards the exposure of ₹ 6783.94 lacs.

c) The auditors of subsidiaries of the Company carries an Emphasis of Matter in their Audit Report as follows –

In Case of Sony Mony Developers Private Limited
Without qualifying our opinion, we invite attention to Note no. 16 of the Financial Statements wherein the Company has provided or waived off against its exposure of ₹ 6796.48 Lacs based on internal estimates of the realizable value and the same has been shown as exceptional item.

In Case of Sikkim Hydro Power Ventures Limited
We draw attention to Note 27 to the standalone

Independent Auditor's Report
(continued)

financial statements which more fully describe that uncertainty faced by the company in signing of Power Purchase Agreement (PPA) and various factor affecting the progress of the project resulted in stoppage of work. Though the company management is hopeful of a timely resolution of this matter, in view of the issues and problems associated with the progress of the project including the delay in signing of Power Purchase agreement and associated financial issues, the company has made provision in the books of accounts for the years ended 31st March, 2023 amounting to ₹5,193.09 lakhs based on a valuation report on a prudent basis which has been adjusted against the Capital Work in Progress. However, management is confident that current situation is temporary and does not have any going concern issue. Our opinion is not qualified in respect of the above matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

Apart from what is mentioned in our paragraph titled Basis of Adverse Opinion and paragraph titled Material Uncertainty related to Going Concern there are no other matters described to be the key audit matters to be communicated in our report.

Other Information

The Holding Company's Board of Directors is responsible for the Other Information. The "Other Information" comprises the Annual Report but does not include the Standalone and Consolidated 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 Consolidated Financial Statements does not cover the Other Information and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the Consolidated 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 consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

The Other Information has not been made available to us till the date of this report. We will read the Other Information as and when it is made available to us and if conclude that there is a material misstatement, we are required to communicate the matter with those charged with governance and take necessary steps as may be required thereafter.

Responsibilities of Management and those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group including its Associates and Jointly Controlled Entities in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Independent Auditor's Report
(continued)

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities is responsible for assessing the ability of the Group and of its Associates and Jointly Controlled Entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are also responsible for overseeing the financial reporting process of the Group and of its Associates and Jointly Controlled Entities.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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 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 consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated 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.

Independent Auditor's Report

(continued)

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.

Other Matters

a) We did not audit the financial statements and other financial information, in respect of 21 subsidiaries, whose Ind AS financial statements reflect total assets of ₹ 46,098.23 lacs as at March 31, 2023, total revenues of ₹ 7,540.76 lacs and net cash inflow amounting to ₹ 21.94 lacs for the year ended on that date, before giving effect to elimination of intra-group transactions as considered in the preparation of the consolidated financial statements. The consolidated financial statements also includes the Group's share of net profit after tax of ₹ 3,123.62 lacs for the year ended March 31, 2023, as considered in the consolidated financial statements, in respect of 2 Joint venture and 2 Associates whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly venture and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries, jointly venture and associates in India, is based solely on the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "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 / the other auditors whose reports have relied upon except for the possible effects of the matter described in Basis of Adverse Opinion paragraph, have sought obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

    b) In our opinion, except for the possible effects of the matter described in Basis of Adverse Opinion paragraph, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

    c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

    d) In our opinion except for the possible effects of the matter described in Basis of Qualified Opinion paragraph, the aforesaid Consolidated 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 paragraphs under the Basis for Adverse Opinion and Material Uncertainty Relating to Going Concern

Independent Auditor's Report
(continued)

paragraph, in our opinion, may have an adverse effect on the functioning of the Group.

f) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company, joint ventures and associates incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

g) The matters described in our Basis of Adverse 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 with reference to financial statements 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 with reference to financial statements.

i) With respect to 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 explanations given to us, the remuneration paid or provided by the holding company and its subsidiary companies incorporated in India, wherever applicable, to its director during the year is in accordance with the provision of section 197 of the act except in case of Indira Container Terminal Private Limited where remuneration paid by the subsidiary company to one of its director Mr. Subhrarabinda Birabar of ₹ 80.53 lacs during the year is not in accordance with the Provision of section 197 read with Schedule V of the Act.

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 consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities – Refer Note 33 to the consolidated 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 required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the notes no 7.3(c) to the financial statements , no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity(ies), including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with

Independent Auditor's Report
(continued)

the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

c) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv)(a) and (iv)(b) above contain any material misstatement.

v. No Company in the Group has declared any dividend during the year and hence compliance with section 123 of the Companies Act, 2013 is not applicable.

vi. The proviso to Rule 3(1) of The Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

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

Nuzhat Khan
Partner
M. No. 124960
Mumbai, Dated: October 23, 2023
UDIN: 23124960BGVGFY5302

Annexure A

(Referred to in para 1 under 'Report on Other Legal and Regulatory requirement' section of our report to the Members of AJR Infra and Tolling Limited) (Formerly known as Gammon Infrastructure Projects Limited) of even date).

As required by clause 3(xxi) of the Companies (Auditors Report) Order, 2020 relating to any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, we report hereinbelow in the table qualifications/adverse reporting by the respective statutory auditors.

S. No.	Name of the Company / CIN	Relationship Holding / Subsidiary/ Associate / Joint Venture	Clause number of the Caro report which is qualified or adverse.
1.	AJR Infra and Tolling Limited (L45203MH2001PLC131728	Holding	3(ix)(a), 3(xix)
2.	Pravara Renewable Energy Limited (U45202MH2008PLC185428)	Subsidiary	3(i)(b), 3(ii)(a), 3(ii)(b), 3(vii) (a), 3(ix)(a), 3(xi)
3.	Sony Mony Developers Private Limited (U45201MH2007PTC171899	Subsidiary	3(iv), 3(vii) (a), 3(ix)(a), 3(xix)
4.	Indira Container Terminal Private Limited (U63032MH2007PTC174100)	Subsidiary	3(vii) (a), 3(ix)(a), 3(xix)
5.	Sidhi Singrauli Road Project Limited (U74999DL2012PLC234738)	Subsidiary	3(ix)(a), 3(xix)
6.	Gammon Logistics Limited U45309MH2007PLC171578	Subsidiary	3(xix)
7.	Segue Infrastructure Projects Private Limited U74900MH2010PTC210430	Subsidiary	3(xix)
8.	Tidong Hydro Power Limited U40101HP2007PLC030774	Subsidiary	3(xix)
9.	Vijayawada Gundugolanu Road Project Private Limited U74990DL2012PTC232205	Subsidiary	3(xix)
10.	Gammon Renewable Energy Infrastructure Projects Limited U74990MH2009PLC194805	Subsidiary	3(xix)
11.	Youngthang Power Ventures Limited U40101HP2008PLC030953	Subsidiary	3(xix)

Annexure B

(Referred to in para 2(f) under 'Report on Other Legal and Regulatory requirement' section of our report to the Members of AJR Infra and Tolling Limited (Formerly known as Gammon Infrastructure Projects Limited) of even date).

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

In conjunction with our audit of the consolidated financial statements of AJR Infra and Tolling Limited (Formerly known as Gammon Infrastructure Project Limited) ("herein after referred to as "the Holding Company") as at year ended March 31, 2023, we have audited the internal financial controls with reference to financial statements of Gammon Infrastructure Projects Limited (hereinafter referred to as 'the Holding Company') and its subsidiaries, joint venture and associate, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 internal financial controls with reference to financial statements of the Holding Company, Subsidiaries, Associates and Jointly controlled entities, which are companies incorporated in India, 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 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding 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

Annexure B
(continued)

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 these Consolidated 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.

Qualified Opinion

In our opinion, the Holding Company, its subsidiaries, associates and jointly controlled entities, which are companies incorporated in India, have, 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, 2023 (except in the case of the subsidiary Pravara Renewable Energy Limited and Sony Mony Developers Private Limited, for reasons mentioned in the basis of qualified opinion paragraph), based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Basis of Qualified Opinion

In the case of a subsidiary Pravara Renewable Energy Limited (PREL), we have disclaimed our opinion on the financial statements and issued a disclaimer of opinion on the effectiveness of the Internal Financial Controls over financial statements in the case of PREL because of the significance of the matter described in the basis of disclaimer of opinion section of our report. In the Case of Sony Mony developers Private limited the auditors have qualified the Internal Financial Control over financial statements for reason mentioned in their report. Therefore, the same is qualified at the group level for the Internal Financial Controls of the group.

Other Matter

a) Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to financial statements of 21 subsidiaries, 2 Joint Ventures and 2 Associates, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

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

Nuzhat Khan
Partner
M. No. 124060
Mumbai, Dated: October 23, 2023
UDIN: 23124960BGVGFY5302

Consolidated Balance Sheet

as at 31st March, 2023

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2023	As at March 31, 2022
ASSETS			
1. Non-Current Assets			
(a) Property, Plant and Equipment	2 (A)	5,446.94	17,372.15
(b) Right of Use Assets	2 (B)	251.61	265.84
(b) Capital Work in progress	3	–	8,999.13
(c) Goodwill on consolidation	4	96.97	96.97
(d) Intangible Assets	5	50,687.23	54,498.70
(e) Intangible Assets under development	6	6,700.22	6,856.86
(f) Financial Assets	7		
i) Investments	7.1	26,498.67	55,053.51
ii) Trade Receivables	7.2	–	–
iii) Loans	7.3	8,884.10	–
iv) Others	7.4	2,754.92	80,767.40
(g) Deferred Tax assets (net)	8	–	–
(h) Other Non Current Assets	9	6,661.71	6,550.27
Total Non – Current Assets (A)		**107,982.37**	**230,460.83**
2. Current Assets			
(a) Inventories	10	6,003.16	–
(b) Financial Assets	7		
i) Investments	7.1	5,432.57	5,183.15
ii) Trade Receivables	7.2	4,548.44	4,742.61
iii) Cash and cash equivalents	7.5	385.03	200.53
iv) Bank balance other than above	7.5	3,495.07	2,658.64
v) Loans	7.3	–	1,950.13
vi) Others	7.4	2,142.23	2,622.04
(c) Other Current Assets	9	526.37	496.62
Total Current Assets (B)		**22,532.87**	**17,853.72**
Total Assets (A+B)		**130,515.24**	**248,314.55**
EQUITY AND LIABILITIES			
1. Equity			
(a) Equity Share capital	11	18,917.64	18,917.64
(b) Other Equity	12	(252,793.09)	(92,435.85)
Equity attributable to equity holders of the parent		**(233,875.45)**	**(73,518.21)**
(c) Non-Controlling interests		(18,152.54)	(14,195.79)
Total Equity (A)		(252,027.99)	(87,714.00)
2. Non-Current Liabilities			
(a) Financial Liabilities	13		
i) Borrowings	13.1	6,220.00	–
ii) Other Financial Liabilities	13.2	3,732.77	5,232.77
iii) Lease Liabilities	15	249.71	253.78
(b) Provisions	14	54.02	56.19
(c) Deferred Tax Liabilities (Net)	16	1,833.86	1,549.31
(d) Other Non-Current Liabilities	17	2,452.70	2,799.94
Total Non-Current Liabilities (B)		**14,543.06**	**9,891.99**
3. Current Liabilities			
(a) Financial Liabilities	13		
i) Borrowings	13.3	10,871.46	1,711.41
ii) Trade Payables			
Total outstanding dues of Micro & Small Enterprise		–	–
Total outstanding dues of creditors other than Micro & Small Enterprise	13.4	15,910.87	16,054.79
iii) Other Financial Liabilities	13.2	336,286.97	303,493.41
iv) Lease Liabilities		45.29	45.29
(b) Provisions	14	2,164.27	2,228.90
(c) Current tax liabilities	18	92.31	1.70
(d) Other Current Liabilities	17	2,629.00	2,601.06
Total Current Liabilities (C)		**368,000.17**	**326,136.56**
Significant Accounting policies and Other related Notes	1		
TOTAL EQUITY AND LIABILITIES (A+B+C)		**130,515.24**	**248,314.55**

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Place : Mumbai
Date : October 23, 2023

Consolidated Statement of Profit & Loss

for the year ended 31st March, 2023

(₹ in Lakhs)

	Particulars	Note No.	For the year ended March 31, 2023	As at March 31, 2022
i	**Revenue from Operations**	19	9,112.46	17,825.25
ii	**Other Income:**	20	4,176.52	2,393.65
iii	**Total Income (I +II)**		**13,288.98**	**20,218.90**
iv	**Expenses:**			
	Project expenses	21	–	5,606.56
	Purchase of Electricity		–	393.05
	Cost of raw material consumed	22	–	582.21
	Changes in inventory	23	6,104.30	–
	Employee benefit expenses	24	395.85	1,060.67
	Depreciation & amortization	25	5,057.08	7,144.67
	Finance Costs	26	28,092.45	26,131.94
	Other expenses	27	3,606.35	4,325.67
	Total Expenditure		**43,256.03**	**45,244.77**
v	**Profit / (Loss) before share of profit / (loss) of an associate / a joint venture and exceptional Items (III-IV)**		(29,967.05)	(25,025.87)
vi	Share of profit / (loss) of an associate and joint venture		4,090.27	263.35
vii	**Profit / (Loss) before exceptional Item and tax (V+VI)**		**(25,876.78)**	**(24,762.52)**
viii	Exceptional items (Income) / Expense		134,249.85	70,382.22
ix	**Profit /(loss) before tax (VII+VIII)**		**(160,126.63)**	**(95,144.74)**
x	**Tax expenses**			
	Current Tax		92.32	102.29
	Short Provision for Tax		(3.02)	3.31
	Deferred Tax Liability / (asset)		284.57	494.36
	Total tax expenses		373.87	599.96
xi	**Profit/(Loss) for the period**		**(160,500.50)**	**(95,744.70)**
	Less - Share of Non Controling Interest (NCI)		**(3,956.34)**	**(3,409.36)**
xii	**Net Profit/(Loss) after Share of NCI**		**(156,544.16)**	**(92,335.34)**
	Remeasurement of defined benefit plans		(0.34)	4.17
	Other comprehensive income /(loss) for the period		(0.34)	4.17
xiii	**Total Comprehensive income/(loss) for the period (XI+XII)**		(156,544.50)	(92,331.17)
	Other Comprehensive Income attributable to:			
	Owners of the Company		0.07	3.69
	Non-Controlling Interest		(0.41)	0.47
	Total Comprehensive Income attributable to:			
	Owners of the Company		(156,544.09)	(92,331.65)
	Non-Controlling Interest		(3,956.75)	(3,408.89)
	Earnings per equity share [nominal value of share ₹ 2/-]	30		
	Basic (₹)		(16.62)	(9.80)
	Diluted (₹)		(16.62)	(9.80)

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Place : Mumbai
Date : October 23, 2023

Consolidated Statement Of Cash Flow

as at 31st March, 2023

(₹ in Lakhs)

	Particulars	For the year ended March 31, 2023	As at March 31, 2022
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net profit before tax as per statement of profit and lossa	**(160,126.63)**	**(95,144.74)**
	Adjusted for:		
	Depreciation & amortization	5,057.08	7,144.67
	Guarantee Commission	(460.73)	(481.18)
	Interest Income	(154.09)	(159.87)
	Fair value/profit on investment	(249.42)	(170.37)
	Sundry Balances Write off	136.65	–
	Sundry Balances Write Back	(2,144.13)	(81.23)
	Impairment Provision Reversed	(1,138.05)	
	Write back on account of OTS	–	(1,401.45)
	Bank Interest	28,051.23	25,206.23
	Interest on lease liability	41.21	576.54
	Interest on replacement cost	–	349.17
	Share of (Profit) / Loss of Associates and Joint Ventures	(4,090.27)	(263.35)
	Provision for loans and advances	376.40	0.10
	Profit on Sale of Assets	(30.00)	(27.52)
	Loss on sale of assets	–	4.71
	Provision for impairment of investment	–	809.93
	Impairment of intangible assets	156.63	65,572.29
	Settlement of Claim	–	4,000.00
	Exceptional Item	134,093.21	–
	Loss on Deconsolidation of subsidiary / Exceptional items	–	1,774.81
	Operating cash flows before working capital changes and other assets	**(480.91)**	**7,708.74**
	Adjusted for:		
	Trade and Other Receivables	1,170.98	(1,937.67)
	Inventories	5,639.35	101.18
	Trade and Other Payables	1,821.53	(428.12)
	Cash Generated from operations	**8,150.95**	**5,444.13**
	Tax Paid (Net)	(211.32)	(111.59)
	Net Cash flow from Operating Activities	**7,939.64**	**5,332.55**
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Tangible and Intangible Assets	(5.88)	(512.05)
	Proceeds from sale of property, plant and equipment	29.70	535.09
	Investment in Subsidiary	(255.85)	–
	Sale of Non Current Investment	(0.00)	2,640.00
	Proceeds from Sale of Mutual Funds	–	50.00
	Movement in Other Bank Balances	(926.27)	(143.12)
	Interest Received	113.75	221.78
	Loan given during the year	(4,563.58)	–
	Loan Received back the year	2,981.37	–
	Net Cash Flow (Used in) Investing Activities	**(2,626.76)**	**2,791.70**
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Lease Liability Payment		
	Principal	(4.08)	(1,424.75)
	Interest	(41.21)	(41.71)
	Proceeds from Long Term Borrowings	6,220.00	–
	Repayment of Long Term Borrowings	–	(1,061.64)
	Short Term Borrowings net	(7,041.16)	(1,655.19)
	Interest Paid	(4,262.68)	(4,498.46)
	Net Cash Flow from/(Used in) financing activities	**(5,129.13)**	**(8,681.75)**
	Net (decrease)in Cash and Cash equivalents	183.75	(557.51)
	Opening balance of Cash and Cash equivalents	200.53	1,764.60
	Acquisition of Subsidiary	0.75	–
	Deconsolidation of subsidiaries	–	(1,006.57)
	Closing balance of Cash and Cash equivalents	**385.03**	**200.53**
	Components of Cash and Cash Equivalents		
	Cash on hand	0.70	1.16
	Cash with bank	384.33	199.37
		385.03	**200.53**

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Place : Mumbai
Date : October 23, 2023

Consolidated Statement Changes in Equity

as at 31st March, 2023

A Equity

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount	Number of Shares	Amount
Equity shares of INR 2 each issued, subscribed and fully paid				
Opening	941,830,724	18,836.61	941,830,724	18,836.61
Add: Issued during the year	–	–	–	–
Closing Balance	**941,830,724**	**18,836.61**	**941,830,724**	**18,837**
Add:				
Shares forfeited	162,050	81.03	162,050	81.03
Balance at the end of Reporting period	**941,992,774**	**18,917.64**	**941,992,774**	**18,917.64**

B Other Equity

(₹ in Lakhs)

Particulars	Retained Earnings	General Reserve	Security Premium Reservez	Employee Stock Option Outstanding	Total	Non Controlling interest (NCI)
Balance as at 31 March 2021	**(56,509.15)**	**23.95**	**56,369.47**	**11.52**	**(104.21)**	**(8,516.40)**
Profit for the year	(92,335.34)	–	–	–	**(92,335.34)**	(3,409.36)
Remeasurement gain/(loss) on defined benefit plans	3.69	–	–	–	**3.69**	0.47
Deconsolidation of Subsidiary					**–**	(2,270.50)
Add: Issued during the year			–	–	**–**	–
Balance as at 31 March 2022	**(148,840.79)**	**23.95**	**56,369.47**	**11.52**	**(92,435.85)**	**(14,195.79)**
Profit for the year	(156,544.16)	–	–	–	**(156,544.16)**	(3,956.34)
On acqusition of Subsidiary	(3,813.15)		–	–	**(3,813.15)**	–
Remeasurement gain/(loss) on defined benefit plans	0.07	–	–	–	**0.07**	(0.41)
ESOP transfer to Retained Earning*	11.52	–	–	(11.52)	**–**	–
Balance as at 31 March 2023	**(309,186.51)**	**23.95**	**56,369.47**	**–**	**(252,793.09)**	**(18,152.54)**

Notes:

a. * Since the excercise period as per the ESOP Scheme " ESOP 2013" is completed as on the date of balance sheet, the balance lying in the Esop Stock Option Outstanding is transferred to Retained Earning and the disclosure relating to ESOP is not given.

b. Remeasurement of defined benefit plan ₹ 0.07 lacs (PY ₹ 3.69 lacs) is recognised as part of retained earnings.

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

Place : Mumbai
Date : October 23, 2023

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer
(Membership No. 063188)

Kaushal Shah
Company Secretary
(Membership No. 18501)

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023

Note 1 : Significant Accounting policies and Other Related Disclosures

A Corporate Information

AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited) ("the Company" or "Parent" or "AJR") is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India – the Bombay Stock Exchange and the National Stock Exchange. The registered office of the Company is located at third Floor, Plot No. 3/8 Hamilton House, J.N. Herdia Marg, Ballard Estate Mumbai Mh 400038 . The financial statements comprises the financial statements of the Company and its subsidiaries (the Company and its subsidiaries referred to as the "Group") and its associates and joint arrangements. The Group is engaged in infrastructure sector formed primarily to develop, invest in and manage various initiatives in the infrastructure sector. It is presently engaged in the development of various infrastructure projects in sectors like transportation, energy and urban infrastructure

The financial statements were authorised for issue in accordance with the resolution passed at the meeting of the board of directors on October 23, 2023.

B Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

i) Ind AS 1 - Presentation of Financial Statements

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the financial statements.

ii) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

iii) Ind AS 12 – Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

C Basis of Preparation

These financial statements are Consolidated Financial Statements and are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016

The Consolidated financial statements are presented in INR and all values are rounded to the nearest Rupees in lacs, except otherwise stated.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The classification of assets and liabilities of the Company is done into current and non-current based on the operating cycle of the business of the Company. The operating cycle of the business of the Company is less than twelve months and therefore all current and non-current classifications are done based on the status of realisability and expected settlement of the respective asset and liability within a period of twelve months from the reporting date as required by Schedule III to the Companies Act, 2013.

i) Principles of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

subsidiaries as at 31 March 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are entities controlled by the Group. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. The financial statements of each of the subsidiaries used for the purpose of consolidation are drawn up to same reporting date as that of the Company, i.e., year ended on 31 March 2023.

ii) Consolidation procedure

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

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

Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full, except as stated below Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

The Build, Operate and Transfer (BOT) / Design, Build, Finance, Operate and Transfer (DBFOT) contracts are governed by Service Concession Agreements with government authorities (grantor). Under these agreements, the operator does not own the road, but gets "toll collection rights" against the construction services rendered. Since the construction revenue earned by the operator is considered as exchanged with the grantor against toll collection rights, revenue is recognised at fair value of construction services rendered and profit from such contracts is considered as realised. Accordingly, BOT / DBFOT contracts awarded to group companies (operator), where work is subcontracted to fellow subsidiaries, the intra group transactions on BOT / DBFOT contracts and the profits arising thereon are taken as realised and not eliminated.

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

a) The amount of equity attributed to noncontrolling interests at the date on which investment in a subsidiary relationship came into existence;

b) The non-controlling interest share of movement in equity since the date parent subsidiary relationship came into existence;

c) Non-controlling interest share of net profit/ (loss) of consolidated subsidiaries for the year is identified and adjusted against the profit after tax of the Group.

iii) The following entities are considered in the Consolidated Financial Statements listed below:

S. No.	Name of the Entity	Relationship	Proportion of ownership interest either directly or indirectly	
			As on March 31, 2023	As on March 31, 2022
1.	(AJR Infra and Tolling (Formerly Gammon Infrastructure Projects Limited	Holding	100.00%	100.00%
2.	Birmitrapur Barkote Highway Private Limited ('BBHPL')	Subsidiary	100.00%	100.00%
3.	Cochin Bridge Infrastructure Company Limited ('CBICL')	Subsidiary	97.66%	97.66%

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

S. No.	Name of the Entity	Relationship	Proportion of ownership interest either directly or indirectly	
			As on March 31, 2023	As on March 31, 2022
4.	Gammon Logistics Limited ('GLL')	Subsidiary	100.00%	100.00%
5.	Gammon Projects Developers Limited (GPDL')	Subsidiary	100.00%	100.00%
6.	Gammon Renewable Energy Infrastructure Projects Limited ('GREIPL')	Subsidiary	100.00%	100.00%
7.	Gammon Road Infrastructure Limited ('GRIL')	Subsidiary	100.00%	100.00%
8.	Gammon Seaport Infrastructure Limited ('GSIL')	Subsidiary	100.00%	100.00%
9.	Haryana Biomass Power Limited ('HBPL')	Subsidiary	100.00%	100.00%
10.	Marine Project Services Limited ('MPSL')	Subsidiary	100.00%	100.00%
11.	Sidhi Singrauli Road Project Limited ('SSRPL')	Subsidiary	100.00%	100.00%
12	Tada Infrastructure Development Company Limited ('TIDCL')	Subsidiary	100.00%	100.00%
13	Tidong Hydro Power Limited ('THPL')	Subsidiary	51.00%	51.00%
14	Vizag Seaport Private Limited ('VSPL') (Upto October 28, 2021	Subsidiary	-	73.76%
15	Yamunanagar Panchkula Highway Private Limited ('YPHPL')	Subsidiary	100.00%	100.00%
16	Youngthang Power Ventures Limited ('YPVL')	Subsidiary	100.00%	100.00%
17	Vijayawada Gundugolanu Road Project Private Limited ('VGRPPL')	Subsidiary	100.00%	100.00%
18	Pravara Renewable Energy Limited ('PREL')	Subsidiary	100.00%	100.00%
19	Sikkim Hydro Power Ventures Limited ('SHPVL')	Subsidiary	100.00%	100.00%
20	Indira Container Terminal Private Limited ('ICTPL')	Subsidiary	74.00%	74.00%
21	Ras Cities and Townships Private Limited ('RCTPL')	Step-down subsidiary	100.00%	100.00%
22	Sony Mony Developers Private Limited ('SMDPL')	Step-down subsidiary	100.00%	-
23	Chitoor Infrastructure Company Private Limited ('CICPL')	Step-down subsidiary	100.00%	100.00%
24	Earthlink Infrastructure Projects Private Limited ('EIPPL')	Step-down subsidiary	100.00%	100.00%
25	Segue Infrastructure Projects Private Limited ('SIPPL')	Step-down subsidiary	100.00%	100.00%
26	"Elgan India Martrade Private Limited (Formerly known as Eversun Sparkle Maritimes Services Private Limited ('ESMSPL')"	Associate	30.90%	30.90%
27	Vizag Seaport Private Limited ('VSPL') (w.e.f October 28, 2021	Associate	40.76%	40.76%
28	Deepmala Infarstructure Private Limited	Associate	23.00%	-
29	GIPL - GIL JV	Joint Venture	95.00%	95.00%
30	GIPL - GECPL JV	Joint Venture	40.00%	40.00%

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

iv) In the absence of financial statements of BWIOTPL ATSL Mordern Toll Road and SEZAL no effects are taken in these financial statements for the current period. The profit / loss for the period ended September 30, 2014 are incorporated. However, these joint ventures are not carrying out any operations and therefore their impact is not expected to be significant.

v) As part of its overall business plans, the Group has been acquiring beneficial interest and voting rights. This beneficial interest along with the Group's legal shareholdings has resulted in the Group having control over 51% in various SPVs as listed above. The details of the amounts paid and resultant beneficial interest and voting rights acquired are as follows:

S. No.	Particulars	As at 31-03-23			As at 31-03-22		
		Equity shares Nos.	Amount paid	Beneficial interest %	Equity shares Nos.	Amount paid	Beneficial interest %
1.	CICPL	10,000	100,000	100%	10,000	100,000	100%
2.	EIPPL	10,000	100,000	100%	10,000	100,000	100%
3.	SIPPL	10,000	100,000	100%	10,000	100,000	100%
4.	THPL	25,500	255,000	51%	25,500	255,000	51%

vi) Business combinations and goodwill

In accordance with Ind AS 101 provisions related to first time adoption, the Group has exercised exemption and elected not to apply Ind AS accounting for business combinations retrospectively. The excess of cost to the group of its investments in subsidiary companies over its share of the equity of the subsidiary companies at the dates on which the investments in the subsidiary companies are made, is recognised as 'Goodwill' being an asset in the Consolidated Financial Statements. This Goodwill is tested for impairment at the close of each financial year. Alternatively, where the share of equity in the subsidiary companies as on the date of investment is in excess of cost of investment of the group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus', in the consolidated financial statements.

D Use of judgments, estimates and assumptions

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 financial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the financial statements.

E Summary of significant accounting policies

I. Current and non-current classification

The Group 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 months after the reporting period

All other assets are classified as non-current.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

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 at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

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

II. Revenue Recognition

Revenue is measured based on the fair value of the consideration that is specified in a contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. Revenue is recognised upon transfer of control of promised products or services to customers.

To recognise revenues, the Company applies the following five step approach

1. identify the contract with a customer,
2. Identify the performance obligations in the contract,
3. determine the transaction price,
4. allocate the transaction price to the performance obligations in the contract.
5. recognize revenues when a performance obligation is satisfied

The revenue is recognised when (or as) the performance obligation is satisfied, which typically occurs when (or as) control over the products or services is transferred to a customer.

i) Contract revenue (construction contracts)

Contract revenue and contract cost associated with the construction of road are recognised as revenue and expenses respectively by reference to the stage of completion of the projects at the balance sheet date. The stage of completion of project is determined by the proportion that contract cost incurred for work performed upto the balance sheet date bear to the estimated total contract costs.

Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable. If total cost is estimated to exceed total contract revenue, the Company provides for foreseeable loss. Contract revenue earned in excess of billing has been reflected as unbilled revenue and billing in excess of contract revenue has been reflected as unearned revenue.

ii) Operation and Maintenance income:

Revenue from Operations and Maintenance including major maintenance are accrued on the basis of estimated cost plus margin and the amount reconciled is added to the financial asset. Revenue from financial asset is accrued in accordance with Interest EIR of the annuity receipt.

iii) Service Concession Arrangements

In accordance with the principal laid down in Appendix C to the Ind AS 115, revenue from Construction service are recognized in exchange for grant of tolling rights, accounted at the fair value of service rendered.

iv) Tolling Income

Tolling Income is recognised on usage of recovery of the usage charge thereon based on the notified toll rates by the Grantor.

v) Annuity Income

The Group has recorded the project on "annuity basis" in accordance with the requirement of Appendix C of service concession arrangements of Ind AS 115.

For Recognition of Revenue , the Group has identified its performance obligation as Construction Services activity, Operations and maintenance and Major maintenance .

The Group is in the Contruction Phase and the Construction income is recognised over time based on the progess of the work i.e., cost incurred during the period and margin on the Construction Activity.

Maintenance after COD date till the tenure of the Project will be recognised over time proportionately over the concession period on the basis of the allocation of the transaction price over this performance obligation.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Finance income is recognised on the basis of the IRR considered in the project.

The Group has recognized "Contract Asset" as financial asset as per Service Concession Agreement.

vi) Developer fees & other advisory services:

Revenue on Developer Fees is recognized on an accrual basis.

vii) Revenue from power projects

Revenue is recognised at point in time when the performance obligation with respect to Sale of Electricity and steam is being rendered to the Customers which is the point in time when the customer receives the service. Revenue from Sale of Electricity is recognized on output basis when the generated units are wheeled to the user and the metered units are billed at the contracted rates.

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.

viii) Revenue from Port Operations

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.

ix) Government Grants

Grants from the Government are recognised when there is reasonable assurance that (i) the Group will comply with the conditions attached to them, and (ii) the grant / subsidy will be received."Capital Grant As per IND AS 20 " Accounting for Government grants and disclosure of Government Assistance " and IND AS 109" Financial Instruments ", the Grant received from grantor satisfies the Income approach criteria and therefore the Group has amortised the Grant received based on traffic count to Profit and Loss account every year."

x) Interest income:

Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

xi) Dividend income:

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

xii) Finance and Other Income (including remeasurement Income)

Under Ind AS, financial guarantees given by the Company for its subsidiaries are initially recognised as a liability at fair value which is subsequently amortised as an interest income to the Statement of Profit and Loss

xiii) Financial guarantee income

Under Ind AS, financial guarantees given by the Company for its subsidiaries are initially recognised as a liability at fair value which is subsequently amortised as an interest income to the Statement of Profit and Loss.

d) Property, Plant and Equipment (PPE)

i) 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.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

ii) 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.

iii) Borrowing costs on Property, Plant and Equipment's are capitalised when the relevant recognition criteria specified in Ind AS 23 Borrowing Costs is met.

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

v) Depreciation on all assets of the Company is charged on straight line basis over the useful life of assets at the rates and in the manner provided in Schedule II of the Companies Act 2013 for the proportionate period of use during the year. Depreciation on assets purchased /installed during the year is calculated on a pro-rata basis from the date of such purchase / installation.

vi) 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.

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

viii) Leasehold improvements is amortized on a straight line basis over the period of lease.

e) Intangible assets

i) Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

ii) The useful lives of intangible assets are assessed as either finite or indefinite.

iii) Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

(iv) Intangible Assets without finite life are tested for impairment at each Balance Sheet date and Impairment provision, if any are debited to profit and loss.

(v) 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.

f) 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.

g) Impairment

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

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

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.

h) Equity investment

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

Investment in subsidiaries, joint venture and associates are carried at Cost in separate financial Statement less impairment if any.

i) Investments

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

Current investments: are carried at fair value with the changes in fair value taken through the statement of Profit and Loss.

j) Inventories

Inventories are valued at the lower of cost and net realisable value.

Stores and materials are valued at lower of cost and net realizable value. Net realizable value is the estimated selling price less estimated cost necessary to make the sale. The weighted average method of inventory valuation is used to determine the cost.

k) Taxes

Current Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

l) Deferred Tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

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

m) MAT Credit

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognises MAT credit available as a deferred tax asset only to the extent that there is reasonable certainty that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The MAT credit to the extent there is reasonable certainty that the Company will utilise the credit is recognised in the Statement of profit and loss and corresponding debit is done to the Deferred Tax Asset as unused tax credit.

n) 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.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

o) Earnings 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

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p) Provisions, Contingent Liabilities and Contingent Assets

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. Provisions are reviewed at each balance sheet and adjusted to reflect the current best estimates.

Contingent liabilities and Contingent Assets

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.

A contingent assets is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Contingent liabilities and contingent assets are reviewed at each balance sheet date.

q) 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.

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.

r) Employee Share – based payment plans ('ESOP')

The Company accounts for the benefits of Employee share based payment plan in accordance with IND AS 102 "Share Based Payments" except for the ESOP granted before the transition date which are accounted as per the previous GAAP as provided in IND AS 101 first time adoption

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

s) 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.

t) 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.

u) Measurement of Earnings before interest, tax, depreciation and amortisation (EBITDA)

The Company has elected to present earnings before interest, tax expenses, depreciation and amortization expenses (EBITDA) as a separate line item on the face of the statement of profit and loss. In the measurement of EBITDA, the Company does not include depreciation and amortization expenses, interest and tax expense.

v) 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.

w) Financial instruments

Initial recognition

i) Financial Assets & Financial Liabilities

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.

ii) Equity Instruments

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.   Subsequent measurement.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

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.

iv) **Financial liabilities at amortized cost**

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 liabilities.

v) Financial liabilities at FVPL

Financial liabilities at FVPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

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

De-recognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Offsetting of financial instruments

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

x) Dividend Distribution

Dividend distribution to the Company's equity holders is recognized as a liability in the Company's

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

annual accounts in the year in which the dividends are approved by the Company's equity holders.

y) Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

z) Trade Payables & Trade Receivables

A payable is classified as a 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms stated in the contract. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.

A receivable is classified as a 'trade receivable' if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the EIR method, less provision for impairment.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

2. A Property, Plant & Equipment

(₹ in Lakhs)

Particulars	Freehold Land	Leasehold Land	Buildings	Plant & Machinery	Furniture & Fixtures	Office Equipments	Computers	Motor Vehicles	Container yard	Total
Cost or valuation										
As at March 31, 2021	**485.34**	**1,891.78**	**4,568.86**	**19,533.97**	**93.27**	**175.13**	**319.21**	**317.22**	**135.57**	**27,520.34**
Additions	–		–	3.50	0.28	1.47	7.76	24.67	–	**37.68**
Deconsolidation of Subsidiaries		–	–	–	19.62	105.36	78.46	144.28	–	**347.71**
Sales/Disposals/Adjustments	485.34	–	–	–	22.80	35.85	3.89	45.00	–	**592.89**
As at March 31, 2022	**–**	**1,891.78**	**4,568.86**	**19,537.47**	**51.13**	**35.39**	**244.62**	**152.61**	**135.57**	**26,617.43**
Additions	–		–	–	1.22	2.21	2.44	–	–	**5.87**
Sales/Disposals/Adjustments	–	–	–	0.43	4.39	4.68	3.45	15.13	–	**28.07**
As at March 31, 2023	**–**	**1,891.78**	**4,568.86**	**19,537.04**	**47.96**	**32.92**	**243.61**	**137.48**	**135.57**	**26,595.23**
Depreciation										
As at March 31, 2021	**–**	**–**	**1,389.31**	**6,075.84**	**77.71**	**147.15**	**301.33**	**200.30**	**135.57**	**8,327.22**
Charge for the period	–	–	188.35	1,030.26	4.07	7.30	9.15	17.28	–	**1,256.41**
Deconsolidation of Subsidiaries	–	–		–	15.89	86.52	67.12	60.61	–	**230.14**
Sales/Disposals/Adjustments	–	–	–	–	25.93	35.80	3.55	42.92	–	**108.21**
As at March 31, 2022	**–**	**–**	**1,577.66**	**7,106.10**	**39.96**	**32.13**	**239.81**	**114.05**	**135.57**	**9,245.28**
Charge for the period	–		188.35	1,030.40	0.77	1.45	2.94	7.46	–	**1,231.38**
Impairment for the period (refer note 27 (iii) and 33 (f))	–	–	–	10,700.00	–	–	–	–	–	**10,700.00**
Sales/Disposals/Adjustments	–	–	–	–	4.39	5.41	3.45	15.13	–	**28.37**
As at March 31, 2023	**–**	**–**	**1,766.01**	**18,836.50**	**36.34**	**28.18**	**239.30**	**106.38**	**135.57**	**21,148.29**
Net Block Value										
As at March 31, 2023	**–**	**1,891.78**	**2,802.84**	**700.54**	**11.62**	**4.75**	**4.31**	**31.10**	**–**	**5,446.94**
As at March 31, 2022	**–**	**1,891.78**	**2,991.20**	**12,431.37**	**11.17**	**3.26**	**4.82**	**38.56**	**–**	**17,372.15**

PREL

a) All Title Deeds of Immovable properties are in the name of the Company.

b) The Physcial possession of the factory is not with the Company. For details refer note 33.

ICTPL

a) All Title Deeds of Immovable properties are in the name of the Company.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

B Right of Use Asset-Leases

Details of Additions, Adjustments, Depreciation and Net Block

(₹ in Lakhs)

Particulars	Land	Equipments	Total
Cost			
As at March 31, 2021	**308.57**	**15,181.98**	**15,490.55**
Addition	–	–	–
Deconsolidation of Subsidiaries		15,181.98	15,181.98
Disposals/Adjustments	–	–	–
As at March 31, 2022	**308.57**	**–**	**308.57**
Additions	–		–
Disposals/Adjustments	–		–
As at March 31, 2023	**308.57**	**–**	**308.57**
Depreciation			
As at March 31, 2021	**28.50**	**4,337.68**	**4,366.18**
Charge for the period	14.23	1,189.35	1,203.58
Deconsolidation of Subsidiaries		5,527.03	5,527.03
Disposals/Adjustments			
As at March 31, 2022	**42.73**	**-**	**42.73**
Charge for the period	14.23	–	14.23
Disposals/Adjustments	–		–
As at March 31, 2023	**56.96**	**–**	**56.96**
Net Block			
As at March 31, 2023	**251.61**	**-**	**251.61**
As at March 31, 2022	**265.84**	**–**	**265.84**

3 Capital Work in progress

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Engineering, Procurement and Construction costs	3,778.00	4,362.16
Financial Costs	1,758.47	1,758.47
Depreciation	28.48	28.48
Other Expenses	2,850.02	2,850.02
	8,414.97	**8,999.13**
Less: Provision for Impairment	(8,414.97)	–
Total capital work-in-progress	**–**	**8,999.13**

Notes to Consolidated Financial Statements
for the year ended 31st March, 2023 *(continued)*

a) CWIP Ageing Schedule

As at March 31, 2023 (₹ in Lakhs)

CWIP for a period of (before Provision for impairment)	Projects Temporarily Suspended	Total
Less than 1 year	–	–
1–2 years	0.03	0.03
2–3 years	103.00	103.00
More than 3 years	8,311.94	8,311.94
Total	**8,414.97**	**8,414.97**

As at March 31, 2022 (₹ in Lakhs)

CWIP for a period of	Projects Temporarily Suspended	Total
Less than 1 year	0.03	0.03
1–2 years	103.00	103.00
2–3 years	–	–
More than 3 years	8,896.11	8,896.11
Total	**8,999.14**	**8,999.14**

b) Details of Capital-work-in progress, whose completion is overdue to its original plan

Since the entire Capital work in progress has been fully impaired hence cost overrun disclosure is not given.

c) During the current year the Group has made provision of ₹ 369 Lacs towards extension of COD granted by Govt of Sikkim and Reversal of amount payable to EPC Contractor / Other financial liabilities amounting to ₹ 953.16 Lacs both of which has been adjusted against the carrying value of Capital work in Progress in case of its SPV.

The SPV was incorporated for developing Rangit II Hydroelectric Power Project in Sikkim on BOOT basis. The project involves the development of a 66 MW run-of-the-river Hydroelectric Power Project on Rimbi River, a tributary of River Rangit under a concession agreement signed with the Government of Sikkim for a period of 35 years from the date of COD. The project cost is estimated to be ₹ 49,600 lacs. Though the project has received all major clearances and approvals, Power purchase agreement is yet to be signed. Over a period of time, the scenario in power sector changed substantially and in absence of financial closure, funding of the Project has been a major issue leading to stoppage of work. EPC contractor for the Project were also facing liquidity problems and in absence of disbursement of funds by the Company, they were unable to execute the EPC work as per schedule. Based on the request of the company, Government of Sikkim, Power Department has approved Extension of Commercial Operation Date (COD) for a period of 4 years from 3rd June, 2022. Though the Management has been in active discussions with various government agencies and other Private players to explore the possibility of signing a Power Purchase Agreement (PPA) or a possible buyout of the Project, the matter is dependent on fulfilment of certain condition's which is yet to be concluded. Though the company management is hopeful of a timely resolution of this matter, in view of the issues and problems associated with the progress of the project including the delay in signing of Power Purchase agreement and associated financial issues, the company has made provision in the books of accounts for the years ended 31st March,2023 amounting to ₹8,414.97 lakhs on a prudent basis which has been adjusted against the Capital Work in Progress.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

4 Goodwill on consolidation

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Goodwill on consolidation	3,390.85	3,390.85
Add : Goodwill on acquisition	–	–
Less : Goodwill on de-consolidation	(2,034.51)	-2,034.51
Less : Impairment of Goodwill	(1,259.37)	(1,259.37)
Total	**96.97**	**96.97**

5 Intangible assets

(₹ in Lakhs)

Particulars	Toll Concession rights	Computer software	Port Rights	Total
Cost or valuation				
As at March 31, 2021	**27.60**	**71.16**	**101,234.72**	**101,333.47**
Additions	–	–	7.36	7.36
Deconsolidation of Subsidiaries		22.50	25,012.71	25,035.21
Sales/Disposals/Adjustments	27.60	–	–	27.60
As at March 31, 2022	**–**	**48.66**	**76,229.36**	**76,278.02**
Additions	–	–	–	–
Sales/Disposals/Adjustments	–	–	–	–
As at March 31, 2023	**–**	**48.66**	**76,229.36**	**76,278.02**
Amortisation				
As at March 31, 2021	–	71.16	26,967.47	27,038.63
Charge for the period	–	–	4,684.68	4,684.68
Deconsolidation of Subsidiaries		22.50	9,921.50	9,944.00
As at March 31, 2022	**–**	**48.66**	21,730.65	**21,779.31**
Charge for the period	–	–	3,811.47	3,811.47
Sales/Disposals/Adjustments	–	–	–	–
As at March 31, 2023	**–**	**48.66**	**25,542.12**	**25,590.78**
Net Block				
As at March 31, 2023	**–**	**–**	**50,687.24**	**50,687.23**
As at March 31, 2022	**–**	**–**	**54,498.70**	**54,498.70**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

6 Intangible Assets under development

(₹ in Lakhs)

Intangible Assets under development	As at March 31, 2023	As at March 31, 2022
Contract expenditure – Engineering, Procurement & Construction ('EPC')	70,213.95	70,213.95
Developer's fees	1,657.41	1,657.41
Borrowing Cost	25,135.07	25,135.07
Depreciation	13.12	13.12
Other Expenses	1,733.16	1,733.16
Less: Unamortized amount of Grant towards Project adjusted	(26,323.56)	(26,324)
Less – Provision for Impairment of Intangible Assets under development *	(65,572.30)	(65,572.30)
Less: Provision for impairment	(156.63)	–
Total	**6,700.22**	**6,856.86**

*In case of Subsidiary, where the project is tereminated, the Details of Intangible Asset Under Developmenis not disclosed.

a) Intangible Asset Under Development Ageing Schedule

As at March 31, 2023 (₹ in Lakhs)

CWIP for a period of	Projects in progress	Projects temporarily suspended	Total
Less than 1 year	–	–	–
1-2 years	–	11.20	11.20
2-3 years	–	–	–
More than 3 years	–	6,689.03	6,689.03
Total	**–**	**6,700.23**	**6,700.23**

As at March 31, 2022 (₹ in Lakhs)

CWIP for a period of	Projects in progress	Projects temporarily suspended	Total
Less than 1 year	11.20	–	11.20
1-2 years	–	–	–
2-3 years	–	–	–
More than 3 years	–	6,845.66	6,845.66
Total	**11.20**	**6,845.66**	**6,856.86**

b) Details of Capital-work-in progress, whose completion is overdue to its original plan

As at March 31, 2023 (₹ in Lakhs)

To be completed in	10 KLD Energy Efficient Aerobic with Anaerobic treatement Sewage Treatment Plant (STP)	Total
Less than 1 year	–	–
1-2 years	11.20	11.20
2-3 years	–	–
More than 3 years	–	–
Total	**11.20**	**11.20**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

As at March 31, 2022 (₹ in Lakhs)

To be completed in	10 KLD Energy Efficient Aerobic with Anaerobic treatement Sewage Treatment Plant (STP)	Total
Less than 1 year	11.20	11.20
1-2 years	–	–
2-3 years	–	–
More than 3 years	–	–
Total	**11.20**	**11.20**

7.1 Financial Assets - Investments

a) Non Current Investments

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Equity Instruments in Subsidiaries (to be accounted at FVTPL) (read with note below and note no 37(a) and 37(b))	39,016.37	39,016.37
Less: Provision for Impairment	(27,628.75)	–
ii) Quasi Equity of Equity Instruments in Subsidiaries (to be accounted at FVTPL)	12,673.25	12,673.25
Less: Provision for Impairment	(2,212.75)	–
iii) Equity instruments of Joint Venture Companies – Fully Impaired	307.08	307.08
Less: Provision for diminution in value of Investment	(307.08)	(307.08)
iv) Equity instruments of Associate Companies	4,653.81	4,177.07
Less: Provision for diminution in value of Investment	(3.26)	(813.18)
Total	**26,498.67**	**55,053.51**

b) Current Investments

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Investment in Mutual fund	5,432.57	5,183.15
	5,432.57	**5,183.15**
Disclosure:		
i) Investment Carried at Cost	10,083.12	8,547.05
ii) Investments carried at fair value through Profit and Loss	21,848.12	51,689.62

i) Details of Non-current Investments

ii) Equity Instruments in Subsidiaries (accounted at FVTPL) (₹ in Lakhs)

Name of body corporate	As at March 31, 2023		As at March 31, 2022	
	Nos	Amount	Nos	Amount
Considered Good				
Patna Highway Projects Limited *	50,000,000	11,387.62	50,000,000	11,387.62
Rajahmundry Godavari Bridge Limited *	–	–	203,517,650	27,628.75
		11,387.62		**39,016.37**
Considered Doubtful				
Rajahmundry Godavari Bridge Limited *	203,517,650	27,628.75	–	–
		27,628.75		**–**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

iii) Quasi Equity of Equity Instruments in Subsidiaries (to be accounted at FVTPL)

(₹ in Lakhs)

Name of body corporate	As at March 31, 2023	As at March 31, 2022
	Amount	Amount
Interest free Inter- Corporate Deposits in the nature of Quasi Equity :		
Considered Good		
Patna Highway Projects Limited *	10,460.50	10,460.50
Rajahmundry Godavari Bridge Limited *	–	2,212.75
	10,460.50	**12,673.25**
Considered Doubtful		
Rajahmundry Godavari Bridge Limited *	2,212.75	–
	2,212.75	**–**

Note - In respect of the above subsidiaries attention in invited to note – 37 (a) and (b), where the subsidiaries are under CIRP proceedings and valuation exercise by the IRP to determine equity value has not been completed. The Company has also not carried out separate valuation of equity interest. Therefore these equity instruments presently are carried at cost.

iii) Investment in Equity Instruments (Joint venture accounted under equity method)

(₹ in Lakhs)

Name of body corporate		As at March 31, 2023		As at March 31, 2022	
		Nos	Amount	Nos	Amount
Considered doubtful					
Blue Water Iron Ore Terminal Private Limited	10.12%	3,051,808	305.18	3,051,808	305.18
SEZ Adityapur Limited	38.00%	19,000	1.90	19,000	1.90
			307.08		**307.08**
Provision for Impairment					
Blue Water Iron Ore Terminal Private Limited			(305.18)		(305.18)
SEZ Adityapur Limited			(1.90)		(1.90)
			(307.08)		**(307.08)**

iv) Investment in Equity Instruments (Associate accounted under equity method)

(₹ in Lakhs)

Name of body corporate		As at March 31, 2023		As at March 31, 2022	
		Nos	Amount	Nos	Amount
Vizag Seaport Private Limited	40.76%	35,540,730	4,925.52	35,540,730	3,958.86
Deepmala Infrasructure Private Limited (through Sony Mony Developers Private Limited)	23.00%		(564.43)		–
Elgan India Martrade Private Limited	30.90%		289.46		214.95
ATSL Infrastructure Projects Limited	49%	24,450	1.60	24,450	1.60
Modern Tollroads Limited	49%	24,470	1.66	24,470	1.66
			4,653.81		**4,177.07**
Less: Provision for diminution in value of Investment					
ATSL Infrastructure Projects Limited			1.60		1.60
Modern Tollroads Limited			1.66		1.66
Vizag Seaport Private Limited			–		809.92
			3.26		**813.18**
Total of Non-Current Investments			**26,498.67**		**55,053.51**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

b) Details of Current Investments

(₹ in Lakhs)

Name of the Mutual Fund Scheme	As at March 31, 2023		As at March 31, 2022	
	Units	Amount	Units	Amount
Quoted				
Investments carried at fair value through Profit and Loss				
Canara Robeco savings plus fund – regular Growth *	14,949,706	5,369.10	14,949,706	5,115.89
PGIM India Insta Cash Fund – Direct Plan – Growth	24,245	63.48	24,245	67.26
Total		**5,432.57**		**5,183.15**
Total of Current Investments		**5,432.57**		**5,183.15**
Total of Investments		**31,931.25**		**60,236.67**
Aggregate value of investments				
Aggregate book value of unquoted investments		26,498.67		55,053.51
Aggregate amount of quoted investments		5,432.57		5,183.15
Market Value of Quoted Investment		5,432.57		5,183.15

* The mutual fund held with canara Robecco is marked as lien against Bank Guarantee facility taken from Canara Bank

Pledge of Shares

The Company has pledged the following shares in favour of the lenders to the projects as part of the terms of financing agreements for facilities taken by the Company or its project SPV's as indicated below:

Name of body corporate	Face value	No. of Equity shares pledged as at	
		As at March 31, 2023	As at March 31, 2022
Pledge of shares of SPV's which are being held as on March 31, 2023		73,306,600	73,306,600
Sidhi Singrauli Road Project Limited	10/-	34,996,898	34,996,898
Vizag Seaport Private Limited	10/-	–	31,995,331
Sikkim Hydro Power Ventures Limited	10/-	48,751,680	16,500,000
Indira Container Terminal Private Limited	10/-	5,940,000	5,940,000
Patna Highway Projects Limited	10/-	2,600	2,600
Birmitrapur Barkote Highway Private Limited	10/-	14,449,994	–
Youngthang Power Ventures Limited			

The change in the balances between March 31, 2023 & March 31, 2022 represent additional / reduction of pledge during the period ended March 31, 2023

7.2 Trade Receivables

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
(Unsecured, at amortised cost)				
Considered good	–	–	4,548.44	4,742.61
Considered doubtful	–	–	19.43	4.34
Less:- Allowance for expected credit loss	–	–	(19.43)	(4.34)
Total	**–**	**–**	**4,548.44**	**4,742.61**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

a) Expected Credit Loss:

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 (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Balance	4.34	67.42
Add: Addition during the year	15.09	–
Less: Reversal on account of deconsolidation of Subsidiaries	–	(56.35)
Less: Amount written off/written back during the year	–	(6.73)
Provision at the end of the year	**19.43**	**4.34**

b) Trade Receivable Ageing Schedule

(Ageing from bill date)

As at March 31, 2023 (₹ in Lakhs)

Range of O/s period	Undisputed			Total
	Considered Good	Significant increase in credit risk	Credit Impaired	
Unbilled	–	–	–	–
Not Due	–	–	–	–
less than 6 months	532.76	–	–	532.76
6 months – 1 year	417.20	–	–	417.20
1–2 year	1,279.02	–	5.16	1,284.18
2–3 year	198.47	–	5.93	204.40
> 3 years	333.87		8.33	342.20
Total	**2,761.32**	**–**	**19.42**	**2,780.74**

(₹ in Lakhs)

Range of O/s period	Disputed			Total
	Considered Good	Significant increase in credit risk	Credit Impaired	
Unbilled	–	–	–	–
Not Due	–	–	–	–
less than 6 months	–	–	–	–
6 months – 1 year	–	–	–	–
1–2 year	–	–	–	–
2–3 year	–	–	–	–
> 3 years	–	1,787.13	–	1,787.13
Total	**–**	**1,787.13**	**–**	**1,787.13**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

As at March 31, 2022 (₹ in Lakhs)

Range of O/s period	Considered Good	Undisputed Significant increase in credit risk	Credit Impaired	Total
Unbilled	–	–	–	–
Not Due	–	–	–	–
less than 6 months	1,976.14	–	–	1,976.14
6 months – 1 year	437.09	–	–	437.09
1-2 year	204.41	–	–	204.41
2-3 year	1.55	–	–	1.55
> 3 years	336.29	–	4.34	340.63
Total	**2,955.49**	**–**	**4.34**	**2,959.83**

Range of O/s period	Considered Good	Disputed Significant increase in credit risk	Credit Impaired	Total
Unbilled	–	–	–	–
Not Due	–	–	–	–
less than 6 months	–	–	–	–
6 months – 1 year	–	–	–	–
1-2 year	–	–	–	–
2-3 year	–	–	–	–
> 3 years	–	1,787.13	–	1,787.13
Total	**–**	**1,787.13**	**–**	**1,787.13**

7.3 Loans and Advances (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
I. Other loans and advances				
Entity having Significant influence	–	–	247.41	247.41
Provision for Impairment	–	–	(247.41)	–
Others	–	–	–	1,702.72
Total (A)	–	–	–	1,950.13
II. Intercorporate Deposits				
Related Parties				
Unsecured, Considered good	5,334.10	–	–	–
Unsecured, Considered doubtful	1,004.94	16.36	–	–
Less: Provision	(1,004.94)	(16.36)	–	–
III. Others				
Unsecured, Considered doubtful	3,550.00	–	400.00	400.00
Less: Provision for doubtful ICD's	–	–	(400.00)	(400.00)
Total (B)	**8,884.10**	**–**	**–**	**–**
Total (A+B)	**8,884.10**	**–**	**–**	**1,950.13**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

a) The break-up of Loans granted by the Company to related parties is as under :

(₹ in Lakhs)

Entity having Significant influence	As at March 31, 2023	As at March 31, 2022
Deepmala Infrastructure Private Limited	5,334.10	–
Sony Mony Traders Private Limited	988.58	–
Gammon India Limited	16.36	263.77
	6,339.04	**263.77**

b) Loans and Advances to Promoters, Directors,KMP's and Related Parties.

Loans or Advances in the nature of loans granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are Repayable on demand:.

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Outstanding Loan	% to (A)	Outstanding Loan	% to (A)
Promoters		–		–
Directors	–	–	–	–
KMPs	–	–	–	–
Related Parties	6,339.04	61.61	263.77	11.15
Total Loans and Advances to Promoter, Director, KMP and Related parties	6,339.04		263.77	
Total Loans and Advances in the nature of Loan and Advances (A)	**10,289.04**		**2,366.49**	

c) Utilisation of Borrowed funds and share premium:

The Company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary.

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries), the details of which is tabulated hereunder;

Nature of Transaction	Name of the Intermediary & Relation ship	Amount & Date	Name of the Other Company & Relation ship	Amount & Date
Loan Given	Burberry Infra Private Limited	₹ 3,100 Lacs	Deepmala Infrastructure Private Limited	₹ 3,100 Lacs
Not Due		(Janaury 25, 2023 & March 29, 2023)	(Associate)	(Janaury 27, 2023 & March 31, 2023)

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

d) The loans are repayable on demand, however the same has been classified as Non current based on management estimation of its recoverability.

7.4 Loans and Advances (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
I. Security Deposit				
Unsecured, Considered good				
Deposit under dispute (Refer Note a below)	–	–	386.00	386.84
Others	119.94	168.76	–	–
(A)	**119.94**	**168.76**	**386.00**	**386.84**
II. Advance recoverable in cash or in kind	–	–	–	
Unsecured, Considered Good				
Dues from entity having significant influence	–	–		48.58
Dues from Joint Ventures	–	–	155.19	334.14
Dues from Others		1.69	21.62	–
Unsecured, Considered doubtful				
Dues from entity having significant influence	–	–	47.16	–
Dues from Joint Ventures	–	–	25.39	25.27
	–	**1.69**	**249.36**	**407.99**
III. Others				
Considered good	–	78,052.00	1,519.13	1,832.53
Considered doubtful	78,052.00	–	316.67	–
	78,052.00	78,052.00	1,835.80	1,832.53
IV. Less: Impairment of doubtful assets	(78,052.00)	–	(389.22)	(25.27)
(B)	**–**	**78,053.69**	**1,695.94**	**2,215.25**
V. Interest accrued receivable				
From Banks, considered good	–	–	6.49	3.84
From others, considered Good	–	–	53.80	16.11
(C)	**–**	**–**	**60.29**	**19.95**
VI. Share application money paid	129.95	129.95	–	–
(D)	**129.95**	**129.95**	**–**	**–**
VII. Other bank balances				
Transferred from Cash and Bank Balance (Refer note 7.5 (iv))	2,470.15	2,381.11	–	–
Deposit with Scheduled Bank (including interest)	34.88	33.89	–	–
(E)	**2,505.03**	**2,415.00**	**–**	**–**
Total (A+B+C+D+E)	**2,754.92**	**80,767.40**	**2,142.23**	**2,622.04**

Notes to Consolidated Financial Statements
for the year ended 31st March, 2023 *(continued)*

a) One of the creditors who has been granted Arbitration award under Section 34 of the Arbitration and Conciliation Act, 1996 has filed execution petition with the Mumbai High Court. The company has challenged the award under Section 34 of Arbitration and Conciliation Act, 1996, passed in favour of an this Operational

b) creditor. In the meantime the award holder has moved the execution petition at Hon'ble High Court with a request to issue notice to Garnishee Maharashtra State Electricity development Corporation (MSEDCL) as well as Karkhana. Based on Hon'ble High Court Order, MSEDCL has deposited a sum of ₹ 386.00 lakhs and the company is in the process of filing an application through the Lenders for non withdrawal of the deposit amount of ₹ 386.00 lakhs by the award holder. The management has shown this amount as deposit paid under protest.

Others considered good includes ₹ 1,514.01 lacs Due from Western Coalfields on account of wrongful encashment of bank guarantee against which the company has filed a suit and is legally advised that it has a good case of recovery. Refer detailed note no 35.

c) The break-up of advance recoverable in cash or in kind from related parties is as under :

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, Considered good		
Dues from entity having significant influence		
Gammon India Ltd	47.16	48.58
	47.16	**48.58**
Unsecured, Considered good		
Dues from Joint Venture entities		
GIPL GECPL JV	155.19	334.14
	155.19	**334.14**
Unsecured, Considered doubtful		
Dues from Joint Venture entities		
GIPL GIL JV	25.39	25.27
	25.39	25.27
	227.74	**407.99**

d) The break-up of share application money paid by the Company to related parties is as under :

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Company Name		
Modern Toll Roads Limited	129.95	129.95
Total	**129.95**	**129.95**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

7.5 Cash and Bank Balances

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
A Cash and cash equivalents	**Non- Current**		**Current**	
I. Balances with banks	–	–	384.33	199.37
II. Cash on hand	–	–	0.70	1.16
Total	**-**	**-**	**385.03**	**200.53**
B Other bank balances				
I. Bank Balances (*)	-	-	3,484.57	2,648.48
II. Fixed Deposit kept as Debt service reserve	–	–	10.50	10.16
III. Fixed Deposit as margin for BG issued	2,469.42	2,380.42	–	–
IV. Fixed Deposit under lien	0.73	0.69		
V. Less : Transferred to Other Financial Assets (refer note 7.4)	(2,470.15)	(2,381.11)	–	–
Total	**-**	**-**	**3,495.07**	**2,658.64**
Grand Total	**–**	**–**	**3,880.09**	**2,859.17**

(*) Bank balances are not freely available for use since the same is subject to monitoring and approval of consortium of lenders.

8 Deferred Tax Assets

In assessing the realisability of deferred income tax assets, Management considers whether some portion or all of the deferred income tax assets will not be realised. The ultimate realisation of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax assets, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, Management believes that the Company will realise the benefits of those deductible differences. The amount of the deferred income tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

9 Other Assets

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
I. Advance to contractor	Non- Current		Current	
Entity having significant influence				
Unsecured considered doubtful	123.54	123.54	-	-
Provision for credit loss	(123.54)	(123.54)	-	-
Others				
Unsecured considered good	2,695.61	2,800.22	32.02	35.85
Others Considered doubtful	73.94	73.94	-	-
Provision for credit loss	(73.94)	(73.94)		
I. Prepaid expenses	-	-	80.64	113.05
III. Statutory and other receivables	-	8.70	404.85	307.92
IV. Advance Income Tax (Net of Provision for Taxation)	2,639.15	2,409.43	-	-
V. Capital advances (*)	1,326.95	1,326.95	-	-
VI. Unbilled Revenue	-	-	-	21.68
VII. Prepaid Upfront Fees	-	4.97	4.97	11.73
VIII. Other Advances				
Unsecured considered good	-	-	3.89	6.39
Others Considered doubtful	-	-	782.50	782.50
Provision for credit loss	-	-	(782.50)	(782.50)
Total	**6,661.71**	**6,550.27**	**526.37**	**496.62**

*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 lac (Previous year 1326.95 lac).

10 Inventories

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Completed Flats		
Residential Flats	430.26	-
Commercial Shops	3,771.61	-
Unsold Flats	1,801.29	-
Raw materials		
Coal and Bagasse	19.70	19.70
Less - Provision for Inventory write downs	(19.70)	(19.70)
	6,003.16	**-**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

a) The disclosure of inventories recognised as an expense in accordance with paragraph 36 of Ind AS 2 is as follows:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Amount of inventories recognised as an expense	5,585.71	562.51
Amount of write – down of inventories recognised as an expense *	518.59	19.70
	6,104.30	**582.21**

*The management has reviewed the status of unsold flats and written down inventory by ₹ 518.59 Lacs and concluded that there will be no further impairment in the carrying value of the unsold flat inventory

11 Equity Share capital

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
I Authorised shares :		
March 31, 2023: 1,25,00,00,000 Equity shares of ₹ 2/- each March 31, 2022 : 1,25,00,00,000 Equity Shares of ₹ 2/- each	25,000.00	25,000.00
Total	**25,000.00**	**25,000.00**
II Issued and subscribed shares :		
March 31, 2023: 94,26,40,974 Equity shares of ₹ 2/- each March 31, 2022: 94,26,40,974 Equity shares of ₹ 2/- each	18,852.82	18,852.82
Total	**18,852.82**	**18,852.82**
III Paid-up shares :		
March 31, 2023: 94,18,30,724 Equity shares of ₹ 2/- each March 31, 2022: 94,18,30,724 Equity shares of ₹ 2/- each	18,836.61	18,836.61
Total	**18,836.61**	**18,836.61**
IV Shares forfeited :		
Amount received (including securities premium) in respect of 162,050 equity shares of ₹ 10/-	81.03	81.03
Total	**81.03**	**81.03**
Total paid-up share capital (iii + iv)	**18,917.64**	**18,917.64**

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

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Number	Number	Amount	Amount
Balance, beginning of the period	941,830,724	941,830,724	18,836.61	18,836.61
Issued during the period	-	-	-	-
Balance, end of the period	**941,830,724**	**941,830,724**	**18,836.61**	**18,836.61**

b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The shareholders are entitled to dividend in the proportion of their shareholding. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after payment of all external liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

c) Details of shareholders holding more than 5% shares in the Company

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Number	Number	%	%
Gammon Power Limited	193,999,800	193,999,800	20.60	20.60
ICICI Bank Ltd	60,499,998	60,499,998	6.42	6.42
	254,499,798	**254,499,798**	**27.02**	**27.02**

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

e) Changes to Promoter Holding

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
Name of the Promoter			
Gammon Power Limited			
No of Shares	193,999,800	193,999,800	193,999,800
% of total shares	20.60	20.60	20.60
% change 2022-23	-	-	-
Total No of Shares issued and Subscribed	**941,830,724**	**941,830,724**	**941,830,724**

12 Other Equity

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Retained Earnings	(309,186.51)	(148,840.79)
General Reserve	23.95	23.95
Security Premium Reserve	56,369.47	56,369.47
Employee Stock Option Outstanding	-	11.52
	(252,793.09)	**(92,435.85)**

13 Financial Liabilities (at amortised cost)

13.1 Long term Borrowings

(₹ in Lakhs)

Long term Borrowings	As at March 31, 2023		As at March 31, 2022	
	Non- Current		Current	
II Inter-corporate deposit (ICD) - unsecured				
From Others	6,220.00	-	-	-
	6,220.00	**-**	**-**	**-**

A Inter-corporate deposit (ICD) from Others

i) Ambica Capital Markets Limited (ACML)

During the year the Group has taken loan from Ambica Capital Markets Limited (ACML) vide agreement dated April 7, 2022. The said ICD needs to be used for various lawful purpose in respect of lawful business including general corporate purpose. The loan is to be repaid after 730 days.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Security: pledge by the Group by way of deed of pledge, unencumbered equity shares in dematerialised form 3,22,51,680 shares of Indira Containers Terminal Private Limited and 1,44,49,994 shares of Youngthang Ventures Private limited in the name of the Group.

Security: pledge by the Company by way of deed of pledge, unencumbered equity shares in ematerialised form 3,22,51,680 shares of Indira Containers Terminal Private Limited and 1,44,49,994 shares of Youngthang Ventures Private limited in the name of the Company.

Interest: Interest @11% per annum payable on a quarterly basis during the tenor of loan. In the event of default additional interest @1% per annum is applicable. However as per letter dated June 6, 2022 the term of interest is modified where the payment of interest is to be made on yearly basis.

ii) Kasam Holdings Private Limited

Loan is Repayable within 3 years with option to prepay as per mutual consent and carries a interest of 9% p.a.. Interest is payable yearly or on repayment whichever is earlier.

iii) Repayment Schedule has been as given herein below.

Particulars	**₹ in lacs**
Year	
1-2 years	–
2-3 years	6,220.00
3-5 years	–
Total	**6,220.00**

13.2 Other Financial Liabilities (at amortised cost)

(₹ in Lakhs)

Particulars	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**
	Non-Current		**Current**	
I. Credit facility recalled by lenders of SPV's (including Interest)	–	–	311,574.67	280,300.08
II. Inter-corporate deposit from Associate			9,277.41	9,277.41
III. Interest accrued to others	–	–	309.12	0.21
IV. Liabilities towards capital expenditure (including capital advance)	–	1,500.00	–	17.65
V. Other dues - related parties	–	–	1,339.38	571.11
VI. Advance received for sale of equity shares	–	–	265.20	265.20
VII. Settlement Claim Payable (refer note 6 below)			4,000.00	4,000.00
VIII. Other Liabilities	–	–	2,274.45	1,835.46
IX. BG Encashment and Other dues to sub contractor	3,732.77	3,732.77	7,220.00	7,220.00
X. Accrued expenses	–	–	26.74	6.29
Total	**3,732.77**	**5,232.77**	**336,286.97**	**303,493.41**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

1 Term loan from Bank and Financial Institution

a) SSRPL

During the year 2019-20, the Company had received a recall notice from one of the lenders. The facility is marked as a Non-Performing Asset (NPA) in September 2019. Therefore the loan recalled by the lender is treated as current and disclosed under Current Liabilities.

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.

During the earlier year although the lead banker and another banker has recalled the facility the company has not received notice from IIFCL therefore the loan balances were shown as per original schedule.

The term loan from financial institution is secured by a first mortgage and charge on all the Company's movable properties, immovable properties, tangible assets, intangible assets, and all bank accounts (including escrow accounts)

Term loan from banks carries an interest rate at MCLR 5 years plus an interest spread of 295 basis points per annum.

The Group has not received Bank Confirmations for the year ended March 31,2023 and March 31, 2022. Therefore the above loan balances are subject to confirmation and consequent reconciliation, if any.

b) PREL

On account of the company being marked as NPA w.e.f 31st December 2017 by the lenders, no interest has been charged by the lead banker. The company has made provision for interest on the basis of the last sanction and last revision of terms.Therefore the loan balance and finance cost are subject to confirmation and consequent reconciliaiton, if any. The lead bank / other consortium Lender has served notice dated 27th September,2021 / 22nd November, 2021 respectively under SARFAESI Act, 2002 recalling the credit facilities (Term loan and Cash credit) to which the company has suitably replied. Therefore the loan recalled by the lender is treated as current and disclosed under other financial Liabilities

The term loan from bank is secured by a first mortgage and charge on all the Company's immovable properties, movable properties, tangible assets, intangible assets, and all bank accounts (including escrow accounts) except fuel and receivables. Fuel and receivables shall entail second charge.

Term loan from Central Bank of India carries an interest of MCLR (1 year) plus spread of 295 basis points.

Term loan from Corporation Bank carries an interest of MCLR (1 year) plus spread of 270 basis points. Further if Company is paying higher Rate of Interest (ROI) to Central Bank of India then same ROI will apply to term loan from Corporation Bank as well.

The agreement entered into by the Company with the Karkhana for operation & maintenance of the power plant and Minimum Guaranteed Amount in the previous years was subject to lenders approval. The lenders did not approve the arrangement and finally the two parties to the agreement also did not adhere to the terms. Therefore finally all the transactions have been recorded in the books for and on behalf of the Company as if there was no such agreement. The claims and counter claims raised by either party has been recorded either as receivable or as a contingent liability as claims not acknowledged as debts. This has also significantly impacted the relations with the lenders as the agreement entered into provided for the payment of minimum guarantee which would have ensured that the lender's dues are paid.

Cash credit from banks are against first charge on inventory, receivables, fuel stock and other current assets and second charge on fixed assets of the Company.

Cash credit from Central Bank of India carries an interest of MCLR (1 year) plus spread of 345 basis points.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Cash Credit from Corporation Bank carries an interest of MCLR (1 year) plus spread of 320 basis points. Further if Company is paying higher Rate of Interest (ROI) to Central Bank of India then same ROI will apply to term loan from Corporation Bank as well.

The lead bank / other consortium Lender has served notice dated 27th September, 2021 / 22nd November, 2021 respectively under SARFAESI Act, 2002 recalling the credit facilities (Term loan and Cash credit) to which the company has suitably replied. Therefore the loan recalled by the lender is treated as current and disclosed under other financial Liabilities.

Borrowings from banks or financial institutions on the basis of security of current assets

The company being marked as NPA w.e.f 31st December 2017 by the lenders. The lead bank / other consortium Lender has served notice dated 27th September, 2021 / 22nd November, 2021 respectively under SARFAESI Act, 2002 recalling the credit facilities (Term loan and Cash credit). Therefore the company has not submitted quarterly statements to any of the lenders.

c) **ICTPL**

The 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.

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

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.)

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

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 with the lenders.

However some of the lenders have charged interest and penal interest in its loan statement, which the company has disputed and not accounted since the company is computing interest based on the last sanction terms with the lenders. Hence the difference of ₹358.70 lacs (PY : ₹ 251.86 lacs) between loan statements available provided by lenders and loan balance in books is disclosed as contingent lability.

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.

The company has not taken any fresh loan from banks and financial institutions during the year.

d) **SMDPL**

The Company had taken a credit facilities from Indiabulls Housing Finance Ltd in three tranches ₹ 4500 Lacs in the year 2011, ₹ 1500 Lacs in the year 2014 and ₹ 1000 Lacs in the year 2018 and from Indiabulls Commercial Credit Ltd ₹ 2500 lacs in the year 2016. The said loan was to be repaid by way of EMIs. The Company had defaulted in payment of EMIs and repayment

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

of the above loan and the facility was marked as NPA by the lenders in the year 2019 and demand notices has been issued and lenders approached Debt Recovery Tribunal (DRT) for the recovery of its dues. In the year 2019 the credit facility has been assigned to Indiabulls Asset Reconstruction Company which was subsequently assigned to Assets Care and Reconstruction Enterprise in the year 2021. These loans were secured against the property of the erstwhile promotor.

During the year there is a Memorandum of Understanding (MOU) signed between erstwhile promotors and new promotors of the company dated May 13, 2022, for taking over the company. The shares were transferred in the name of new promotors on June 13, 2022. As per the MOU erstwhile shareholders/ Promotors of the Company shall be responsible to repay the borrowings availed from Indiabulls entities.

The personal assets of the erstwhile promotors are charged against these loans as security as mentioned in the DRT orders. Pending final outcome of the of the DRT proceedings against the erstwhile promotors, and any tripartite agreement between lender, erstwhile management and the new management for assigning the liability the new management of the Company continues to show these liabilities in its Financial Statement.

Since the credit facility was marked as NPA by the lenders, the Company had not accrued interest on these loans in the past and There are no loan statements and balance confirmations available with the company. The new management has computed the interest liability as per the last sanction term available in DRT orders and has disclosed the same as contingent liability together with the difference between the recall amount and the balance in books aggregating to ₹ 4553.92 lacs as the management contends that the liability is of the erstwhile promotor as per the MOU. The management further believes that the property charged of the erstwhile promotor is adequate to cover the obligation towards the lenders.

2 The schedule for repayment of the term loan is as under :

Particulars	As at March 31, 2023	As at March 31, 2022
Credit Facilities Recalled	311,574.67	280,300.08
Total	**311,574.67**	**280,300.08**

(Note: Above repayment schedule includes Long term borrowings, Current maturities, overdue principal and credit facilities recalled by the lenders)

3 Details of continuing defaults with respect to interest and principal repayments to Bank and Financial Institutions are as under:

The facility is marked as a Non-Performing Asset (NPA). The Group is defaulting in repayment of term loan to the banks and financial institutions. The Group has also received a recall notice from the lenders. Therefore the loan is treated as current. Entire outstanding balance including accrued interest of ₹ 311,574.67 lacs (PY: ₹ 280,300.08 lacs) shall be considered as continuing default.

4 Intercorporate Deposit - Vizag Seaport Private Limited (VSPL)

Terms and nature of security of secured term loans

The amounts due to VSPL have been restructured from time to time in earlier periods, and certain specific cash flows of the Company are earmarked towards repayment. Further as per the terms of the new arrangement, the Company has stopped accruing the interest on the amount with effect from April 1, 2020. The specific award of Patna Buxar highway Limited, a subsidairy of the Company, presently at approx ₹ 9300 lacs including interest accrued has been assigned to the VSPL and the balance will be paid from the sale of partial stake of the Company.

5 Delay and Default Disclosure w.r.t Intercorporate deposit from Others

There is continuing default in payment of interest of ₹ 6.69 lacs on short term borrowing, due date of payment of the such interest is March 31, 2023. The said loan is outstanding as at March 31, 2023.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

6 Settlement Claim Payable to BIF India Holdings PTE Limited

The Company was engaged in arbitration proceedings with BIF India Holdings PTE Limited along with its Project companies (as Claimants) related to their Indemnification / Tax related claims. Without any admission of liability, the parties have agreed for a full and final settlement of the released claims vide agreement dated 20th May, 2022 according to which the Company is liable to pay the Claimants a sum of ₹ 4000 lacs (plus applicable interest) and tax related claims in a manner as set out in the agreement.

In the previous year the amount of ₹ 4000 lacs had been recognized as expense and the same had been shown as Exceptional Item while the tax related claims are continued to be shown under contingent liabilities pending final settlement.

13.3 Short Term Borrowings (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Loan repayable on demand	840.48	–
Inter-corporate deposit – Others	10,030.98	1,711.41
Total	**10,871.46**	**1,711.41**
The above amount includes		
Secured borrowings	–	–
Unsecured borrowings	10,871.46	1,711.41
	10,871.46	**1,711.41**

A Inter-corporate deposit - Others

SMDPL

Inter-corporate deposit (ICD) from other are having no term, including interest and repayment, hence treated as current and due and payable immediately.

13.4 Trade Payables (at amortised cost)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Trade payables – Micro, small and medium enterprises	–	–
Trade payables – Others	15,910.87	16,054.79
Total	**15,910.87**	**16,054.79**

a Trade Payable Ageing Schedule *(Ageing from bill date)*

As at March 31, 2023

(₹ in Lakhs)

Particulars	MSME		Others	
Range of O/s period	**Undisputed**	**Disputed**	**Undisputed**	**Disputed**
Unbilled	–	–	4,456.28	–
Not Due	–	–	–	–
Less than 1 year	–	–	1,937.12	37.81
1–2 years	–	–	71.29	1,156.68
2–3 year	–	–	680.81	–
> 3 years	–	–	7,421.87	149.01
Total	**–**	**–**	**14,567.37**	**1,343.50**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

As at March 31, 2022 (₹ in Lakhs)

Particulars	MSME		Others	
Range of O/s period	**Undisputed**	**Disputed**	**Undisputed**	**Disputed**
Unbilled	–	–	4,523.32	–
Not Due	–	–	–	–
Less than 1 year	–	–	2,093.72	–
1-2 years	–	–	654.25	14.02
2-3 year	–	–	265.63	–
> 3 years	–	–	7,020.95	1,482.91
Total	**–**	**–**	**14,557.86**	**1,496.93**

b Amounts due to Micro, Small and Medium Enterprises

As per the information available with the Company, there are no Micro, Small and Medium Enterprises, as defined in the Micro, Small, Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

The above information regarding Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company. This is relied upon by the auditors.

14 Long Term Provisions

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
I. Provision for employee benefits :				
Leave Encashment	7.66	8.07	1.00	0.81
Gratuity	14.53	19.38	9.71	13.73
II. Other provision				
Provision for Project Obligations	–	–	–	113.73
Provision for decommissioning liability	31.83	28.74		–
Provision for Risk and Contingencies	–	–	145.31	145.31
Provision for taxation	–	–	2,008.25	1,955.32
Total	**54.02**	**56.19**	**2,164.27**	**2,228.90**

a) Provision for Risk and Contingencies

The company has made a provision on prudence basis towards the GST tax credits of prior years.

b) Provision for Project Obligations

Current portion of Provision for Project Obligations is on account of provision made towards obligations to the purchaser of equity shares of SPV's towards project related expenditure.

c) Provision for decommissioning liability

In accordance with PDA entered by Company with Karkhana, at the end of 25 years after commercial operation Company is required to incur the expenditure to bring the plant back to its normal working condition which will result in decommissioning Obligation on the part of the Company maximum upto ₹ 200 lac. Accordingly, Company has created provision for the said expenditure to be incurred in future in accordance with Ind AS 16 "Property Plant and Equipment"

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

d) Disclosure under IND AS 37 " Provisions, Contingent Liabilities and Contingent Assets

(₹ in Lakhs)

Particulars	Opening	Addition	Deletion	Closing
Provision for Project Obligations				
2022–2023	113.73	–	113.73	–
2021–2022	113.73	–	–	113.73
Provision for decommissioning liability				
2022–2023	28.74	3.09		31.83
2021–2022	25.95	2.79		28.74
Provision for Risk and Contingencies				
2022–2023	145.31	–	–	145.31
2021–2022	145.31	–	–	145.31

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

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. The Company's gratuity liability is unfunded.

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

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Reconciliation of opening and closing balances of Defined benefit Obligation		
Defined Benefit obligation at the beginning of the year	36.71	168.14
Current Service Cost	3.48	3.22
Interest Cost	1.18	2.09
Actuarial (Gain) /Loss	0.34	(4.17)
Liability transferred In / (out) on account of transfer of employees	–	4.29
Deconsolidation of subsidiary	–	(101.60)
Other Adjustment	–	(0.51)
Benefits paid	(11.79)	(34.76)
Defined Benefit obligation at the year end	**29.92**	**36.71**
b) Reconciliation of opening and closing balances of fair value of plan assets		
Fair Value of plan assets at the beginning of the year	3.60	7.07
Expected return on Plan Assets	0.38	0.27
Actuarial Gain/ (Loss)	–	–
Employer Contribution	–	–
Benefits Paid	1.70	(3.74)
Fair Value of Plan Assets at the year end	5.67	3.60
c) Expenses recognized during the year (Under the head " Employees Benefit Expenses)		
Current Service Cost	3.48	3.22
Interest Cost	1.18	2.09
Adjustments to the Fund Balance	–	(7.07)
Actuarial (Gain)/Loss	0.34	(4.17)
Net Cost	**5.00**	**(5.92)**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

II. Actuarial assumptions:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
	Indian Assured Lives 2006-08	
Mortality Table (LIC)		
Discount rate (per annum)	7%-7.45%	6.75%-6.81%
Expected rate of return on Plan assets (per annum)	NA	NA
Rate of escalation in salary (per annum)	6.00%	6.00%
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.

In the absence of adequate details, sensitivity analysis is not disclosed.

15 Lease Liabilities

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
Lease Liabilities	249.71	253.78	45.29	45.29
Total	**249.71**	**253.78**	**45.29**	**45.29**

16 Deferred Tax Liabilities (Net)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
Deferred Tax Liability on account of :				
Depreciation	1,534.93	1,310.38	-	-
Unrealised Gain on Mutual Fund	382.97	329.98	-	-
Deferred Tax Asset on account of :				
Tax Disallowances -u/s 43B	(3.35)	(3.90)	-	-
Depreciation	(69.77)	(78.79)	-	-
Lease Liability	(10.92)	(8.36)	-	-
Total	**1,833.86**	**1,549.31**	**-**	**-**

Since the Company is facing financial crunch and is not able to make repayment to its lenders w.r.t principal and interest. Therefore on prudence, no deferred Tax Asset is created in the books on the disallawance of interest not paid to bank and Financial Institution under section 43B of Income Tax Act , 1961 as at March 31, 2023.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

17 Other Liabilities

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Non- Current		Current	
I. Mobilization Advance – MPRDC -NCL	412.77	399.90	–	–
II. Duties and Taxes payable	–	–	338.59	240.96
IIII. Advance from customers	–	–	381.69	350.92
IV. Deferred Income -Guarantee Margin	2,001.43	2,361.54	361.21	461.83
V. Other Payables	38.50	38.50	77.51	77.35
VI. Award received from NHAI (refer note (b) below)	–	–	1,470.00	1,470.00
Total	**2,452.70**	**2,799.94**	**2,629.00**	**2,601.06**

a. Mobilization Advance with MPRDC represent advance received from NCL's Railway towards the change of scope to be executed as a cash contract.

b. Patna Buxar Highways Limited ("PBHL"), erstwhile a wholly owned non-material unlisted subsidiary of the Company which was sold on March 31, 2016 with the Company's rights to future claims pending under arbitration, has received an amount of ₹1470 lacs on September 14, 2018 from the National Highways Authority of India ("NHAI") in compliance of the order passed by the Hon'ble Delhi High Court. Since the matter is not decided in favour of the Company the same has been shown as liability.

18 Liabilities for current tax (net)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for taxation, net of advance tax	92.31	1.70
Total	**92.31**	**1.70**

19 Revenue from Operations

(₹ in Lakhs)

Particulars	2022–23	2021–22
a) Revenue from port operations		
Revenue from power projects	–	2,064.93
Revenue from port operations refer note (i) below	5,308.63	14,695.86
Sale of Flats	3,803.83	–
Total Operating Revenue	**9,112.46**	**16,760.79**
b) Other Operating Revenue		
Scrap sales	–	1,044.72
Other miscellaneous income	–	19.74
Total Other Operating Revenue	–	1,064.46
Total	9,112.46	17,825.25

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

i) 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.

Gross Revenue – ₹11,400.04 lacs (P Y: ₹10,679.30 lacs)

Less Revenue Share – ₹6091.40 lacs (P.Y: ₹ 5,935.92 lacs) payable to MbPT.

Net Revenue – ₹ 5308.63 lacs (P Y: ₹4,743.38 lacs)

ii) 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:

ICTPL

Indira Container Terminal Private Limited 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.

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.

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.

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.

iii) Disclosure in accordance with Ind AS – 115 "Revenue Recognition Disclosures", of the Companies (Indian Accounting Standards) Rules, 2015

a) Revenue disaggregation (₹ in Lakhs)

Particulars	2022–23	2021–22
I. Major Service Type		
Power generation and supply	–	2,064.93
Port related services	5,308.63	14,695.86
Sale of flats	3,803.83	–
	9,112.46	**16,760.79**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	2022-23	2021-22
II. Customer Type		
Government Undertakings	346.44	4,286.12
Non Government Undertakings	8,766.03	12,474.67
	9,112.47	**16,760.79**

(₹ in Lakhs)

Particulars	2022-23	2021-22
III. Geographical regions		
In India	9,112.46	16,760.79
Outside India	–	–
	9,112.46	**16,760.79**

a) Contract Balances

(₹ in Lakhs)

Particulars	2022-23	2021-22
Advance from Customers- Contractula Liabilities	381.69	350.92
Unbilled Revenue	–	21.68

20 Other Income

(₹ in Lakhs)

Particulars	2022-23	2021-22
I. Interest Income		
On Fixed Deposits with Banks	102.55	81.79
On Income Tax Refund	1.71	31.63
Others	49.82	46.44
II. Unrealised gain on financial asset through FVTPL	249.42	168.95
III. Profit on sale of mutual fund investments	–	1.43
IV. Profit on sale of Assets	30.00	27.52
V. W/back on account of one time settlement (OTS)	–	1,401.45
VI. Excess provision reversed	2,144.13	81.23
VII. Imapirment Provision Reversed	1,138.05	–
VIII. Miscellaneous Income	0.11	72.03
IX. Guarantee Commission	460.73	481.18
Total	**4,176.52**	**2,393.65**

a) One time settlement (OTS)

The Company had vide letter dated 30th July,2021 conveyed its acceptance to the terms and condition of OTS (One time Settlement) sanctioned vide letter dated 29th June,2021 by one of its lenders for all its dues against the Fund / Non Fund based limits provided and has also paid the full OTS amount of ₹ 835 lacs as per the said sanctioned terms. Accordingly, the company has given effect of the above OTS in the books of accounts in the perious period. This has resulted in the write back of ₹1401.45 lacs up against the dues of the bank after adjustment of Lien marked fixed deposit against the Bank guarantees issued by the Bank on behalf of the company.

Notes to Consolidated Financial Statements
for the year ended 31st March, 2023 *(continued)*

21 Project Expenses
(₹ in Lakhs)

Particulars	2022-23	2021-22
I. EPC Cost	-	11.20
II. Operation and Maintenance expenses	-	-
III. **Cargo Handling Charges -**		
Cargo Related Expenses	-	2,032.99
Stevedoring Charges	-	-
Construction Cost	-	410.67
Cargo handling charges outside the terminal	-	337.81
Bulk material handling system maintenance	-	-
Repairs and maintenance:	-	277.93
- Plant and machinery	-	53.86
- Project berths	-	-
Power and fuel:	-	418.08
- Diesel expense	-	131.75
- Electricity	-	553.05
Royalty on revenue	-	634.33
Labour charges	-	300.86
Lease rentals to VPT	-	68.49
Insurance premium	-	-
Dredging expenses	-	46.78
Survey charges	-	74.21
Railway staff charges	-	-
Tarpaulin covering charges	-	128.01
Charges for wagons demurrage	-	28.98
Reimbursement of Customs Staff cost	-	24.88
Water charges to terminal	-	72.68
Total	**-**	**5,606.56**
Purchase of Electricity	-	393.05
Total	**-**	**393.05**

22 Cost of Raw Material Consumed
(₹ in Lakhs)

Particulars	2022-23	2021-22
Raw Materials		
Opening stock	-	67.04
Add: Purchases	-	515.17
Less : Closing stock	-	-
Total	**-**	**582.21**

23 Changes in Inventory
(₹ in Lakhs)

Particulars	2022-23	2021-22
Flats		
Opening stock	-	-
Add: On account of Acquisition	11,642.52	-
Add: Stamp Duty	464.94	-
Less : Closing stock	6,003.16	-
Total	**6,104.30**	**-**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

24 Employee benefit expenses

(₹ in Lakhs)

Particulars	2022-23	2021-22
I. Salaries, wages and bonus	367.54	949.10
II. Contributions to Provident Fund	11.24	34.59
III. Gratuity and Leave Encashment expense	5.66	12.51
IV. Staff Welfare Expenses	11.41	64.47
Total	**395.85**	**1,060.67**

25 Depreciation & amortization

(₹ in Lakhs)

Particulars	2022-23	2021-22
Depreciation on Property , Plant and Equipment	1,231.38	1,256.41
Depreciation on Right of Use Asset	14.23	1,203.58
Amortisation of Intangible assets	3,811.47	4,684.68
Total	**5,057.08**	**7,144.67**

26 Finance Costs:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Interest Paid On :		
Interest expenses on Financial liability at amortised cost	27,928.49	25,077.24
Interest expenses on Lease Liability	41.21	576.54
Interest expenses on Others	28.21	-
Finance Cost related to Obligation under Service Concession Arrangement	-	349.17
Interest on late payment of direct and indirect taxes	79.62	1.83
Other finance costs	14.92	127.16
Total	**28,092.45**	**26,131.94**

Wherever the credit facility of the SPV's is classified as NPA and the lenders have stopped charging interest, The Group 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.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

27 Other expenses

(₹ in Lakhs)

Particulars	2022-23	2021-22
Professional, Legal and Consultancy Fees	665.70	533.11
Rent	4.65	15.19
Repair and maintenance	142.85	94.88
Power & Fuel	235.33	328.03
Travelling, Motor Car and conveyance expenses	76.22	92.41
Communication expenses	8.49	9.27
Insurance charges	79.54	99.24
Remuneration to Auditors (Refer note (a) below)	34.51	31.74
Bank Charges	0.60	5.60
Directors Fees & Commission	15.50	40.50
Guarantee Bond Commission	87.50	87.50
Loss on Sales of assets	-	4.71
CSR Expenses	-	9.23
Stevedoring charges	1,232.72	956.61
Rates and Taxes	131.32	-
Impairment of Trade Receivables	15.08	-
Sundry balances written off	136.65	22.96
Miscellaneous Expenses	363.29	219.78
Provision for doubtful advances	376.40	0.10
Loss on Deconsolidation of subsidiary	-	1,774.81
	3,606.35	**4,325.67**

(₹ in Lakhs)

Particulars	2022-23	2021-22
a) Payment to auditors		
I. As Statutory auditor		
Audit fee including limited review fee	16.50	18.50
Tax Audit	1.00	-
Audit fees for Components	10.35	-
	27.85	**18.50**
II. Other auditors:		
Other components' auditors fees	6.66	13.24
	6.66	**13.24**
Total (a+b)	**34.51**	**31.74**

28 Exceptional items Expenses/(income)

(₹ in Lakhs)

Particulars	2022-23	2021-22
Provision for Impairment of Intangible Asset under Development (refer note 28 (a) (i))	156.63	65,572.29
Provision for impairment of investment (Including Quasi Equity / ICD) (refer note 37 (b))	30,139.86	809.93
Settlement of claim	-	4,000.00
Provision for impairment towards invocation of guarantee (refer note 37 (b))	78,052.00	-
Waiver and Impairment of Loan (refer note 28 (a) (iii))	5,128.49	-
Interest and Other Receivable balance written off (refer note 28 (a) (iii))	1,657.90	-
Impairmet of Property , Plant and Equipment (refer note 34(f))	10,700.00	
Provision for Impairment of Capital Work in Progress (refer note 34 (e))	8,414.97	-
	134,249.85	**70,382.22**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

a) Notes related to Exceptional Items:

A 2022-2023

i. Provision for Impairment of Intangible Asset under Development in case of THPL:

In case of THPL : In view of the issues and problems associated with the progress of the project and no further positive development, the Company on a prudent basis has made full impairment provision towards the Intangible Asset under development amounting to ₹156.63 Lacs in its books of accounts for the year ended 31st March,2023.

ii. Provision for RGBL Exposure

₹30139.86 lacs pertains to RGBL impairment towards Investments , Quasi Equity, ICD and Other Receivabl

₹ 78,052 Lacs relating to provision made towards impairment of receivables from RGBL towards invocation of Corporate Guarantee by lenders of RGBL.

iii. Waiver, Impairment and write off of exposure in SMDPL

The erstwhile management has entered into a waiver agreement during the current financial year, of loan granted in previous years and the same has been shown as exceptional item in the statement of profit and loss amounting to ₹ 4,200 lacs

During the year management has written off the interest receivable, based on internal estimates, which is shown as exceptional item in the statement of profit and loss amounting to ₹1607.90 lacs

The Company's exposure to the entity of the erstwhile promotor is ₹988.58 Lacs. the management has on a conservative basis made a provision of against its exposure based on internal estimates of the realizable value and the same has been shown as exceptional item.

iv. Impairment of Property, Plant and Equipment

₹10,700.00 lacs towards exposure of Property Plant and Equipment of PREL

v. Provision for Impairment of Capital Work in Progress

Provision for Capital work in Progress by SHVPL as detailed in Note 3 (c) amounting to ₹8414.97 lacs

B 2021-2022

i. Provision for Impairment of Intangible Asset under Development

₹65,572.29 lacs relating to Impairment of intangible asset under development of the SPV SSRPL.

ii. Provision for Impairment of Investments:

₹809.93 lacs relating to impairment of investments made towards the associate VSPL.

iii. Settlement of claim

₹4,000 lacs relating to provision made towards settlement of claims arising out of arbitration proceedings.

29 Tax Expense

a) Income tax expense in the statement of profit and loss consists of: (₹ in Lakhs)

Particulars	2022–23	2021–22
Current Tax	92.32	102.29
Short Provision for Tax	(3.02)	3.31
Deferred Tax Liability / (asset)	284.57	494.36
Income tax recognised in statement of profit or loss	**373.88**	**599.95**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

b) The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows (₹ in Lakhs)

Particulars	2022-23	2021-22
Accounting profit before income tax	(160,126.63)	(95,144.74)
Less: Non Taxable Profit/(loss)	(4,235.49)	(14,743.37)
Taxable Profit/(loss)	(164,362.11)	(80,401.37)
Enacted tax rates in India (%)	25.17%	25.17%
Computed expected tax expenses	(41,366.66)	(20,235.42)
Effect of non- deductible expenses	40,024.60	15,573.09
Effects of deductible Expenses	(1,923.71)	1,762.73
Non Taxable effects	3,358.10	3,001.89
Income tax expenses - Net	**92.32**	**102.29**

30 Disclosure as required by Accounting Standard - IND AS 33 "Earning Per Share" of the Companies (Indian Accounting Standards) Rules 2015.

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

Particulars	2022-23	2021-22
Net Profit / (Loss) as per Statement of Profit and Loss	(156,544.16)	(92,335.34)
Outstanding equity shares at period end	941,830,724	941,830,724
Weighted average Number of Shares outstanding during the period - Basic	941,830,724	941,830,724
Weighted average Number of Shares outstanding during the period - Diluted	941,830,724	941,848,371
Earnings per Share - Basic (₹)	(16.62)	(9.80)
Earnings per Share - Diluted (₹) *	(16.62)	(9.80)

* The EPS on dilutive basis is anti-dilutive and therefore it is same as basic EPS.

There are no dilutive shares as at March 31, 2023:

Reconciliation of weighted number of outstanding during the period: (₹ in Lakhs)

Particulars	2022-23	2021-22
Nominal Value of Equity Shares (₹ per share)	2.00	2.00
For Basic EPS :		
Total number of equity shares outstanding at the beginning of the period	941,830,724	941,830,724
Add : Issue of Equity Shares	-	-
Total number of equity shares outstanding at the end of the period	941,830,724	941,830,724
Weighted average number of equity shares at the end of the period	941,830,724	941,830,724
For Dilutive EPS :		
Weighted average number of shares used in calculating basic EPS	941,830,724	941,830,724
Add : Equity shares arising on grant of stock options under ESOP	-	17,647
Weighted average number of equity shares used in calculating diluted EPS	941,830,724	941,848,371

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

31 Details of Joint Ventures

a) Details of Joint Ventures entered into by the Company.

(₹ in Lakhs)

Particulars	% of Interest as at	
	March 31, 2023	**March 31, 2022**
Blue Water Iron Ore Terminal Private Ltd (BWIOTPL) *	10%	10%
SEZ Adityapur Ltd	38%	38%
GIPL – GIL JV	95%	95%
GIPL – GECPL JV	40%	40%

All the above joint ventures entities are incorporated in India.

*AJR Infra had entered into a Joint Venture agreement for 31% equity stake in BWIOTPL. However, AJR Infra had contributed only 10.12% in the equity capital of BWIOTPL. BWIOTPL has initiated the process of liquidation and the group management believes that it does not have any obligation to further contribute in the equity capital of BWIOTPL. Accordingly the interest is restricted to 10.12%.

32 Commitments

(₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Capital Commitments: (*)	57,692.11	40,502.08
EPC contracts		
Other Commitments:		
– Share of equity commitment in SPV's	3,792.62	3,792.62
Total	**61,484.73**	**44,294.70**

(*) Capital commitment amounts related to Service Concession Arrangement are now disclosed as balance performance obligation outstanding to completed as per IND AS 115.

33 Contingent Liabilities

a) Guarantees:

i. The Company has issued Corporate Guarantees as a security for loan availed by its subsidiaries, amounting to ₹ 1,63,835.41 lacs (previous period ₹ 1,63,835.41 lacs)

b)

(₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
i. Disputed Tax demand against which the Company has preferred appeals	10,488.79	10,117.55
demand raised against which TDS rectifcation request filed	9.48	9.48
Tax paid and refunds adjusted against the same	(1,943.08)	(1,924.63)
ii. Claims against group not acknowledged as debt	1,000.33	949.68
iii. Accrued Interest not acknowledged as debt 13.2 (1) (d)	4,553.92	–
v. MBPT and GECPL Claims	283,897.61	282,259.64
iv. Counter Claim by Company on MBPT	(296,736.00)	(296,736.00)
vi. Tax demand of SPVs sold for which the Company is liable under the SHA against which the SPV has preferred appeal on the advice of the Company	2,896.66	2,896.66
vii. Bank Guarantee	3,500.00	3,500.00
viii. Proportionate Contingent Liabilities on account of Associates	5,365.40	3,856.80

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

c) i. The Company have received a letter for transfer of shares of one of its divested subsidiary from a party who has paid advance for the same. The Company does not acknowledge the Claim due to non satisfaction of certain conditions and is in the process of refunding the said advance to the party.

ii. The project of the Group with Madhya Pradesh Road Development Corporation Limited (MPRDC) is terminated during the year. The concession Agreement provide for Stringent penalties for delayed and Non completion of the project, taken into above consideration the Liquidated Damages payable by the group would be ₹ 4,482.32 lacs from the date of last extension granted by MPRDC i.e. October 19,2017 till August 13, 2020 (date on which termination notice was received by the Company). However the amount is recoverable from the sub Contractor i.e. Techno Unique Infratech Pvt Ltd as per the terms of agreement. Further during the year the SPV has also invoked the arbitration proceedings which are in progress to settle all claims.

SSRPL

i. As per Note 34 (b) relating to status of the project ,the Company would be liable to pay Liquidated Damages of ₹ 4,482.32 lac from the date of last extension granted by MPRDC i.e. October 19, 2017 till August 13, 2020 (date on which termination notice was received by the Company). However the amount is recoverable from the Contractor i.e. the Holding Company as per the terms of EPC agreement.

ii. Interest differential on loans taken from banks and financial institutions disputed by the Company for the year ended March 2022 is ₹ 56.68 Lac (PY ₹ 29.39 Lac.)

iii. Disputed demand of Goods and Service tax of ₹ 1.06 lakhs for excess ITC availed by the company.

ICTPL

i. Some of the lenders have charged interest and penal interest in its loan statement, which the company has disputed and not accounted since the company is computing interest based on the last sanction terms with the lenders.

Hence the difference of ₹358.70 lacs (PY : ₹ 251.86 lacs) between loan statements available provided by lenders and loan balance in books is disclosed as contingent lability.

34 Project related notes - In respect of the following projects/SPVs of the Group there are legal issues, arbitration proceedings or negotiations with the concession grantor for which the Management is taking necessary steps to resolve the matters.

a) Container Terminal at Mumbai: The Project was delayed due to non-fulfilment of certain obligations by the Mumbai Port Trust (MbPT) under the License Agreement (LA) signed by the SPV with MbPT. The Roll-On-Roll-Off (RORO) operations was allowed by MbPT as an interim measure for alternate use of the 2 (two) berths for a mix of cargo of container, steel and RORO and is still continuing. However, the revenue generated through alternative use is inadequate for repayment of principal and interest of the Lenders and the credit facility account was declared NPA (Non-Performing asset) by the Lenders of the SPV. The SPV 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. A petition was filed by the SPV under section 9 and an application under section 11 of the Arbitration and Conciliation Act, 1996 was also filed where in Order dated 1st August 2019 is passed and interim protection by way of prayer is allowed for carrying ad-hoc RORO operations.

The SPV and the MBPT have nominated their arbitrators and they in turn have jointly appointed the Presiding Arbitrator/Umpire arbitrator and accordingly, the Arbitral Tribunal (AT) is formed. The SPV has duly filed its Statement of Claim (SOC) against MbPT for an amount of ₹ 296,736 lacs on 8th November 2019.MbPT has filed their Statement of Defense (SOD) and filed their Counter Claim of ₹240,000 lacs with the Tribunal.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

In the meantime, MbPT has sent letters dated May 28, 2021 / October 08, 2021, and invited ICTPL for a settlement of all disputes raised with the Arbitral Tribunal, to which ICTPL has replied and given their concurrence and the process is under active discussion. Both the parties have sought permission to keep the ongoing arbitration in abeyance for the next 6 months since the parties have started conciliation proceedings. A virtual hearing was held by the Tribunal on 01-11-2021 to determine if the above application for keeping the matter in abeyance for a period of 6 months can be allowed and if the same would be in compliance of Arbitration and Conciliation Act,1996. After initial review, the extension was allowed and both the parties were directed to intimate the conciliation proceedings to the tribunal by 25th May,2022. Since there was no outcome, both the parties jointly opined for the further extension and accordingly filed the application for extension from time to time to wait for the outcome of the conciliation proceedings before the CSC. On the last hearing date i.e., on 19.04.2023 virtual hearing was conducted and on joint request of both the parties the Hon'ble Tribunal was pleased to adjourn the matter to 27th July, 2023 , directing parties to appraise the tribunal on the next date and that for any extension henceforth, both the parties shall jointly approach the Hon'ble High Court, Bombay. Since the last date of conciliation process was 31st August,2023 , the SPV has moved an application under section 29(A) before the High court of Mumbai for extension of Arbitration proceedings. The said application has been allowed by Hon'ble High Court and the mandate of the arbitral tribunal is extended from 01.09.2023 for a period of one year.

The SPV's submission of a One-Time Settlement (OTS) proposal to the consortium of Lenders', and the decision on acceptance, which is dependent upon fulfilment of certain conditions, are yet to be concluded. In the meantime the lead Bank has approached NCLT Mumbai Bench against its outstanding dues and submitted its application under Insolvency and Bankruptcy code, 2016. After seeking extension, the SPV has filed its reply and the matter is listed for the next hearing on 7th November,2023.

The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their report for the year ended March 31, 2023 , and have qualified their report relating to their inability to conclude on impairment pending the settlement of the outstanding dispute.. The Management has resumed discussions on revival of the Project with MbPT and the Ministry of Shipping (MoS) and is hopeful of finding an amicable resolution. The exposure of the Company in the SPV / project is ₹50,748.34 lacs.

b) **Sidhi Singrauli Road Project Limited** (SPV of the company) had signed a Concession Agreement (CA) for 30 years for upgradation of existing highway from two-lane to four-lane with Madhya Pradesh Road Development Corporation Limited (MPRDC). AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited) is the EPC contractor for the Project.

The Project was scheduled to commence commercial operations from 19th September 2015. However, delays on account of MPRDC in providing the required clearances and the Right of Way (ROW), have resulted in the extension of the Commercial Operations Date (COD). These delays have also resulted in increase in project cost, primarily due to increase in interest during construction period resulting from the time overruns and the credit facility with consortium of banks / lenders was classified as Non-Performing Asset (NPA).

Meanwhile, the Lead Bank has also issued notice dated October 15, 2019, for invocation of Corporate Guarantee (CG) issued by the Company in favor of the SPV's Banks / Lenders, due to financial default by the SPV. The SPV and GIPL have filed their response dated November 11, 2019, to the said notices issued by the Lead Bank. The Lead bank has also sent Demand cum loan recall notice dated 30th December 2021 demanding repayment of loan availed from the Consortium of Lenders (Including Indian Bank e-Allahabad Bank and IIFCL). The SPV has duly replied to the notice vide letter dated 31st January,2022.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

During the year ended March 31,2021, the SPV has received notice of intention to terminate the Project vide letter dated July 17, 2020, from MPRDC followed by a Termination Notice dated August 13, 2020, and advised the SPV vide their letter dated August 24, 2020, to comply with the divestment rights and interest under the provisions of the Concession Agreement and handover the Project to MPRDC.

Pursuant to the Termination Notice issued by MPRDC, SPV has contested the Termination Notice vide their letter dated 1st October 2020 and has approached MPRDC and Ministry of Road Transport and Highways (MoRTH) to find an amicable resolution under the circular dated March 09, 2020 on stuck BOT projects issued by MoRTH in the interest of all the stakeholders. The Company is exploring options to find an amicable resolution for the Project. Meanwhile, the company has also invoked the Arbitration process vide letter dated 22nd February ,2021 and a 3-member Arbitration Tribunal has been constituted. Two virtual hearings were held and the SPV has submitted its Statement of claims amounting to ₹284,804.32 Lacs to the Arbitral Tribunal on 8th September,2021 as per its procedural order dated 2nd June,2021 / extensions granted thereunder. The respondents have also filed their SOD. The SPV has duly replied to the SOD and counter claim filed by MPRDC and also filed rejoinder to the written statement. In the previous hearings, the order was pronounced with a decision that MORTH should be a party to the arbitration proceedings. The SPV has moved an application under 29 (A) before High Court of Madhya Pradesh for the extension of Arbitration proceedings.

In the meantime, the Arbitrator nominated by the SPV has excused himself from the Arbitration due to an age ailment. Accordingly, SPV is seeking a replacement for the said Arbitrator. In view of the issues and problems associated with the progress of the project including the final notice to terminate the project and subsequent developments in various arbitration hearings as detailed above the Company on a prudent basis has made provision for impairment of Intangible asset under development amounting to ₹65,572.29 lacs and shown the same as exceptional item during the year ended March 31,2022. The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their audit report for the year ended March 31, 2023.

c) **Bridge project at Cochin:** The Greater Cochin Development Authority (GCDA) has sought to end the toll collection by unilaterally sealing the toll booth. Cochin Bridge Infrastructure Company Limited (SPV) has initiated an arbitration / settlement process. The SPV has also in parallel filed a writ in the matter before the Hon'ble Kerala High Court for specific performance. However, the Government of Kerala approached the Hon'ble High Court for further extension of time and the Court granted extension to settle the matter, after which the SPV has filed amended plaint. The said SPV pursuant to the assurance given by GCDA and State Government filed a fresh writ petition for directions to GCDA to pay the dues of SPV. The arbitration process was kept in abeyance.

Matter was last listed on 10th July 2019 wherein it was argued and after considering the points of arguments, the Hon'ble High Court passed the orders that the writs petition stands dismissed with reserving the liberty to seek appropriate resolution before the Arbitral Tribunal. The SPV is in the process of re-constituting the Arbitral Tribunal and has intimated GCDA vide its letter dated 3rd January 2020 for revival of the Arbitration proceedings and to appoint their nominee arbitrator. Since, GCDA is neither responding nor appointing its nominee arbitrator, the SPV has filed an application under section 11 & section 14 of the Arbitration and Conciliation Act with the Hon'ble Kerala High Court and duly informed that they have nominated their new arbitrator with regard to reconstitution of the Ld. Arbitral Tribunal. The matter was listed on 21st June,2022 whereby the Hon'ble Kerala High Court appointed the sole arbitrator to adjudicate the disputes. Statement of Claim and Statement of defense has been filed by both the Parties. The parties have filed rejoinder on March 18,2023. The matter was listed on 13th June, 23 & 14th July, 23 & 13th October,23 for cross examination. The SPV had filed additional documents on 3rd August, 2023.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Next hearing is yet to be notified. The exposure of the Company in the SPV is ₹1787.13 lacs (funded).

d) **Hydro power project at Himachal Pradesh** - the Project is stalled due to local agitation relating to environment issues. The SPV has received letter from the Government of Himachal Pradesh (GoHP), to discuss the matter mutually towards amicable resolution. After the SPV invoked arbitration on 19th February 2018, the arbitration is now concluded, and the Arbitral Award was pronounced by the Hon'ble Tribunal on 23rd January 2023 in favour of the SPV. Government of Himachal Pradesh has moved Sec 34 against the captioned award and the SPV is in the process of filing reply on the same. The amount of award due to the SPV is expected to be in excess of exposure of ₹ 6,783.94 lacs and therefore the management does not expect any impairment towards the exposure. The Management is hopeful of an early settlement in the matter and is confident of recovering the amount of exposure.

e) The Company has incorporated a SPV for developing Rangit-II Hydroelectric Power Project in Sikkim on Build, Own, Operate and Transfer (BOOT) basis. The Project involves the development of a 66 MW run-of-the-river Hydroelectric Power Project on Rimbi river, a tributary of river (COD). The Project is presently in a state of limbo pending the signing of PPA and achieving financial closure. The Management is of the view that the present situation in the power business is temporary and does not foresee any need for impairment. The matter before NCLT of one of the operational creditors of the SPV has been settled favorably in favor of the SPV

Post withdrawal of the CIRP proceedings, the company has been in discussion with prospective buyers for Sale or otherwise dilution of Company's investment in the SPV and have also obtained in principal approval vide special resolution at the EGM dated 12th August,2022. Subsequently the Company has entered into a Share Purchase agreement. There are some conditions precedents which are yet to be fulfilled as on date. Though the company has been actively pursuing the matter, there have been delays in completing some of the condition's precedent to the agreement with the prospective buyer, due to which the transaction has been kept on hold.

In view of the uncertainty associated with the agreement with the prospective buyer, the company has made provision in the books of accounts for the year ended March 31, 2023 towards its entire exposure amounting to ₹8,414.97 lakhs on a prudent basis.

f) Pravara Renewable Energy Limited (SPV of the company) – Pravara has entered into a Project Development Agreement (PDA) with Karkhana (Padmashri Dr. Vithalrao Vikhe Patil Sahakari Sakhar Karkhana Limited) for the development of a 30 MW Cogeneration Project on Build-Own-Operate-Transfer (BOOT) basis. The Concession period is 25 years from Commercial Operation Date (COD).

The viability of the project and the ability to continue as a going concern depends upon the ability of the Company to procure Bagasse/alternate Fuel at a viable price either from Karkhana under the arrangement to supply them power in return or from the open Market. In view of the pending settlement between the Company and Karkhana, the availability of adequate Bagasse to run the plant at optimum capacity is a matter of significant uncertainty.

The company had filed an application under Sec 9 of Arbitration and conciliation Act, 1996 against Karkhana seeking interim reliefs which was heard by Hon'ble High Court on 30th October 2021 and adjourned to 22nd November 2021 for filing reply. The Single Judge of the Hon'ble Bombay High Court, after elaborately dealing with the contentions of both the parties, passed an Order dated 11th April 2022 to restrain Karkhana and any representative acting on behalf of the Karkhana, from entering the premises of the Co-generation Plant pending the hearing/final disposal and until final execution of the Arbitral Award. Subsequently, on 2nd May, 2022, after dealing with the submissions of Karkhana' s appeal and contentions of both the parties, Division Bench of the Hon'ble Bombay High Court had admitted the Karkhana' s appeal filed under section 37 of the Arbitration & Conciliation Act ("the Act"), and granted stay of the Order dated

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

11th April, 2022 passed by the Single Judge in Commercial Arbitration Petition (L.) No. 23525 of 2021 (filed under Section 9 of the Act by the Petitioner).

The Company subsequently filed Special Leave Petition (SLP) in the Supreme Court against the impugned Order dated 2nd May 2022 passed by the Hon'ble High Court of Judicature at Bombay and after hearing both the parties, Supreme Court had directed the Company vide order dated 20th May 2022 to approach Arbitration Tribunal for relief since the tribunal is constituted. Accordingly, PREL has filed its relief application under Sec 17 of Arbitration and conciliation Act, 1996 on 18th July 2022 against Karkhana before the Arbitral Tribunal.

In the meantime, Karkhana approached Debts Recovery Tribunal, Aurangabad and the matter was listed with objections on the maintainability and the Interlocutory application No 1239/2021 for seeking certain directions for stay. On 29th December 2021, Hon'ble DRT Aurangabad, without issuing any notice to the Company, passed an Ex-party order of "Status quo" and granted the liberty to the Karkhana to settle the matter with the Lenders. The Company had challenged the said Ex-party Order before the Hon'ble DRAT, Mumbai. Subsequently, by virtue of order dated 8th September 2022 the court receiver has been appointed by DRT Aurangabad, wherein the Company's consent had been wrongly recorded for the appointment of a receiver. The Company thereafter filed Civil Writ Petition (L) No. 8044/2022 before the Bombay High Court, Aurangabad Bench against the appointment of Court Receiver and appraised the court that the Presiding officer of DRAT had excused himself in the matter and since then an alternate bench has still not been assigned. The Bombay High Court, Aurangabad Bench was pleased to direct the Registry of DRAT vide its order dated 29th March 2023 to file its report with respect to the appointment of an alternate bench. The report was duly filed by the Registry of DRAT and based on the same, the bench passed an order that the matter would be heard at DRAT Chennai and the writ petition was disposed off accordingly.

The company has also challenged the award passed by the Arbitral Tribunal under Section 34 of Arbitration and Conciliation Act, 1996, passed in favor of Ask Energy, an Operational Creditor. In the meantime, Ask Energy has moved the execution petition before the Hon'ble High Court with a request to issue notice to Garnishee, Maharashtra State Electricity Development Corporation (MSEDCL) as well as Karkhana. On the directions of the Hon'ble High Court MSEDCL has deposited a sum of ₹386.00 lacs under protest and the company has opposed the above execution petition at Hon'ble High Court.

The borrowing facility of the company has been marked as non-performing assets by the lenders, hence no interest has been debited by the lenders in the Loan Statements. The company has made provision for interest based on the last sanction and last revision of terms. Therefore, the loan balances and finance cost are subject to confirmation and consequent reconciliation, if any. Recall notice date 27/09/2021 and 22/11/2021 were issued by the Lenders, Central Bank of India and Union Bank of India respectively vide which both the lenders recalled the entire outstanding amounts owed by the Company (Term loan and Cash credit) to which the company has suitably replied.

Also, both the lenders have jointly filed an Original Application No. 69/2021 before the DRT-II, New Delhi, against the Company and others for the enforcement of the claims of lenders against the Company, in respect of the Term Loan and Working Capital Loan sanctioned to the Company by the lenders. Ex Parte Order was passed by DRT II, Delhi with a direction to maintain status quo in respect of assets as per section 19 (4) of the Recovery of Debts and Bankruptcy Act 1993." The company has challenged the Order passed by DRT II, Delhi. Written statements and counter claim has been filed by the company, however there has been no reply from the applicants. The matter was kept in abeyance following the admission order of NCLT and appointment of IRP. Next date of hearing on the captioned matter is yet to be notified.

Also, on 9th March 2022 / 26th May 2022, Union Bank of India / Central Bank of India

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

respectively affixed the impugned notice under Section 13(4) of the SARFAESI Act 2002 at the premises of the Company's Co-gen plant and taken symbolic possession. The Company has challenged both the notices in DRT, Mumbai. Both the matters are pending for filing replies by the Respondents. In the meantime, Lead bank Central Bank of India has moved ahead and issued notice for sale under Rule 8(6) of the Security Interest (Enforcement) Rules of SARFAESI Act, 2002 vide letter dated 16th February 2023. The Company filed an IA for Stay before DRT Mumbai and order dated 3rd March 2023 was passed by DRT that based on the submission of the Bank no bids were received and therefore Auction has failed.

An operational creditor of the Company had approached NCLT Mumbai against its outstanding dues and submitted its application under Insolvency and Bankruptcy code, 2016 in 2018. Though the company had cleared all the dues in the meantime, final order C.P.(IB)-2976(MB)/2018 dated 6th January,2023 was passed by Hon'ble NCLT Mumbai bench Court-II under Insolvency and Bankruptcy code, 2016 for admission of the petition and Interim Resolution Professional was appointed to carry the functions as mentioned under the Insolvency & Bankruptcy Code, 2016. The Company filed an Appeal in NCLAT on against the aforesaid impugned order and Hon'ble NCLAT wherein was pleased grant an interim stay vide order dated 3rd February,2023. The interim stay was further adjourned for 4 weeks from 28th March,2023. The matter has now been tagged along with the similar appeal filed by one on the lenders of the SPV against the impugned order and is adjourned till 1st November,2023 for filing replies of respondents.

The Credit facilities are marked as Non-Performing Assets. The use of coal as an alternate fuel has other issues of cost and operations. The lenders also are not providing any further funding for the procurement of the inventory for the running of the plant. All these conditions indicate a material uncertainty in the Company's ability to continue as a going concern. Also, Karkhana has taken illegal / unauthorized possession of the Plant and has been running the plant without authorization / consent of the Company. In view of the above situation, power generated for the period Jan 22 to till date exported to the Grid has not been accounted for as Revenue in the books of the Company. Similarly, Fuel (Bagasse) and electricity consumed at the Plant for the generation of power for the captioned period of Jan 22 till date has not been accounted as expense / Inventory in the books of accounts.

The management, however, is hopeful of resolving the issues and accordingly these financials are prepared on a going concern basis. The exposure of the group in the SPV is ₹17,723.68 lacs. In view of the multiple legal issues going on at various forums and the SPV still being not in possession of the Plant, the funded exposure of the Company in the SPV amounting to ₹ 10,700.04 has been provided in the Standalone financial results for the year ended March 31, 2023 on a prudent basis. This has been adjusted against the carrying value of Property, Plant and Equipment in these consolidated financial results leaving an unprovided exposure of ₹ 7023.64 lakhs. The balance non fund based exposure in SPV is ₹19,167.00 lacs as at March 31, 2023.

35 Other Financial Assets includes ₹1,514.01 lacs due from Western Coalfields Limited (WCL) on account of wrongful encashment of bank guarantee against which the Company has filed a suit for Recovery of damages. Subsequent to the encashment, the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Company has sought a legal opinion in this matter and has been advised that it has a good case for recovery of the amount. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown bank guarantee encashment amount as receivable from WCL. The next hearing on the matter is listed on 29th November,2023.

36 Material Uncertainty related to Going Concern

There is a continuing mismatch of cash flows including the dues to the subsidiary which are due for repayment pursuant to negotiation., The

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

current liabilities are in excess of current assets by ₹ 3,45,467.27 lacs as at March 31, 2023. The liquidity crunch is affecting the Company's operation with increasing severity. Further, various projects of the Company as stated in detail in Note 34 above are under stress and the outcome of the continuance of these projects would be dependent upon favorable decision being received by the Management on the outstanding litigations. The resolutions planned by the Management are pending since a long time and are not concluding in favor of the Company. The Management, however, is confident that the going concern assumption and the carrying values of the assets and liabilities in these Standalone Financial Results are appropriate. Accordingly, the Financial Statements do not include any adjustments that may result from these uncertainties."

37 During the previous periods, in respect of 2 (two) of its subsidiary companies, Corporate Insolvency Resolution Proceedings (CIRP) were initiated by financial creditors of the respective subsidiaries by filing a petition before the Hon'ble National Company Law Tribunal (NCLT). The NCLT admitted the petition and accordingly, the Boards of the respective subsidiaries were superseded, and Interim Resolution Professional / Resolution Professional (RP) were appointed. Accordingly, the Company namely, AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited (GIPL)) lost control over these 2 subsidiaries. The subsidiaries are

a) i. **Patna Highway Projects Limited (PHPL):** One of the Lender i.e., Corporation Bank (merged with Union Bank of India w.e.f. 1st April 2020) had filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) with NCLT which had been admitted and an Interim Resolution Professional (IRP) had been appointed on 7th January 2020. The Net exposure of the Group is ₹ 1,40,318.70 lacs (funded and non-funded). The investments are presently carried at Fair Value through Profit & Loss. The valuation exercise has been concluded by the Resolution Professional (RP) for the determination of surplus available to the Equity holders after settlement of the creditor's dues. However due to the non-availability of the valuation report, the extent of impairment required in the books of accounts of the Company cannot be assessed and will be dependent on the receipt of valuation report and its acceptance by the Company. The Corporate Guarantee provided by the Company continues to be shown as contingent liability.

Resolution Plan submitted by Silver Point has been accepted by the COC/ RP against which the Company had filed an intervention application before NCLT, which has since been rejected by Hon'ble NCLT. The NCLT vide order dated May 10, 2022, has approved the resolution plan. The Company has filed an appeal on 13th July 2022 against the impugned order in NCLAT. Respondents filed their replies and SPV has filed their rejoinders on 21.02.2023. The matters were taken up on 10.05.2023, wherein Appeal/920/2022 was reserved for order and finally on 25th May, 2023 the captioned appeal was dismissed by Hon'ble NCLAT vide order dated 25th May,2023. The Company has filed Special Leave Petition (SLP) in the Supreme Court against the impugned Order on 3rd July,2023. The Company has also filed IA(I.B.C)-5000/2023 on September 6, 2023 in NCLT New Delhi under Section 65 of the Insolvency and Bankruptcy Code against RP and others for Fraudulent and Malicious Initiation of the Corporate Insolvency Resolution Process by the RP in active connivance of the Banks, ARC, SRA. Next listing date is 28th November,2023.

b) **Rajahmundry Godavari Bridge Limited (RGBL):** One of the Consortium Banks of RGBL had initiated and filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) with NCLT. The Hon'ble NCLT had passed an order dated 27th February 2020 admitting the matter to Corporate Insolvency Resolution Process (CIRP) under the IBC and appointing an Interim Resolution Professional (IRP) on 27th February 2020. The IRP has been replaced with a new Resolution Professional (RP) pursuant to the Hon'ble NCLT order dated August 21, 2020, which was issued on September 08, 2020, based on an application filed by the Committee of Financial Creditors / Lenders and the new RP has taken charge of RGBL from the erstwhile IRP and the Project

The Company had filed an Intervention Application at Hon'ble NCLT being aggrieved by the rejection of COC to consider the proposal dated 24.02.2022

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

of the applicant under section 12A of IBC. The matter was listed on 7th June,2022 for admission of the petition. The Hon'ble Members were pleased to direct the RP to file reply to the subject IA and further stated that upon approval of the resolution plan by the CoC, application under section 12A is not maintainable. At the next hearing dated 21st June,2022 the company requested for time to file an affidavit in rejoinder to the reply filed by the Resolution Professional. Resolution Plan submitted by M/s. Prakash Asphaltings & Toll Highways (India) Limited has been accepted by the COC/ RP against which the company had filed an intervention application before NCLT, challenging the Resolution Plan, which has since been rejected by Hon'ble NCLT. The NCLT vide order dated August 10, 2022, has approved the resolution plan. The company has filed an appeal against the impugned order in NCLAT which was pending admission. The Company has subsequently withdrawn the appeal pending and the same was approved vide Hon'ble NCLAT order dated 16th May, 2023. The company had made a provision in the books of accounts during the year towards its entire funded exposure in the SPV amounting to ₹1,08,190.66 lacs on a prudent basis. The balance non fund-based exposure in SPV is ₹9,812.22 lacs as at March 31, 2023.

38 During the year the company has acquired 100% stake in Sony Mony developers Private Limited vide MOU dated May 13,2022 for a total purchase consideration of ₹255.84 Lacs is equivalent to the net assets of the company which has been paid to the erstwhile Shareholders.

39 **A** During the previous year, The company has entered into a Share purchase agreement dated 28th October, 2021 for sale of 33% stake in its subsidiary i.e. Vizag Seaport Private Limited. Based on the sales consideration received, the Company has given effects to the de-consolidation of the subsidiary resulting in a loss of control and de-recognition of assets and liabilities as well as the non-controlling interest in the consolidated Financial Statements.

Analysis of assets and liabilities of Vizag Seaport Private Limited (VSPL

Particulars	
Non Current assets	
Property Plant and Equipment	121.04
Right of Use Asset-Leases	9,729.13
Other intangible assets	15,336.16
Others Financial assets	104.28
Others Non current assets	2,884.19
Deferred tax Assets (Net)	139.45
Total Non Current assets	**28,314.26**
Current assets	
Inventory	407.25
Cash and Cash Equivalent	1,006.57
Trade Receivable	1,969.73
Others Financial assets	11,299.80
Others Current assests	673.46
Total Current assets	**15,356.82**
Non-Current Liabilites	
Borrowings	12,812.02
Lease Liability	9,858.94
Provisions	3,601.57
Other Financial liabilities	-
Other Non Current liability	-
Total Non Current Liabilities	**26,272.53**
Current Liabilities	
Borrowings	2,815.54
Lease Liability	1,548.30
Trade payables	1,063.05
Provisions	137.50
Other Financial liabilities	1,688.04
Other current liability	1,533.56
Total Current Liabilities	**8,785.99**

B Gain / (Loss) on de-consolidation

Particulars	
Value of interest retained at cost **(A)**	**3,857.69**
Net Assets/(Liabilities) Deconsolidated	8,612.56
Consideration Received	(2,640.00)
Goodwill & Others	1,930.44
Non Controlling Interest	(2,270.50)
Net Assets/(Liabilities) Deconsolidated attributable to Parent Company **(B)**	**5,632.50**
Net Profit / (Loss) on de-consolidation (A-B)	**(1,774.81)**

Note:- Assets and liabilities reported above are after consolidation adjustments but before inter-head eliminations of receivables and payables between Holding Company and above subsidiaries and among above subsidiaries.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

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

a) Movement in Right of Use assets – Refer Note 2 (B)

b) Movement in lease liabilities :

Particulars	March 31, 2023	March 31, 2022
Balance at the beginning	299.07	302.65
Addition during the year	–	–
Interest on lease liabilities	41.22	41.71
Lease Payments	(45.29)	(45.29)
Deconsolidation of Subsidiaries	–	–
Closing	**295.00**	**299.07**

e) Maturity Profile of Lease Liabilities :

The table below provides details regarding Contractual Maturities of Lease Liability on an undiscounted basis.

Particulars	As at March 31, 2023	As at March 31, 2022
Ageing		
Within One year	45.29	45.29
Two to Five years	226.44	226.44
More than Five years	528.36	573.65
	800.09	**845.38**

41 Disclosure in accordance with Ind AS – 108 "Operating Segments", of the Companies (Indian Accounting Standards) Rules, 2015.

The Group is engaged in "Construction and Engineering" and "Real Estate Development" segment. Revenue and expenditure haven been identified to a segment on the basis of relationship to operating activities of the segment. Segment assets and segment liabilities represents assets and liability in respective segments. Disclosure of segments is given in **Annexure – 4**.

Major customer of the Group is as follows:

PREL

a) Major Products

The Companies major products are Power, Steam and fuel and revenue from the same during the period is ₹ Nil (Previous period: ₹ 2064.93 lacs).

b) Major Customer

(₹ in Lakhs)

Particulars	2022-23		2021-22	
	Amount (₹)	%	Amount (₹)	%
Maharashtra State Electricity Distribution Company Limited	–	–	1,169.89	56.66%
Padmashri Dr. Vithalrao Vikhe Patil Sahakari Sakhar Karkhana Ltd.	–	–	895.04	43.34%

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

c) **Information about Geographical areas**

Company's operation are confined in the state of Maharashtra only. All its revenue are generated in the said geographical location.

ICTPL

a) 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 31.62 % of the total revenue earned during the year ended March 31,2023 amounting to ₹ 3,609.39 lacs (Previous period: Top three customers accounted for 34.21 % of the total revenue earned amounting to ₹ 3,653.23 lacs)

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

Details are given in Annexure -1

43 Disclosure related to interest in other entities as per IND AS 112

Details are given in Annexure -2

44 Derivative Instruments and Unhedged Foreign Currency Exposure

There are no derivative instruments outstanding as at March 31, 2023 and March 31, 2022 . The Company has no foreign currency exposure towards liability outstanding as at March 31, 2023 and March 31, 2022.

45 Significant accounting judgements, estimates and 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. 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.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

46 Financial Instruments

(₹ in Lakhs)

Particulars	Carrying Value		Fair Value	
	March 31, 2023	**March 31, 2022**	**March 31, 2023**	**March 31, 2022**
a. Financial assets				
Amortised Cost				
Loans	8,884.10	1,950.13	8,884.10	1,950.13
Others	4,897.15	83,389.44	4,897.15	83,389.44
Trade receivables	4,548.44	4,742.61	4,548.44	4,742.61
Cash and cash equivalents	385.03	200.53	385.03	200.53
Bank balance other than above	3,495.07	2,658.64	3,495.07	2,658.64
Investment in equity	26,498.67	55,053.51	26,498.67	55,053.51
FVTPL				
Mutual Funds	5,432.57	5,183.15	5,432.57	5,183.15
Total Financial Assets	**54,141.03**	**153,178.02**	**54,141.03**	**153,178.02**
b. Financial liabilities				
Amortised Cost				
Borrowings	17,091.46	1,711.41	17,091.46	1,711.41
Trade payables	15,910.87	16,054.79	15,910.87	16,054.79
Lease Liability	295.00	299.07	295.00	299.07
Others	340,019.74	308,726.19	340,019.74	308,726.19
Total Financial Liabilities	**373,317.07**	**326,791.46**	**373,317.07**	**326,791.46**

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.

47 Fair Value Hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value measurement hierarchy of financial assets and liabilities measured at fair value on recurring basis as at March 31, 2023 & March 31, 2022.

Notes to Consolidated Financial Statements
for the year ended 31st March, 2023 *(continued)*

(₹ in Lakhs)

Particulars	Date of Valuation	Fair Value		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets measured at fair value				
Mutual funds – Growth plan	31-Mar-23	5,432.57	–	–
Total financial assets		**5,432.57**	**-**	**–**
Financial assets measured at fair value				
Mutual funds – Growth plan	31-Mar-22	5,183.15	–	–
Total financial assets		**5,183.15**	**–**	**–**

48 Financial Risk Management

The Company is in the business of infrastructure development and it undertakes projects in multiple infrastructure segments. The nature of the business is complex and the Company is exposed to multiple sector specific and generic risks. PPP projects which the Company undertakes are capital intensive and have gestation periods ranging between 3 to 5 years; coupled with longer ownership periods of 15 to 35 years. Given the nature of the segments in which the company operates, be it in the Road Sector, Power Sector, Ports or Urban Development, it is critical to have a robust, effective and agile Risk Management Framework to ensure that the Company's operational objectives are met and continues to deliver sustainable business performance. Over the years, several initiatives have been taken by the Company to strengthen its risk management process. An enterprise wide comprehensive risk management policy including risk appetite, tolerance and risk limits for more effective, informed and measurable risk management has been developed and it continues to evolve.

The Company's activities expose it 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 primary market risk to the company is interest rate risk.

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

Financial risk factors

i) Business / 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. One of the first and foremost business risk is the achievement of the traffic projections made at the time of the bid. This will include the introduction of alternate roads by the state or central government which impacts the traffic projected to ply on the asset under the control of the Company. The concession agreement provides some safeguards in this regard but many of them are unforeseen and exposes the Company / SPV to risk.

ii) Capital and Interest rate Risk

Infrastructure projects are typically capital intensive and require high levels of long-term debt financing. The Company intends to pursue a strategy of continued investment in infrastructure development projects. In the past, the Company was able to infuse equity and arrange for debt financing to develop infrastructure projects on acceptable terms at the SPV-level of relevant projects. However, the Company believes that its ability to continue to arrange for capital requirements is dependent on various factors. These factors include:

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

timing and internal accruals generation; timing and size of the projects awarded; credit availability from banks and financial institutions; the success of its current infrastructure development projects. Besides, there are also several other factors outside its control. However, the Company's track record has enabled it to raise funds at competitive rates.

iii) Interest rate sensitivity

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

Particulars	Increase/ Decrease in basis points	Effects on Profit before tax
March 31, 2023	+100	(3,227.55)
	-100	3,227.55
	+100	(2,912.89)
March 31, 2022	**-100**	**2,912.89**

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

iv) 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 ustomers 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.

a) Trade and Other Receivables

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ₹ 4548.44 lacs as at March 31, 2023 and ₹ 4742.61 lacs as at March 31, 2022.

The primary customer of the group is the Government Organisation. In the absence of any bad debts from the SPV in the past the expected credit loss is zero and thus the Group is making no provisions on account any expected credit loss.

The credit risk from customers in the case of the SPV is very low as without payment of upfront toll the vehicles is not allowed to pass. However there are frequent local political issues which result in leakages which is a credit risk for the Company.

The Group has exposure to credit risk from a limited customer group on account of specialised nature of business, i.e., port services provided by the Company. The Company ensures concentration of credit does not significantly impair the financial assets since the customers to whom the exposure of credit is taken are well established and reputed industries mostly being public sector undertakings which are sovereign backed and other large corporates.

v) Liquidity risk

The Group principal sources of liquidity are cash and bank balances and the cash flow that is generated from operations.

The Group has outstanding borrowings of ₹ 3,37,943.74 lacs as at March 31, 2023 and ₹ 2,91,289.11 lacs as at March 31, 2022.

The Group working capital is not sufficient to meet its current requirements. Accordingly, liquidity risk is perceived. The Current Liabilities of the Company exceeds current Assets by ₹ 3,45,467.27 lacs (P.Y. ₹ 3,08,282.84 lacs) as at March 31, 2022. These conditions indicate the existence of an uncertainty as to timing and realization of cash flow of the company.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

The achievement of the projections in the traffic and the toll rates is critical for the liquidity to pay the lenders.

Timely completion of the project has a major impact on the liquidity of the SPV. The delay caused due to the grantor and the timely receipt of compensation from the grantor impacts liquidity of the SPV and the holding company materially and is one of the major reasons for the liquidity issue of the group.

The Working Capital Position of the Company is given below: (₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Cash and Cash Equivalent	385.03	200.53
Bank Balance	3,495.07	2,658.64
Investments in mutual Funds	5,432.57	5,183.15
Total	**9,312.67**	**8,042.33**

The table below provides details regarding the contractual maturities of significant financial liabilities :

(₹ in Lakhs)

As at March 31, 2023	
Borrowings	17,091.46
Trade Payables	15,910.87
Lease Liability	295.00
Other Financial Liabilities	340,019.74
Other Liabilities	5,081.70
Total	**378,398.77**
As at March 31, 2022	
Borrowings	1,711.41
Trade Payables	16,054.79
Lease Liability	299.07
Other Financial Liabilities	308,726.19
Other Liabilities	5,401.00
Total	**332,192.47**

(vi) Competition Risk:

The Company is operating in a highly competitive environment with various Companies wanting a pie in the project. This invariably results in bidding for projects at low margins to maintain a steady flow of the projects to enable the group to retain the projects team and to maintain sustainable operations for the Company and the SPVs. The ability of the Company to build the infrastructure at a competitive price and the ability to start the tolling operations is very important factor in mitigating the competition risk for the group.

(vii) Input cost risk

Raw materials, such as bitumen, stone aggregates cement and steel, need to be supplied continuously to complete projects undertaken by the group. As mentioned in the earlier paragraph of the business risk and the competition risk the input cost is a major risk to attend to ensure that the Company is able to contain the project cost within the estimate projected to the lenders and the regulators. To mitigate this the group sub-contracts the construction of the facility at a fixed price contract to various subcontractor within and without the group.

(viii) Exchange risk

Since the operations of the group are within the country the group is not exposed to any exchange risk directly. The group 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.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

49 Capital management

For the purpose of the Group'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 Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The gearing ratio in the infrastructure business is generally high. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

Particulars	March 31, 2023	March 31, 2022
Borrowings	332,032.65	291,289.11
Less:		
Cash and Cash Equivalent	(385.03)	(200.53)
Bank Balance	(3,495.07)	(2,658.64)
Investment in mutual funds	(5,432.57)	(5,183.15)
Net debt	**322,719.98**	**283,246.79**
Total Equity	**(233,875.45)**	**(73,518.21)**
Gearing ratio	**(1.38)**	**(3.85)**

50 Disclosure as required under schedule III of the Companies Act, 2013

The disclosure of breakup of net assets and profit after tax, entity wise is given in Annexure 3 attached.

51 Comparative Period: – Figures of the previous period have been regrouped/reclassified wherever necessary

52 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, 2023.

As per our report of even date
For **Natvarlal Vepari & Co**

Chartered Accountants
(Firm Registration No. 106971W)

Nuzhat Khan
Partner
(Membership No. 124960)

For and on behalf of the Board of Directors
AJR Infra and Tolling Limited

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer

Kaushal Shah
Company Secretary
(Membership No. 18501

Place : Mumbai
Date : October 23, 2023

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Related Party Disclosure (Refer Note 42)

a) Relationships :

Entity where control exists :

1 Gammon Power Limited – Entity having significant influence (w.e.f. Sept 08, 2017)

2 Gammon India Limited – Entities having significant influence

Subsidiary

1 Rajahmundry Godavary Bridge Limited (refer Note 37(b))

2 Patna Highway Projects Limited (refer Note 37(a))

Fellow Subsidiary

1 Ansaldo Caldie Boilers India Private Limited – a subsidiary of Entity having significant influence

Joint Ventures:

1 Blue Water Iron Ore Terminal Private Limited

2 SEZ Adityapur Limited

3 GIPL – GIL JV

4 GIPL – GECPL JV

Associates:

1 Elgan India Martrade Private Limited (Formerly Known as Eversun Sparkle Maritime Services Limited)

2 ATSL Infrastructure Projects Limited

3 Modern Tollroads Limited

4 Vizag Seaport Private Limited (w.e.f. October 28, 2021)

5 Deepmala Infrastructure Private Limited (w.e.f. June 13, 2022)

Key Management Personnel:

1 Mineel Madhukar Mali – Wholetime Director

2 Chayan Bhattachajee (up to July 26, 2022) Non – Executive Director

3 Homai A Daruwalla- Independent Director

4 Mahendra Kumar Agarwala – Independent Director

5 Jaysingh Ashar (up to November 26, 2022) Non – Executive Director

6 Sunil Chabaria- Independent Director

7 Vinod B Sahai- Independent Director

8 Subhrarabinda Birabar (w.e.f 26/11/2022)-Non-Executive Director

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

b) Details of related parties transactions for the period April 1, 2022 to March 31, 2023 :

(₹ in Lakhs)

Transactions	Entities Having Significant Influence	Subsidiaries	Associates / Joint Ventures & Partnerships	Subsidiary of Entities Having Significant Influence	Key Management Personnel	Total
Finance Provided by the Company	**-**	**55.63**	**825.44**	**-**	**-**	**881.07**
(Previous Year)	**-**	**(136.57)**	**(335.86)**	**-**	**-**	**(472.43)**
GIPL GIL JV	-	-	0.12	-	-	**0.12**
(Previous Year)	-	-	(0.10)	-	-	**(0.10)**
GIPL GECPL JV	-	-	350.32	-	-	**350.32**
(Previous Year)	-	-	(335.76)	-	-	**(335.76)**
Patna Highway Projects Ltd	-	3.44	-	-	-	**3.44**
(Previous Year)	-	(10.08)	-	-	-	**(10.08)**
Deepmala Infrastructure Private Limited	-	-	475.00	-	-	**475.00**
(Previous Year)	-	-	-	-	-	**-**
Rajahmundry Godavari Bridge Ltd	-	52.19	-	-	-	52.19
(Previous Year)	-	(126.49)	-	-	-	(126.49)
Refund of Finance Provided by the Company	**-**	**54.00**	**1,311.13**	**-**	**-**	**1,365.13**
(Previous Year)	**-**	**(134.84)**	**(1,686.77)**	**-**	**-**	**(1,821.61)**
GIPL GECPL JV	-	-	1,311.13	-	-	**1,311.13**
(Previous Year)	-	-	(1,686.77)	-	-	**(1,686.77)**
Patna Highway Projects Ltd	-	2.99	-	-	-	**2.99**
(Previous Year)	-	(8.14)	-	-	-	**(8.14)**
Rajahmundry Godavari Bridge Ltd	-	51.01	-	-	-	**51.01**
(Previous Year)	-	(126.70)	-	-	-	**(126.70)**
Share of profit of an associate and joint venture	**-**	**-**	**4,230.37**	**-**	**-**	**4,230.37**
(Previous Year)	**-**	**-**	**(241.53)**	**-**	**-**	**(241.53)**
GIPL GECPL JV	-	-	15.23	-	-	**15.23**
(Previous Year)	-	-	(130.62)	-	-	**(130.62)**
Vizag Seaport Private Limited	-	-	966.65	-	-	**966.65**
(Previous Year)	-	-	(101.18)	-	-	**(101.18)**
Deepmala Infrastructure Private Limited	-	-	3,248.49	-	-	**3,248.49**
(Previous Year)	-	-	-	-	-	**-**
Elgan India Martrade Private Limited	-	-	-	-	-	**-**
(Previous Year)	-	-	(9.73)	-	-	**(9.73)**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Subsidiaries	Associates / Joint Ventures & Partnerships	Subsidiary of Entities Having Significant Influence	Key Management Personnel	Total
Share of loss of an associate and joint venture	**-**	**-**	**140.10**	**-**	**-**	**140.10**
(Previous Year)	**-**	**-**	**(5.54)**	**-**	**-**	**(5.54)**
GIPL-GIL JV	-	-	0.11	-	-	**0.11**
(Previous Year)	-	-	(5.54)	-	-	**(5.54)**
Elgan India Martrade Private Limited	-	-	139.99	-	-	**139.99**
(Previous Year)	-	-	-	-	-	**-**
Rent Paid	**1.20**	**-**	**-**	**-**	**-**	**1.20**
(Previous Year)	**(1.20)**	**-**	**-**	**-**	**-**	**(1.20)**
Gammon India Limited	1.20	-	-	-	-	**1.20**
(Previous Year)	(1.20)	-	-	-	-	**(1.20)**
Sundry Balances Written off during the year	**-**	**-**	**1,607.90**	**-**	**-**	**1,607.90**
(Previous Year)	**-**	**-**	**-**	**-**	**-**	**-**
Deepmala Infrastructure Private Limited	-	-	1,607.90	-	-	**1,607.90**
(Previous Year)	-	-	-	-	-	**-**
Sundry Balances Written back during the year	**-**	**17.65**	**-**	**1,500.00**	**-**	**1,517.65**
(Previous Year)	**-**	**-**	**-**	**-**	**-**	**-**
Ansaldo Caldie Boilers India Private Limited	-	-	-	1,500.00	-	**1,500.00**
(Previous Year)	-	-	-	-	-	**-**
Patna Highway Projects Ltd	-	17.65	-	-	-	**17.65**
(Previous Year)	-	-	-	-	-	**-**
Guarantee Commission income	**-**	**460.73**	**-**	**-**	**-**	**460.73**
(Previous Year)	**-**	**(481.18)**	**-**	**-**	**-**	**(481.18)**
Patna Highway Projects Ltd	-	460.73	-	-	-	**460.73**
(Previous Year)	-	(481.18)	-	-	-	**(481.18)**
Provision for Impairment of Investments	**-**	**29,841.50**	**-**	**-**	**-**	**29,841.50**
(Previous Year)	**-**	**-**	**(809.93)**	**-**	**-**	**(809.93)**
Rajahmundry Godavari Bridge Limited	-	29,841.50	-	-	-	**29,841.50**
(Previous Year)	-	-	-	-	-	**-**
Vizag Seaport Pvt Ltd	-	-	-	-	-	**-**
(Previous Year)			(809.93)			**(809.93)**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Subsidiaries	Associates / Joint Ventures & Partnerships	Subsidiary of Entities Having Significant Influence	Key Management Personnel	Total
Provision for ICD/ Current Account/ Other Balances during the year	**294.57**	**78,304.26**	**0.12**	**-**	**-**	**78,598.95**
(Previous Year)	**-**	**-**	**(0.10)**	**-**	**-**	**(0.10)**
GIPL - GIL JV	-	-	0.12	-	-	**0.12**
(Previous Year)	-	-	(0.10)	-	-	**(0.10)**
Gammon India Limited	294.57	-	-	-	-	**294.57**
(Previous Year)	-	-	-	-	-	**-**
Rajahmundry Godavari Bridge Limited	-	78,304.26	-	-	-	**78,304.26**
(Previous Year)	-	-	-	-	-	**-**
Reversal of Provision for ICD/ Current Account/Investment / Other Balances during the year	**-**	**-**	**1,024.32**	**-**	**-**	**1,024.32**
(Previous Year)	**-**	**-**	**-**	**-**	**-**	**-**
Elgan India Martrade Private Limited	-	-	214.40	-	-	**214.40**
(Previous Year)	-	-	-	-	-	**-**
Vizag Seaport Pvt Ltd	-	-	809.93	-	-	**809.93**
(Previous Year)	-	-	-	-	-	**-**
Write Back of ICD/ Current Account/Investment / Other Balances during the year	**-**	**-**	**0.05**	**-**	**-**	**0.05**
(Previous Year)	**-**	**-**	**-**	**-**	**-**	**-**
Vizag Seaport Private Limited	-	-	0.05	-	-	**0.05**
(Previous Year)	-	-	-	-	-	**-**
Director Sitting fees and Commission	**-**	**-**	**-**	**-**	**15.50**	**15.50**
(Previous Year)	**-**	**-**	**-**	**-**	**(40.50)**	**(40.50)**
Homai Daruwalla	-	-	-	-	3.50	**3.50**
(Previous Year)	-	-	-	-	(8.50)	**(8.50)**
Mahendra Kumar Agrawala	-	-	-	-	3.50	**3.50**
(Previous Year)	-	-	-	-	(9.00)	**(9.00)**
Jaysingh Ashar	-	-	-	-	2.50	**2.50**
(Previous Year)	-	-	-	-	(6.00)	**(6.00)**
Sunilbhai Chhabaria	-	-	-	-	2.50	**2.50**
(Previous Year)	-	-	-	-	(6.00)	**(6.00)**
Vinod Sahai	-	-	-	-	3.00	**3.00**
(Previous Year)	-	-	-	-	(6.50)	**(6.50)**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	Entities Having Significant Influence	Subsidiaries	Associates / Joint Ventures & Partnerships	Subsidiary of Entities Having Significant Influence	Key Management Personnel	Total
Chayan Bhattacharjee	–	–	–	–	0.50	**0.50**
(Previous Year)	–	–	–	–	(4.50)	**(4.50)**
Corporate Guarantee Outstanding	**–**	**112,100.00**	**35,000.00**	**–**	**–**	**147,100.00**
(Previous Year)	**–**	**(112,100.00)**	**(35,000.00)**	**–**	**–**	**(147,100.00)**
Patna Highway Projects Ltd	–	108,600.00	–	–	–	**108,600.00**
(Previous Year)	–	(108,600.00)	–	–	–	**(108,600.00)**
Vizag Seaport Pvt Ltd	–	–	35,000.00	–	–	**35,000.00**
(Previous Year)	–	–	(35,000.00)	–	–	**(35,000.00)**
Indira Container Terminal Pvt Ltd	–	3,500.00	–	–	–	**3,500.00**
(Previous Year)	–	(3,500.00)	–	–	–	**(3,500.00)**
Outstanding Balances Receivable :	**508.41**	**78,350.44**	**5,489.43**	**–**	**–**	**84,348.28**
(Previous Year)	**(509.93)**	**(78,350.04)**	**(331.85)**	**–**	**–**	**(79,191.81)**
Rajahmundry Godavary Bridge Limited	–	78,350.44	–	–	–	**78,350.44**
(Previous Year)	–	(78,350.04)	–	–	–	**(78,350.04)**
Deepmala Infrastructure Private Limited	–	–	5,334.10	–	–	**5,334.10**
(Previous Year)	–	–	–	–	–	
Gammon India Ltd	508.41	–	–	–	–	**508.41**
(Previous Year)	(509.93)	–	–	–	–	**(509.93)**
Modern Tollroads Limited	–	–	129.95	–	–	**129.95**
(Previous Year)	–	–	(129.95)	–	–	**(129.95)**
GIPL GECPL JV	–	–	–	–	–	**–**
(Previous Year)	–	–	(176.63)	–	–	**(176.63)**
GIPL-GIL JV	–	–	25.39	–	–	**25.39**
(Previous Year)	–	–	(25.27)	–	–	**(25.27)**
Outstanding Provision for doubtful Receivable	**508.41**	**78,350.36**	**–**	**–**	**–**	**78,858.77**
(Previous Year)	**(213.84)**	**–**	**–**	**–**	**–**	**(213.84)**
Gammon India Ltd	508.41	–	–	–	–	**508.41**
(Previous Year)	(213.84)	–	–	–	–	**(213.84)**
Rajahmundry Godavary Bridge Limited	–	78,350.36	–	–	–	**78,350.36**
(Previous Year)	–	–	–	–	–	**–**
Outstanding Balances Payable:	**100.00**	**626.48**	**1,049.38**	**–**	**–**	**1,775.86**
(Previous Year)	**(100.00)**	**(644.58)**	**(265.20)**	**(1,500.00)**	**–**	**(2,509.78)**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 1 Contd...

Transactions	**Entities Having Significant Influence**	**Subsidiaries**	**Associates / Joint Ventures & Partnerships**	**Subsidiary of Entities Having Significant Influence**	**Key Management Personnel**	**Total**
Patna Highway Projects Limited	–	626.48	–	–	–	**626.48**
(Previous Year)	–	(644.58)	–	–	–	**(644.58)**
Gammon India Ltd	100.00	–	–	–	–	**100.00**
(Previous Year)	(100.00)	–	–	–	–	**(100.00)**
GIPL GECPL JV	–	–	784.18	–	–	**784.18**
(Previous Year)	–	–	–	–	–	**–**
Modern Tollroads Limited	–	–	265.20	–	–	**265.20**
(Previous Year)	–	–	(265.20)	–	–	**(265.20)**
Ansaldo Caldie Boilers India Private Limited	–	–	–	–	–	**–**
(Previous Year)	–	–	–	(1,500.00)	–	**(1,500.00)**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 2 (Refer Note 43)

A) The following table summarises the information relating to major subsidiaries of the group.

(₹ in Lakhs)

Particulars	VSPL*		ICTPL	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Non-current assets		–	52,802.52	56,524.63
Current assets		–	5,501.07	4,728.19
Non-current liabilities		–	(11.05)	(15.57)
Current liabilities		–	(123,910.09)	(112,025.21)
Capital Contributions	–	–	(3,722.47)	(3,722.47)
Net assets	**–**	**–**	**(69,340.02)**	**(54,510.43)**
Net assets attributable to NCI	–	–	(18,029.58)	(14,173.98)
Revenue	–	11,005.74	5,308.63	4,754.58
Profit for the year	–	287.44	(14,827.99)	(13,402.64)
Profit/(Loss) allocated to NCI	**–**	**75.42**	**(3,855.28)**	**(3,484.69)**
Other comprehensive income	–	–	(1.59)	1.82
OCI allocated to NCI	–	–	(0.41)	0.47
Cash flow from operating activities	–	–	3,799.90	2,842.14
Cash flow from investing activities	–	–	(834.44)	(210.54)
Cash flow from financing activities	–	–	(2,965.46)	(2,631.40)
Net increase/ (decrease) in cash and cash equivalents	–	–	–	(0.20)

*During the Previous year Company ceased to be subsidiary of the group

Note - A) The amounts disclosed for each subsidiary are before intra-group eliminations.

Notes to Consolidated Financial Statements
for the year ended 31st March, 2023 *(continued)*

Annexure 3 - Disclosure as required under schedule III of the Companies Act, 2013 (Refer Note 50)

(₹ in Lakhs)

Sr.No.	Particulars	As at March 31, 2023				As at March 31, 2022			
		Net Assets		Share in profit or loss		Net Assets		Share in profit or loss	
		As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
	Holding Co.								
1	AJR	7.25%	(16,960.12)	(68.69%)	(107,525.55)	(128.73%)	94,636.85	5.25%	(4,849.20)
	Subsidiaries								
1	BBHPL	0.26%	(606.55)	(0.00%)	(0.76)	0.82%	(605.79)	0.00%	(0.24)
2	CBICL	0.23%	(543.87)	0.01%	18.56	0.77%	(562.43)	0.00%	(0.38)
3	CICPL	(0.03%)	66.47	0.05%	73.42	0.01%	(6.96)	0.00%	(0.16)
4	EIPPL	0.17%	(391.78)	(0.01%)	(23.02)	0.50%	(368.76)	0.00%	(1.81)
5	GLL	0.41%	(963.14)	(0.00%)	(0.59)	1.31%	(962.55)	0.00%	(1.56)
6	GPDL	0.04%	(82.65)	0.00%	0.42	0.11%	(83.07)	0.00%	(0.17)
7	GREIL	0.08%	(195.48)	(0.04%)	(58.28)	0.19%	(137.20)	(0.03%)	30.43
8	GRIL	0.17%	(406.14)	(0.00%)	(0.10)	0.55%	(406.04)	0.09%	(86.52)
9	GSIL	0.03%	(79.98)	(0.00%)	(0.08)	0.11%	(79.91)	0.00%	(0.15)
10	HBPL	0.05%	(128.49)	(0.00%)	(0.15)	0.17%	(128.34)	(0.01%)	6.52
11	MPSL	(0.00%)	5.23	(0.00%)	(0.14)	(0.01%)	5.37	0.00%	(0.34)
12	PREL	14.74%	(34,473.02)	(10.18%)	(15,937.42)	25.21%	(18,535.99)	4.13%	(3,817.77)
13	RCTPL	(0.57%)	1,331.05	0.88%	1,375.13	0.06%	(44.08)	0.00%	(0.15)
14	SHPVL	3.88%	(9,066.73)	(5.43%)	(8,494.06)	0.78%	(572.68)	0.07%	(68.46)
15	SIPPL	0.01%	(13.32)	(0.00%)	(0.13)	0.02%	(13.18)	0.00%	(0.52)
16	SSRPL	40.11%	(93,812.24)	(6.29%)	(9,848.44)	114.21%	(83,963.79)	80.25%	(74,094.55)
17	TIDCL	0.00%	(9.09)	(0.00%)	(3.85)	0.01%	(5.24)	(0.02%)	14.00
18	THPL	0.06%	(132.51)	(0.07%)	(105.64)	0.04%	(26.86)	0.00%	(0.09)
19	VGRPPL	3.27%	(7,653.32)	(0.00%)	(2.24)	10.41%	(7,651.07)	0.00%	(0.38)
20	VSPL	0.00%	0.00	0.00%	0.00	0.00%	–	(0.23%)	212.02

Notes to Consolidated Financial Statements
for the year ended 31st March, 2023 *(continued)*

Annexure 3 - Disclosure as required under schedule III of the Companies Act, 2013 (Refer Note 50)

(₹ in Lakhs)

Sr.No.	Particulars	As at March 31, 2023				As at March 31, 2022			
		Net Assets		Share in profit or loss		Net Assets		Share in profit or loss	
		As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
21	YPHPL	1.21%	(2,818.73)	(0.00%)	(0.27)	3.83%	(2,818.47)	0.00%	(0.22)
22	YPVL	0.16%	(373.41)	(0.00%)	(0.48)	0.51%	(372.93)	0.02%	(15.04)
23	ICTPL	26.62%	(62,268.62)	(7.01%)	(10,978.71)	69.76%	(51,288.73)	10.75%	(9,923.95)
24	SMDPL	3.90%	(9,122.05)	(5.83%)	(9,122.05)	0.00%	-	0.00%	-
	Joint Venture								
1	GIPL-GIL JV	0.00%	(5.65)	(0.00%)	(0.11)	0.01%	(5.64)	0.01%	(5.54)
2	GIPL-GECPL JV	(0.08%)	178.39	0.01%	15.23	(0.22%)	163.15	(0.14%)	130.62
	Associates								
1	ESMSPL	(0.12%)	289.46	(0.09%)	(139.99)	(0.29%)	214.94	(0.04%)	37.09
2	VSPL	(2.11%)	4,925.52	0.62%	966.65	(0.14%)	101.19	(0.11%)	101.18
3	DIPL	0.24%	(564.66)	2.08%	3,248.49	0.00%	-	0.00%	-
		100.00%	(233,875.45)	100.00%	(156,544.16)	100.00%	(73,518.21)	100.00%	(92,335.34)

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Annexure - 4 (Refer Note 41)

Segment Reporting as per Ind AS 108 "Operating Segments"

(₹ in Lakhs)

Particulars	Real Estate Business	Infrastructure	Total
	2022-23	**2022-23**	**2022-23**
1. Segment Revenue			
External Turnover	3,803.83	5,308.63	9,112.46
Less : Internal Segment Turnover	–	–	–
Value of Sales and Services (Net)	**3,803.83**	**5,308.63**	**9,112.46**
2. Segment Result before Interest and Taxes	**(10,874.57)**	**(121,159.61)**	**(132,034.18)**
Less: Interest Expense	107.74	27,984.71	28,092.45
Profit Before Tax	**(10,982.31)**	**(149,144.32)**	**(160,126.63)**
Less: Current Tax	43.43	48.90	92.32
Less: Deferred Tax	–	284.57	284.57
Excess / Short Provision of Earlier years	(30.32)	27.30	(3.02)
Profit after Tax (before adjustment for Non – Controlling Interest)	**(10,995.42)**	**(149,505.09)**	**(160,500.50)**
Add: Share of (Profit) / Loss transferred to Non – Controlling Interest	–	(3,956.34)	(3,956.34)
Profit after Tax (after adjustment for Non-Controlling Interest)	**(10,995.42)**	**(145,548.75)**	**(156,544.16)**
3. Other Information			
Segment Assets	14,500.92	116,014.32	130,515.24
Segment Liabilities	18,510.37	364,032.86	382,543.23
Capital Employed	(4,009.45)	(248,018.54)	(252,027.99)
Capital Expenditure	–	–	–
Depreciation / Amortisation and Depletion Expense	–	–	–

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

AOC - 1

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 Statement Containing salient features of the financial statements of subsidiaries/associate companies /joint ventures as included in the Consolidated Financial Statements.

Part "A" : Subsidiaries

(₹ in Lakhs)

S. no.	Name of the Subsidiary	Reporting Period	Reporting Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit / (Loss) before Tax	Provision for Tax	Profit / (Loss) after Tax	Proposed Dividend & tax thereon	% of shareholding
1	Birmitrapur Barkote Highway Private Limited	31-Mar-23	INR	N.A.	1.00	-1.37	1.12	1.49		–	-0.76	–	-0.76	–	100.00%
2	Cochin Bridge Infrastructure Company Limited	31-Mar-23	INR	N.A.	640.01	392.11	1,813.61	781.49		30.00	18.56	–	18.56	–	97.66%
3	Chitoor Infra Company Private Limited	31-Mar-23	INR	N.A.	1.00	70.02	96.03	25.01		10.00	99.86	22.88	76.98	–	100.00%
4	Earthlink Infrastructure Projects Private Limited	31-Mar-23	INR	N.A.	1.00	-50.24	1.27	50.51		–	-0.14	22.88	-23.02	–	100.00%
5	Gammon Logistics Limited	31-Mar-23	INR	N.A.	255.00	-443.14	0.98	189.13		0.10	-0.58	0.00	-0.59	–	100.00%
6	Gammon Projects Developers Limited	31-Mar-23	INR	N.A.	25.00	-82.65	6.28	63.94		0.56	0.42	–	0.42	–	100.00%
7	Gammon Renewable Energy Infrastructure Projects Limited	31-Mar-23	INR	N.A.	5.00	-53.56	652.58	701.14		1.14	-58.28	–	-58.28	–	100.00%
8	Gammon Road Infrastructure Limited	31-Mar-23	INR	N.A.	5.00	-5.13	0.13	0.26		0.04	-0.10	–	-0.10	–	100.00%
9	Gammon Seaport Infrastructure Limited	31-Mar-23	INR	N.A.	5.00	-79.98	0.12	75.10		0.08	-0.06	0.02	-0.08	–	100.00%
10	Haryana Biomass Power Limited	31-Mar-23	INR	N.A.	128.35	-128.49	0.12	0.26		–	-0.15	–	-0.15	–	100.00%
11	Marine Project Services Limited	31-Mar-23	INR	N.A.	5.00	-5.18	0.08	0.26		–	-0.14	–	-0.14	–	100.00%
12	Patna Highway Projects Limited	31-Dec-19	INR	N.A.	–	–	–	–		–	–	–	–	–	100.00%
13	Pravara Renewable Energy Limited	31-Mar-23	INR	N.A.	4,792.00	-20,987.19	19,737.70	35,932.90		–	-5,015.60	221.83	-5,237.42	–	100.00%
14	Ras Cities and Townships Private Limited	31-Mar-23	INR	N.A.	1.00	1,331.05	6,344.37	5,012.32		1,700.00	1,417.42	42.29	1,375.13	–	100.00%
15	Rajahmundry Godavari Bridge Limited	27-Feb-20	INR	N.A.	–	–	–	–		–	–	–	–	–	75.28%
16	Sikkim Hydro Power Ventures Limited	31-Mar-23	INR	N.A.	6,273.59	-2,535.44	5,151.50	1,413.35		2.76	-5,272.18	–	-5,272.18	–	100.00%

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023 *(continued)*

Part "A" : Subsidiaries

(₹ in Lakhs)

S. no.	Name of the Subsidiary	Reporting Period	Reporting Currency	Exchange Rate	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit / (Loss) before Tax	Provision for Tax	Profit / (Loss) after Tax	Proposed Dividend & tax thereon	% of shareholding
17	Segue Infrastructure Projects Private Limited	31-Mar-23	INR	N.A.	1.00	-13.32	0.11	12.43		–	-0.13	–	-0.13	–	100.00%
18	Sidhi Singrauli Road Project Limited	31-Mar-23	INR	N.A.	17,041.00	-91,531.51	14,351.94	88,842.46		0.39	-9,968.43	0.18	-9,968.61	–	100.00%
19	Tada Infra Development Company Limited	31-Mar-23	INR	N.A.	5.00	-8.87	0.10	3.97		–	-0.14	3.71	-3.85	–	100.00%
20	Tidong Hydro Power Limited	31-Mar-23	INR	N.A.	5.00	-191.19	0.43	186.62		–	-207.14	–	-207.14	–	51.00%
21	Vijaywada Gundugolanu Road Project Private Limited	31-Mar-23	INR	N.A.	7,661.00	-7,653.28	7.83	0.12		7.66	-2.24	–	-2.24	–	100.00%
22	Yamunanagar Panchkula Highway Private Limited	31-Mar-23	INR	N.A.	1,905.00	-2,818.73	3.66	917.39		–	-0.22	0.05	-0.27	–	100.00%
23	Indira Container Terminal Private Limited	31-Mar-23	INR	N.A.	10,156.60	-75,774.15	58,303.59	1,23,921.14		5,317.62	-14,804.64	23.35	-14,827.99		74.00%
24	Youngthang Power Ventures Limited	31-Mar-23	INR	N.A.	1,445.00	5,295.28	6,806.31	66.03		9.61	-0.48	–	-0.48	–	100.00%
25	Sony Mony Developers Private Limited	31-Mar-23	INR	N.A.	1.00	-8,867.22	10,859.65	19,725.88		7,731.08	-9,151.26	-29.19	-9,122.07	–	100.00%
	Total				**50,358.55**	**-2,04,142.19**	**1,24,139.52**	**277,923.19**	**–**	**14,811.04**	**42,946.42**	**308.01**	**-43,254.43**	**–**	**-**

Names of subsidiaries which are yet to commence operations:

Sikkim Hydro Power Ventures Limited

Sidhi Singrauli Road Project Limited

Tidong Hydro Power Limited

Youngthang Power Ventures Limited

Names of subsidiaries which have been liquidated / closed or sold during the year:

*** The Company held investment in Patna Highway Projects Limited (PHPL) and Rajahmundry Godavari Bridge Limited (RGBL) which were classified as subsidiary till 3rd January,2020 and 27th February 2020 resepectively. A corporate insolvancy resolution proceeding (CIRP) under the Insolvancy Bankrupty Code (2016) was initiated agaisnt PHPL and RGBL vide order of NCLT dated 3rd January,2020 (pronouced on 7th January,2020) and 27th February 2020 resepectively, Pursuant to this, company lost control over the PHPL and RGBL and the entities has been de-consoled during the Financial year ended 31st March,2021. The Company holds investment in Sikkim Hydro Power Ventures Limited (SHPVL). However, A corporate insolvancy resolution proceeding (CIRP) under the Insolvancy Bankrupty Code (2016) was initiated agaisnt SHPVL vide order of NCLT dated 30th July,2020 (pronouced on 5th August,2020) against which the company has preferred an appeal at NCLAT and the financial statement of SHPVL upto 30th July, 2020 had been incorporated in Consolidated financials of the company for the period ended 31st March,2021. Based on the amicable settlement between SHPVL and other parties concerned the RP had submitted its application for withdrawal of CIRP proceedings under Sec 12A. The said application was heard on 3rd June,2022 and Hon'ble National Company Law Tribunal (NCLT), Delhi was pleased to withdraw the CIRP proceeding and directed to handover the Management of the SPV back to the Promoters of the Company. Accordingly, financial statement of SHPVL upto 31st March,2023 has been incorporated in the Consolidated financials of the company.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2023

Part "B" Details of Associates / Joint Ventures

(₹ in Lakhs)

S. no.	Name of the Joint Venture / Associate	Date on which the Associate or Joint Venture was associated or acquired	Latest Audited Balance Sheet Date	No. of Equity Shares held	Cost of Investments	% of Holding	Networth attributable to shareholding as per latest audited Balance Sheet	Profit/ (Loss) for the year	
								Considered in Consolidated	Not considered in Consolidated
	Joint Ventures:								
1	Blue Water Iron Ore Terminal Private Limited @ (BWIOTPL)		30-Sep-14	3,051,808	305.18	10.12%		–	–
2	GIPL – GIL JV		31-Mar-23	–	–	95.00%	-24.23	-0.11	-0.01
3	SEZ Adityapur Limited $ (SEZAL)	06-Jul-10	30-Sep-14	19,000	1.90	38.00%			–
4	GIPL – GECPL JV		31-Mar-23	–	–	40.00%	-19,768.69	1,523.20	2,284.79
	Associates:								
1	ATSL Infrastructure Projects Limited (ATL) ^2		30-Sep-14	24,450	2.45	49.00%			
2	Elgan India Martrade Private Limited (Formerly Eversun Sparkle Maritime Services Private Limited)	29-Mar-07	31-Mar-22	2,143,950	214.40	30.90%	218.59	37.09	82.94
3	Modern Tollroads Private Limited (MTRL) ^		30-Sep-14	24,470	2.45	49.00%			
4	Vizag Seaport Private Limited @@	28-Oct-21	31-Mar-23	35,540,730	3,047.76	40.76%	4,588.33	966.65	1,404.92
5	Deepmala Infrastructure Private Limited		31-Mar-23	2,300	0.23	23.00%	-564.66	3,248.49	10,875.38
	Total				**3,574.36**		**-15,550.66**	**5,775.31**	**14,648.03**

Description of how there is significant influence

Through the Company's shareholding and joint venture agreements entered into by the Company

^The accounts of ATL and MTRL for the year ended March 31, 2022 and year ended March 31, 2023 have not been received and therefore no effects have been taken in these financial statements in respect of these companies. However, these associates are not carrying out any operations and therefore their impact is not expected to be significant.

$ In the absence of financial statements of SEZAL no effects are taken in these financial statements for the current period. The balances as at September 30, 2014 are incorporated. However, this joint venture is not carrying out any operations and therefore the impact is not expected to be significant.

@ In the absence of financial statements of BWIOTPL no effects are taken in these financial statements for the current period. The balances as at September 30, 2014 are incorporated. However, this joint venture is not carrying out any operations and therefore the impact is not expected to be significant. The Company had entered into joint venture to acquire 31% of BWIOTPL. However, GIPL had contributed only 10.12% in the equity capital of BWIOTPL. BWIOTPL has since initiated the process of liquidation and management believes that the Company will not have any obligation to contribute further in the equity capital of BWIOTPL.

@@ The company has entered into a Share purchase agreement dated 28th October, 2021 for sale of 33% stake in its subsidiary i.e. Vizag Seaport Private Limited. The Company has given effects to the de-consolidation of the subsidiary resulting in a loss of control and de-recognition of assets and liabilities as well as the non-controlling interest in the consolidated Financial Statements. Post de-recognition the said investment is carried as per IND AS -28 (Investments in Associates and Joint Ventures)

For and on behalf of the Board of Directors

AJR Infra and Tolling Limited (formerly Gammon Infrastructure Projects Limited)

Mineel Mali
Whole-Time Director
DIN No.:06641595

Subhrarabinda Birabar
Non-Executive Director
DIN No.:03249632

Vinay Sharma
Chief Financial Officer

Kaushal Shah
Company Secretary
(Membership No. 18501

Place : Mumbai
Date : October 23, 2023

AJR INFRA AND TOLLING LIMITED
(Formerly Gammon Infrastructure Projects Limited)

Registered office:

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