

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Vijayawada Gundugolanu Road Projects Private Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone Financial Statements of Vijayawada Gundugolanu Road Projects Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, 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 (herein after referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS under section 133, of the financial position of the Company as at March 31, 2024, its financial performance including other comprehensive income, its cash flows and the statement of changes in equity for the year ended on that date.

Basis for Opinion

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

Material Uncertainty relating to Going Concern

We invite attention to Note No. 2 being the basis of preparation and Note No.25 of the financial statements relating to the 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 Rs.18.05 crores to NHAI as full and final settlement. The company has written off/written back all balances of assets and liabilities related to the Service Concession Agreement and recognised loss of Rs.1376.23 lakhs in 2018-19. The company does not have any other activity and there are no plans envisaged. The accounts are not prepared on a Going concern assumption. Our report is not qualified on this account.

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, and we do not provide a separate opinion on these matters.

Other Information

The Company's Board of Directors is responsible for the preparation of the Other Information. The "Other Information" comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our Independent Auditors' Report thereon. The Other Information as aforesaid is expected to be made available to us after the date of this Auditor's Report.

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

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.

When we read the "Other Information" which will be made available to us after the date of this report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with the Standards on Auditing.

Responsibilities of Management and those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

1. Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to

communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 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, 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, the aforesaid Standalone Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules thereon.
 - e. The matter described under Material uncertainty related to going concern paragraph, in our opinion, has 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, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.

- 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, the Company has not paid any managerial remuneration 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 Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations as at March 31, 2024 except as disclosed in Note No.19 to these financial statements.

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

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

iv. a.) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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, including foreign entity ("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, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity ("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 the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (i) and (ii) of the Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

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- v. No dividend has been declared or paid by the Company during the financial year covered by our audit.

- vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration No. 142624W



Venkatesh S. Yadav
Proprietor
M. No. 156541
Mumbai, Dated: May 10, 2024
UDIN - 24156541BKBIDE6046

ANNEXURE A

To the Independent Auditors' Report on the Standalone IND AS Financial Statements of Vijayawada Gundugolanu Road Projects Private Limited

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) As the company does not hold any inventory during the year, clause 3(ii) of Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in or provided security to companies, firms, limited liability partnerships or any other parties during the year. The Company has not provided guarantees, granted loans and advances in the nature of loans during the year to companies and other parties. The Company has not provided guarantees or granted loans or advances in the nature of loans during the year to firms or limited liability partnerships.

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- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 with respect to loans, investments, guarantees and security given by the Company.
- (v) The Company has not accepted any deposit from the public pursuant to sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under. 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. Accordingly the provision of clause 3(v) is not applicable to the Company.
- (vi) In our opinion and according to the information and explanations given to us, the Company does not fall within the criteria prescribed by the Central Government for maintenance of cost records under section 148(1) of the Companies Act, 2013.
- (vii) (a) The Company is generally regular in depositing undisputed statutory dues including Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, Cess, Work Contract Tax, Goods and Service Tax and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amount payable in respect of the aforesaid dues were outstanding as at March 31, 2024 for a period of more than six months from the date of becoming payable.
- (b) According to the information and explanations given to us, there are no dues of Income Tax or Sales Tax or Wealth Tax or Service Tax or duty of Customs or duty of Excise or Value Added Tax or Cess which have not been deposited on account of any dispute except as given under:

Name of the statute	Nature of dues	Amount (in `000s)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Income Tax Assessment Order U/s. 143(3)	Nil*	A.Y.2015-16	CIT Appeal

*The management believes that the outcome of this appeal will not result into any additional tax liability as the loss from project is quite huge enough to accommodate any allowance/disallowances with respect to amortisation. However, penalty proceedings u/s. 271(1)(c) has been initiated by the Department and the same is also pending hence the amount is yet to be quantified.

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income

in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, as defined in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended March 31, 2024.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report

that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

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

- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company's transactions with its related party are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable, and details of related party transactions have been disclosed in the IND AS financial statements, etc. as required by the applicable accounting standards.
- (xiv) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with him and hence the clause 3(xv) of the Companies (Auditors Report) Order, 2020 is not applicable to the Company.
- (xvi) The nature of business and the activities of the Company are such that the Company is not required to obtain registration under section 45-IA of the Reserve Bank of India Act 1934.
- (xvii) The company had incurred cash losses of Rs. 0.14 and Rs. 9.90 (figures in lakhs) in 2023-24 and 2022-23 respectively.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation 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 subject to Note 29 of the Standalone financial statements, *material uncertainty* exists as on the date of the

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Chartered Accountants

balance sheet and audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet.

- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration No. 142624W



Venkatesh S. Yadav
Proprietor
M. No. 156541
Mumbai, Dated: May 10, 2024
UDIN - 24156541BKBIDE6046



Annexure - B

To the Independent Auditors' Report on the Standalone IND AS Financial Statements of Vijayawada Gundugolanu Road Projects Private Limited

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

We have audited the internal financial controls with reference to Financial Statements of Vijayawada Gundugolanu Road Projects Private Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

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

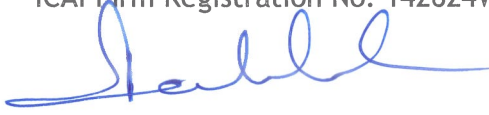
Because of the inherent limitations of Financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the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

S V Yadav And Associates
Chartered Accountants

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration No. 142624W



Venkatesh S. Yadav
Proprietor
M. No. 156541
Mumbai, Dated: May 10, 2024
UDIN - 24156541BKBIDE6046

VIJAYAWADA GUNDUGOLANU ROAD PROJECT PRIVATE LIMITED

CIN: U74990DL2012PTC232205

BALANCE SHEET AS AT MARCH 31, 2024

(All amounts are Rs in lakhs unless otherwise stated)

Particulars	Note Ref	As at March 31, 2024	As at March 31, 2023
ASSETS			
(1) Non-current assets			
(a) Property, Plant & Equipment	3	-	-
(b) Other Intangible Assets	4	-	-
(c) Financial Assets			
(i) Loans	5.1	-	-
(d) Other Non-current assets	6	7.09	7.09
Total Non-current Assets (A)		7.09	7.09
(2) Current Assets			
(a) Financial Assets			
(i) Cash and cash equivalents	5.2	0.75	0.75
(b) Other current assets	6	-	-
Total Current Assets (B)		0.75	0.75
Total Assets (A + B)		7.83	7.83
EQUITY & LIABILITIES			
Equity			
(a) Equity Share capital	7	7,661.00	7,661.00
(b) Other Equity	8	(7,653.29)	(7,653.28)
Total Equity (A)		7.71	7.72
Liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Other financial liabilities	9.1	0.12	0.12
Total Current liabilities (C)		0.12	0.12
Total Equity and Liabilities (A+B+C)		7.83	7.83

As per our report of even date attached

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration Number - 142624W



Venkatesh S. Yadav
Proprietor
Membership No. 156541

Place: Mumbai
Date: May 10, 2024



For and behalf of the Board of Directors of
Vijayawada Gundugolanu Road Project Private Limited



Ravindra Desai
DIN: 07669211




Charushila Choche
DIN: 09029565



VIJAYAWADA GUNDUGOLANU ROAD PROJECT PRIVATE LIMITED
CIN: U74990DL2012PTC232205
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2024

Particulars	Note Ref	For year ended March 31, 2024	For year ended March 31, 2023
I Revenue from Operations			
II Other Income:	10	0.14	7.66
III Total Revenue (I + II)		<u>0.14</u>	<u>7.66</u>
IV Expenses:			
Construction Cost		-	-
Tolling and Maintenance Expenses		-	-
Personnel Expenses	11	0.01	0.01
Finance Expenses		-	-
Depreciation & amortization		-	-
Other Expenses	12	0.13	9.89
Total Expenses		<u>0.14</u>	<u>9.90</u>
V Profit Before Tax (VII-VIII)		<u>(0.00)</u>	<u>(2.24)</u>
VI Tax Expense	13	-	-
1. Current Tax		-	-
2. Short/(excess)provision of tax		-	-
3. Deferred Tax Liability / (asset)	14	-	-
VII Profit for the period (XIV+XI)		<u>(0.00)</u>	<u>(2.24)</u>
VIII Other Comprehensive Income			
Remeasurement of defined benefit plans		-	-
IX Total Comprehensive Income		<u>(0.00)</u>	<u>(2.24)</u>
X Earnings per Equity Share:	15		
Basic & Diluted		(0.00)	(0.00)
Par Value		(0.00)	(0.00)

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration Number - 142624W



Venkatesh S. Yadav
Proprietor
Membership No. 156541

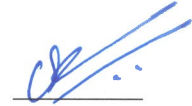


Place: Mumbai
Date: May 10, 2024

For and behalf of the Board of Directors of
Vijayawada Gundugolanu Road Project Private Limited



Ravindra Desai
DIN: 07669211



Charushila Choche
DIN: 09029565



VIJAYAWADA GUNDUGOLANU ROAD PROJECT PRIVATE LIMITED
CIN: U74990DL2012PTC232205
STATEMENT OF CASH FLOW FOR THE PERIOD ENDED MARCH 31, 2024
(All the figures are Rupees in lacs unless otherwise stated)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax As Per Profit & Loss Account	(0.00)	(2.24)
Adjusted For :		
Provision for sundry balances written back	-	(7.66)
Provision for sundry balances written off	-	9.73
Interest & other finance expenses	-	-
	-	2.07
Operating Profit Before Working Capital Changes		
Adjusted For :		
Changes in Financial Assets	-	-
Changes in other assets	-	0.03
Changes in financial liabilities	-	0.12
	-	0.15
	(0.00)	(0.03)
Income tax paid	-	-
Net Cash Flow From Operating Activities (A)	(0.00)	(0.03)
CASH FLOW FROM INVESTING ACTIVITIES		
Net Cash Used in Investing Activities (B)	-	-
CASH FLOW FROM FINANCING ACTIVITIES		
Net Cash Used in Financing Activities (C)	-	-
Net Change in Cash & Cash Equivalents (A+B+C)	(0.00)	(0.03)
Cash & Cash Equivalents at the beginning of the year	0.75	0.78
Cash & Cash Equivalents at the end of the year	0.75	0.75
	-	(0.03)
Components of Cash and Cash Equivalents		
Balances with scheduled banks in current account	0.75	0.75
Cash on hand	-	-
Total Components of Cash and Cash Equivalents	0.75	0.75

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration Number - 142624W

For and behalf of the Board of Directors of
Vijayawada Gundugolanu Road Project Private Limited

Venkatesh S. Yadav
Proprietor
Membership No. 156541

Place: Mumbai
Date: May 10, 2024



Ravindra Desai

Ravindra Desai
DIN: 07669211

Charushila Choche

Charushila Choche
DIN: 09029565



VIJAYAWADA GUNDUGOLANU RAOD PROJECT PRIVATE LIMITED
 CIN: U74990DL2012PTC232205
 Notes to Financial Statements for the quarter ended March 31, 2024
 (All the figures are Rupees in lacs unless otherwise stated)

Statement of Changes in Equity

A . Equity Share Capital

Equity Share Capital	March 31, 2024		March 31, 2023	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Equity shares of INR 10 each issued, subscribed and fully paid				
Balance at the beginning of the reporting period	7,66,10,000	7,661.00	7,66,10,000	7,661.00
Changes in equity share capital during the year				
Add: Issue during the reporting period	-	-	-	-
Balance at end of the reporting period	7,66,10,000	7,661.00	7,66,10,000	7,661.00

B. Other Equity

Particulars	Retained Earnings	Capital Contribution	Total
Balance as at March 31, 2022	(7,651.08)	-	(7,651.08)
Profit for the year	(2.24)	-	(2.24)
Actuarial Gain transferred to OCI	-	-	-
Balance as at March 31, 2023	(7,653.28)	-	(7,653.28)
Profit for the year	(0.00)	-	(0.00)
Actuarial Gain transferred to OCI	-	-	-
Balance as at March 31, 2024	(7,653.29)	-	(7,653.29)

For S V Yadav and Associates
 Chartered Accountants
 ICAI Firm Registration Number - 142624W



Venkatesh S. Yadav

Venkatesh S. Yadav
 Proprietor
 Membership No. 156541

Place: Mumbai
 Date - May 10, 2024

For and behalf of the Board of Directors
 Vijayawada Gundugolanu Road Project Private Limited



Charushila Choche

Charushila Choche
 DIN: 09029565

Ravindra Desai

Ravindra Desai
 DIN: 07669211

VIJAYAWADA GUNDUGOLANU ROAD PROJECTS PRIVATE LIMITED
CIN: U74990DL2012PTC232205
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO
FINANCIAL STATEMENTS FOR THE PERIOD FROM APRIL 1, 2023 TO MARCH 31, 2024

1 Corporate profile

Vijayawada Gundugolanu Road Projects Pvt Ltd ('VGRPPL'), domiciled in India and having its registered office at Second Floor, Plot No. 360, Block B, Sector 19, Dwarka, New Delhi, South West Delhi, DL 110075, is incorporated under the Companies Act, 1956, on 1st March, 2012, to undertake and carry on the business of Six laning of Vijayawada - Gundugolanu section of NH-5 from km 1076.48 to km 1022.48 including six lane Hanuman Junction Bypass (Length 6.72 km) and four lane Vijayawada Bypass (Length 47.88 km) [Total Length: 103.59 km] in the state of Andhra Pradesh under NHDP Phase V to be executed in BOT (Toll) mode on Design Built Finance Operate and Transfer 'DBFOT' basis ("Project"). In terms of the Concession, the Company is required to pay additional concession fees for collecting the toll on the four lane project.

The Company had received a notice of termination from NHAI on August 26, 2016. Consequently NHAI took possession of the toll plaza and tolling was suspended by the Company. Accordingly, the company suspended amortization of the Intangible Asset from that date and also stopped accruing interest liability on the deferred payment liability from that date.

Due to delay of 2.5 years in fixing the Appointed Date and the Financial Closure, a situation of "Force Majeure" has been created which is beyond the control of both the Parties. Accordingly, the company, vide its letter dated September 8, 2017 had made a consent application for "mutual exit" from the project. Subsequently, NHAI terminated the project vide settlement agreement dated 27.12.2018. As per the said agreement the company has paid Rs.18.05 crores to NHAI as full and final settlement. NHAI has released the bank guarantee given by the Holding Company.

Consequent to the termination as aforesaid, the company has written off/ written back all the concession related account balances and recognized net loss of Rs.1376.58 lakhs.

2 Basis of preparation

These financial statements are Separate Financial Statements as per Ind AS 27 - Separate 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. They are prepared not on a Going Concern basis. All assets and liabilities are stated at their realisable/ payable values, subject to actual realisations/ payments.

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.

The accounting policies discussed more fully below, are consistent with those used in the previous year.

2.1 Summary of significant accounting policies

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

1 Use of Estimates

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

2 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
- 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 at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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



VIJAYAWADA GUNDUGOLANU ROAD PROJECTS PRIVATE LIMITED
CIN: U74990DL2012PTC232205
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO
FINANCIAL STATEMENTS FOR THE PERIOD FROM APRIL 1, 2023 TO MARCH 31, 2024

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.

9 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.

10 Financial instruments

Initial recognition

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

11 Non-derivative financial instruments

Subsequent measurement

i) Financial assets carried at amortised cost

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

ii) Financial assets at fair value through other comprehensive income

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

iii) Financial assets at fair value through profit or loss

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

iv) Financial liabilities

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

12 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



VIJAYAWADA GUNDUGOLANU ROAD PROJECTS PRIVATE LIMITED
CIN: U74990DL2012PTC232205
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO
FINANCIAL STATEMENTS FOR THE PERIOD FROM APRIL 1, 2023 TO MARCH 31, 2024

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 separate service are priced at standalone selling price, or a termination of the existing contract and creation of a new contract if not priced at standalone selling price.

Construction Contract revenues :

In accordance with the provisions laid down in Appendix V to the Ind AS 115, Service Concession Arrangement are recognised in exchange for grant of tolling rights, accounted at fair value of service rendered on Cost plus margin.

Finance income and other income :

Finance Income from Financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of Income can be measured reliably. The same is computed by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Interest Income from Financial Income is included under Other Income.

13 Taxes

Current Income Tax

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

Deferred Tax

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

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

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

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

14 Earning per share

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

15 Segment reporting

Business segments have been identified on the basis of the nature of services, the risk return profile of individual business, the organizational structure and the internal reporting system of the Company.

16 Segment Composition:

The Company has been incorporated as a Special Purpose Vehicle to undertake and carry on the business of Six laning of Vijayawada - Gundugolanu section of NH-5 from km 1076.48 to km 1022.48 including six lane Hanuman Junction Bypass (Length 6.72 km) and four lane Vijayawada Bypass (Length 47.88 km) [Total Length: 103.59 km] in the state of Andhra Pradesh.

Further, the Company's operations are within a single geographical segment which is India.

17 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.



VIJAYAWADA GUNDUGOLANU ROAD PROJECT PRIVATE LIMITED
CIN: U74990DL2012PTC232205

Notes to Financial Statements for the year ended March 31, 2024
(All the figures are Rupees in lacs unless otherwise stated)

3 Property, Plant & Equipment

Particulars	P&M	Computer	Furniture & Fixture	Office Equipment's	(Rs in lacs) Total (Rupees)
As at March 31, 2022	-	120.17	7.08	4.41	131.67
Additions	-	-	-	-	-
Sales/Disposals/Adjustments	-	-	-	-	-
Transferred to Non Current Asset Held For Sale	-	-	-	-	-
As at March 31, 2023	-	120.17	7.08	4.41	131.67
Additions	-	-	-	-	-
Sales/Disposals/Adjustments	-	-	-	-	-
Transferred to Non Current Asset Held For Sale	-	-	-	-	-
As at March 31, 2024	-	120.17	7.08	4.41	131.67
Depreciation					
As at March 31, 2022	-	120.17	7.08	4.41	131.67
Charge for the period	-	-	-	-	-
Sales/Disposals/Adjustments	-	-	-	-	-
Transferred to Non Current Asset Held For Sale	-	-	-	-	-
As at March 31, 2023	-	120.17	7.08	4.41	131.67
Charge for the period	-	-	-	-	-
Sales/Disposals/Adjustments	-	-	-	-	-
Transferred to Non Current Asset Held For Sale	-	-	-	-	-
As at March 31, 2024	-	120.17	7.08	4.41	131.67
Net Block					
As at March 31, 2023	-	-	-	-	-
As at March 31, 2024	-	-	-	-	-

4 Other Intangible Assets

Cost or valuation	Toll Collection	
	Rights	Total
As at March 31, 2022	67,792.45	67,792.45
Additions	-	-
Sales/Disposals/Adjustments	-	-
As at March 31, 2023	67,792.45	67,792.45
Additions	-	-
Sales/Disposals/Adjustments	-	-
As at March 31, 2024	67,792.45	67,792.45
Depreciation		
As at March 31, 2022	67,792.45	67,792.45
Charge for the period	-	-
Balance written off	-	-
As at March 31, 2023	67,792.45	67,792.45
Charge for the period	-	-
Balance written off	-	-
As at March 31, 2024	67,792.45	67,792.45
Net Block		
As at March 31, 2023	-	-
As at March 31, 2024	-	-

On account of the termination of the project and in consideration of the full and final settlement with NHAI, the company has written off the toll collection rights in the previous years.

Refer Note 1



VIJAYAWADA GUNDUGOLANU ROAD PROJECT PRIVATE LIMITED
CIN: U74990DL2012PTC232205
Notes to Financial Statements for the Year ended March 31, 2024
(All the figures are Rupees in lacs unless otherwise stated)

5 Financial Assets (Non-current)

5.1 Financial Assets - Loans

Particulars	As at March 31,2024	As at March	As at March	As at March
	(Rs.)	31,2023 (Rs.)	31,2024 (Rs.)	31,2023 (Rs.)
	Non-current		Current	
Deposits	-	-	-	-
Dues receivable from AJRITL**	-	-	282.97	-
Dues receivable from RGL*#	-	-	-	-
Other advances	-	-	-	-
Less: Provision for Dues Receivable	-	-	(282.97)	-
Total	-	-	-	-

* The balances are subject to confirmation.

** (Formerly Gammon Infrastructure Projects Limited)

Represents value less than 0.01 lakhs

- b) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) 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
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

Current Assets - Financial assets

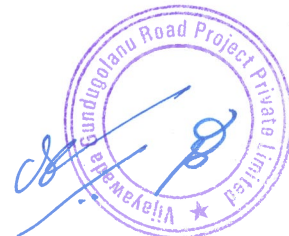
5.2 Cash and cash equivalents

Particulars	As at March	As at March
	31,2024 (Rs.)	31,2023 (Rs.)
Balances with scheduled banks in current account	-	0.75
Total	0.75	0.75

6 Other Assets

Particulars	As at March 31,2024	As at March	As at March	As at March
	(Rs.)	31,2023 (Rs.)	31,2024 (Rs.)	31,2023 (Rs.)
	Non- Current		Current	
Advance taxes (net of provision)	7.09	7.09	-	-
Excess Tax Deducted at source	-	-	-	-
Mob Advance given to contractor - Others*	-	-	782.50	782.50
Less: Provision for doubtful advance	-	-	(782.50)	(782.50)
Balance with revenue authorities	-	-	-	-
Advance to suppliers	-	-	-	-
Total	7.09	7.09	-	-

The aforesaid advances of Rs.782.50 lakhs due from M/s Simplex Infrastructure Limited was backed by advance bank guarantee of Rs.1000 lakhs in favour of the Company. Since the bank guarantees were not renewed and have since expired, the company had made a provision for doubtful advances and is also taking steps to recover the advance.



7 Equity Share Capital

Particulars	As at March	
	31, 2024 (Rs.)	31, 2023 (Rs.)
Authorised Shares:		
10,00,00,000 equity shares of Rs.10/- each	10,000.00	10,000.00
10,00,00,000 equity shares of Rs.10/- each (Previous Year)		
Issued, Subscribed & Paid-up:		
7,66,10,000 equity shares of Rs.10/- each	7,661.00	7,661.00
7,66,10,000 equity shares of Rs.10/- each (Previous Year)		

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

	As at March 31, 2024 (Rs.) Number	As at March 31, 2023 (Rs.) Amount (Rs.)	As at March 31, 2024 (Rs.) Number	As at March 31, 2023 (Rs.) Amount (Rs.)
Balance at beginning of the period	7,66,10,000	7,661.00	7,66,10,000	7,661.00
Issued during the period	-	-	-	-
Balance at end of the period	7,66,10,000	7,661.00	7,66,10,000	7,661.00

i. Terms/rights attached to equity shares:

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

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

Particulars	As at March 31, 2024	As at March	As at March	As at March
	(Rs.) Number	31, 2023 (Rs.) % of holding	31, 2024 (Rs.) Number	31, 2023 (Rs.) % of holding
Equity shares of Rs 10 each paid up				
AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited)	7,66,10,000	100%	7,66,10,000	100%
Total	7,66,10,000	100%	7,66,10,000	100%

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

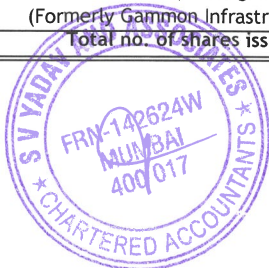
iv. Shareholding of promoters

Shares held by promoters as at March 31, 2024

Name of the Promoter	No. of shares	% of total shares	% change 2023-24
AJR Infra and Tolling Limited (Holding Company) (Formerly Gammon Infrastructure Projects Limited)	7,66,10,000	100%	-
Total no. of shares issued and subscribed	7,66,10,000		

Shares held by promoters as at March 31, 2023

Name of the Promoter	No. of shares	% of total shares	% change 2022-23
AJR Infra and Tolling Limited (Holding Company) (Formerly Gammon Infrastructure Projects Limited)	7,66,10,000	100%	-
Total no. of shares issued and subscribed	7,66,10,000		



8 Other Equity

Particulars	As at March 31,2024 (Rs.)	As at March 31,2023 (Rs.)
i) Retained Earnings	(7,653.29)	(7,653.28)
ii) Capital Contribution Inter-Corporate Loan received from AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited)		
iii) Other Comprehensive Income		
Balance at the end of the year	(7,653.29)	(7,653.28)

9 Financial Liabilities

9.1 Other Financial Liabilities

Particulars	As at March 31,2024 (Rs.)	As at March 31,2023 (Rs.)	As at March 31,2024 (Rs.)	As at March 31,2023 (Rs.)
	Non-Current		Current	
Other liabilities	-	-	0.12	0.12
Staff Liabilities	-	-	-	-
Total	-	-	0.12	0.12

^ On account of the termination of the project and in consideration of the full and final settlement with NHAI, the company has written back the Deferred Payment Liability. Refer Note 1.

10 Other Income

Particulars	For year ended March 31, 2024	For year ended March 31, 2023
Interest Income	-	-
Provision for expenses no longer payable / Sundry Balances written back	0.14	7.66
Total	0.14	7.66

11 Personnel Expenses

Particulars	For year ended March 31, 2024	For year ended March 31, 2023
Salaries, wages and bonus	0.01	0.01
Total	0.01	0.01



12 Other Expenses

Particulars	For year ended March 31, 2024	For year ended March 31, 2023
Professional fees	-	-
ROC fees	-	0.02
Bank Charges	0.00	0.03
Excess TDS paid written off as no longer receivable	-	8.71
Sundry Balance Receivable Written off	-	0.29
Provision for ICD and Current Account	-	0.72
GST Return late filing fees	0.01	-
Remuneration to auditors (Refer note below)	0.12	0.12
Total	0.13	9.89
Remuneration to auditors		
Statutory Audit	0.12	0.12
Certification	-	-
	0.12	0.12

13 Tax Expenses

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

Particulars	For year ended March 31, 2024	For year ended March 31, 2023
Accounting profit before income tax	(0.00)	(2.24)
At India's statutory income tax rate	22.00%	22.00%
Tax on above	-	-
Effect of non-deductible expenses		
Effect of deductible expenses and set off of losses		
Ind As adjustments		
Tax i.e.		
Tax rate as per 115JB	Not Applicable as	Not Applicable as
Tax on profit as per 115JB	Company had	Company had
	opted	opted
Effect of deductible expenses and set off of losses	for taxation under	for taxation under
Effect of deductible expenses and set off of losses		
Tax as per MAT	new regime	new regime
i.e.	u/s. 115BAA	u/s. 115BAA
	of Income Tax Act,	of Income Tax Act,
	1961	1961

14 Deferred Tax

The company has not recognized Deferred Tax Asset pursuant to the termination of the project vide settlement agreement with NHAI, dated 27.12.2018.

15 Earnings per share ('EPS')

Net Profit / (loss) attributable to equity shareholders and the

Particulars	For year ended March 31, 2024	For year ended March 31, 2023
Profit during the year	(0.00)	(2.24)
Outstanding number of equity shares (Nos.)	7,66,10,000	7,66,10,000
Weighted average number of equity shares in calculated EPS (Nos)	7,66,10,000	7,66,10,000
Nominal value of equity share	10.00	10.00
Basic EPS	(0.00)	(0.00)
Diluted EPS	(0.00)	(0.00)

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



16 Capital and other commitments
Nil

17 Disclosure in accordance with Ind AS - 108 "Operating Segments", of the Companies (Indian Accounting Standards) Rules, 2015.
The Company's operations comprise only a single business and geographical segment, namely 'Infrastructure Development' in 'India'. 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.

18 Related party transactions
Disclosure in accordance with Ind AS - 24 "Related Party Disclosures", of the Companies (Indian Accounting Standards) Rules, 2015.

a) Names of the related parties and related party relationships

Related parties where control exists :

1. AJR Infra and Tolling Limited (Formerly Gammon Infrastructure Projects Limited) - Holding Company

b) Fellow subsidiaries & Others:

1. GECPL- GIPL JV
2. Rajahmundry Godavari Bridge Limited
3. Birmitrapur Barkote Highways Pvt Ltd

Related party transactions

Transactions	Holding Company	Fellow subsidiaries & others
Expenses incurred on behalf of the Company by AJR Infra and Tolling Limited	0.14 (0.44)	- -
Provision made for receivables from : AJR Infra and Tolling Limited	0.14 (0.72)	
Outstanding balance Receivable AJR Infra and Tolling Limited (Towards Inter corporate deposit and expenses)	282.97 (283.11)	
Provision made for receivables from : AJR Infra and Tolling Limited	282.97 (283.11)	

(Previous periods' figures are in brackets)

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

Represents value less than 0.01 lakhs

19 Derivative Instruments and Unhedged Foreign Currency Exposure

There are no derivative instruments outstanding as on March 31, 2024 and as on March 31, 2023. The Company has no foreign currency exposure towards liability outstanding as on March 31, 2024 and as on March 31, 2023.

20 Significant Accounting judgements, estimates & assumptions

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

Judgements

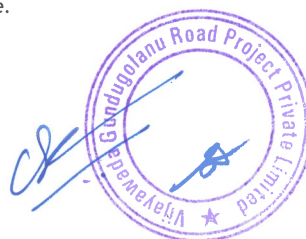
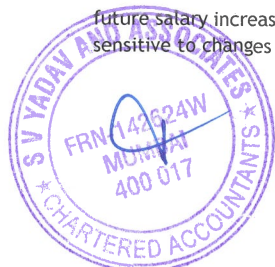
In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the separate financial statements.

Taxes

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

Defined benefit plans (gratuity benefits)

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



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

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

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is currently evaluating the requirements of the amendment and has not yet determined the impact on the financial statements.

21 Financial Instruments

The carrying value and fair value of financial instruments by categories as at March 31, 2024 and March 31, 2023 is as follows:

Particulars	Carrying value		Fair Value	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Financial Assets				
Amortized Cost				
Loans and advances		-		-
Cash and bank balances		0.75		0.75
Financial Liabilities				
Amortized cost				
Trade payable		-		-
Others		0.12		0.12

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

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

22 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.

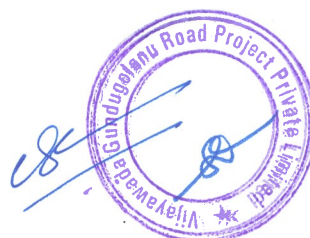
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

i) Recognised and measure at fair value

The Company has not recognised any of the outstanding financial instrument as on March 31, 2024 and March 31, 2023 at fair value.

ii) Measure at amortized cost for which fair value is disclosed.

The Company has determined fair value of all its financial instruments measured at amortized cost by using Level 3 inputs.



The following methods and assumptions were used to estimate the fair values:

- i) Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, and individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses of these receivables.
- ii) The fair value of loans from banks and other financial liabilities, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use unobservable inputs in the model, Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

23 Financial risk management objectives and policies

Financial risk factors

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, 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 consciously engages with third party EPC contractors apart from its parent company as a part of its risk diversification process. The Company has an established process to study the risk profiles of potential vendors and contractors and an internal vendor risk rating mechanism is in place. This is to ensure smooth construction of projects and to avoid risks due to any third party dependencies. The review mechanism of all the projects, which your company undertakes at multiple stages from construction to implementation, is also being streamlined and strengthened. The Company understands the Risk environment encompassing its business and has an enterprise risk management framework in place for identification, assessment, mitigation and monitoring of various risks.

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:

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 to risk.

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 credit risk is minimal as the company collects the toll upfront from the users of the facility.

Liquidity risk

The NHAI has terminated the project with the company vide settlement agreement dated 27.12.2018. Consequently, the company perceives huge liquidity risk.

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. 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.

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 company has sub-contracts the construction of the facility at a fixed price contract to various subcontractor within and without the group.



VIJAYAWADA GUNDUGOLANU ROAD PROJECT PRIVATE LIMITED
CIN: U74990DL2012PTC232205
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO
FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

24 Ratio analysis and its elements

Sr. No.	Ratio	Numerator/ Denominator	Ratio (2023-24)	Ratio (2022-23)	% of Variation	Reason for variance
1	Current ratio	<u>Current Asset</u> Current Liabilities (excluding current borrowings & loans)	6.32	6.34	(0.37)	No significant variation
2	Debt-Equity ratio	<u>Total Debts</u> Shareholders Equity	0.02	0.02	0.04	No significant variation
3	Debt Service Coverage ratio	<u>Earnings available for debt service</u> Debt Service	NA	NA	NA	Funds raised via borrowing from holding company which is repayable on demand. Hence this ratio is not calculated
4	Return on Equity ratio (ROE)	<u>Net Profits after taxes - Preference Dividend</u> Average Shareholder's Equity	NA	NA	NA	Since Net Profit after taxes are negative for both the years, this ratio is not calculated
5	Inventory Turnover Ratio	<u>Cost of goods sold OR sales</u> Average Inventory	NA	NA	NA	The ratio establishes the relationship between the cost of goods sold during the period or sales during the period and average inventory held during the period. Since there is no inventory the ratio is not computed.
6	Trade Receivables turnover ratio	Net Credit Sales Average Accounts Receivable	NA	NA	NA	Since there is no trade receivable in the Company hence the ratio is not computed
7	Trade payables turnover ratio	<u>Net Credit Purchases</u> Average Trade Payables	NA	NA	NA	Since there is no credit purchases in the Company hence the ratio is not computed
8	Net capital turnover ratio	<u>Net Sales</u> Average working capital	NA	NA	NA	Since there is no sales in the Company hence the ratio is not computed
9	Net profit ratio	<u>Net Profit after Tax</u> Net Sales	NA	NA	NA	Since there is no sales in the Company hence the ratio is not computed
10	Return on Capital employed (ROCE)	<u>Earning before interest and taxes</u> Capital Employed	NA	NA	NA	Since Earnings before interest and taxes are negative for both the years, this ratio is not calculated
11	Return on Investment (ROI)	$\frac{\{MV(T1) - MV(T0) - \text{Sum } [C(t)]\}}{\{MV(T0) + \text{Sum } [W(t) * C(t)]\}}$	NA	NA	NA	Return on investment (ROI) is a financial ratio used to calculate the benefit an investor will receive in relation to their investment cost

Where:

T1 = End of time period

T0 = Beginning of time period

t = Specific date falling between T1 and T0

MV(T1) = Market Value at T1

MV(T0) = Market Value at T0

C(t) = Cash inflow, cash outflow on specific date

W(t) = Weight of the net cash flow (i.e. either net inflow or net outflow) on day 't', calculated as $\frac{[T1 - t]}{T1}$

Companies may provide ROI separately for each asset class (e.g., equity, fixed income, money market, etc.).



25 **Material Uncertainty to Going concern**

The Company had received a notice of termination from the National Highways Authority of India (NHAI) on 26th August 2016. Consequently, NHAI took possession of the toll plaza and tolling was suspended by the Company. Accordingly, the Company suspended amortization of the Intangible Asset from that date and also stopped accruing interest liability on the deferred payment liability from that date. Thereafter, as a result of the efforts of the Company and dialogues with top officials of NHAI and the Ministry of Road Transport & Highways (MoRTH), NHAI had agreed to revoke the termination notice vide letter dated 16th January 2017 and also agreed to handover of Toll plazas subject to completing financial closure and fulfilling other commitments as specified in the letter within the stipulated time frame.

Pursuant to the requirements stipulated by NHAI, the Company had entered into a binding agreement with Hinduja Realty Ventures for a committed equity participation of 49% in the Project as and when their conditions are satisfied. With the committed equity participation by Hinduja Realty Ventures, bankers had expressed their willingness to give their respective sanctions, which were under final stages of approval for financial closure of this Project. The management was hopeful of the financial closure of the Project and the Project being revived.

The Company however could not achieve financial closure and consequently its agreement with Hinduja Realty Ventures was eventually terminated. The Company finally made an application to NHAI on 08th September 2017 for "mutual exit" from the Project. The Company had cited various reasons like change in the timelines, overall poor perception about the road sector, increased Corporate Debt Restructurings (CDRs) in Infrastructure Companies, downturn in global economy, etc for the delay of almost 2.5 years in the financial closure, thus creating a situation of "Force Majeure."

Subsequently, NHAI terminated the project wide settlement agreement dated 27.12.2018. As per the said agreement the company has paid Rs.18.05 crores to NHAI as full and final settlement. NHAI has released the bank guarantee given by the Holding Company. The company has written off/ written back all balances of assets and liabilities related to the SCA and recognized loss of Rs.1376.23 lakhs.

The company does not have any other activity and there are no plans envisaged. All balances are at realisable value subject to actual realisation and payments. These accounts are not prepared on a Going concern assumption.

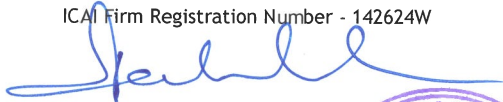
- 26 (i) As per the management, the Company do not have any transactions with companies struck off.
(ii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
(iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
(iv) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.
(v) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

27 **Comparative period**

The previous year's figures have been regrouped and rearranged, wherever necessary, to make them comparable.

- 28 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 form an integral part of the financial statements of the Company for the year ended March 31, 2024. Amounts with value zero represents value less than 0.01 lakhs.

For S V Yadav and Associates
Chartered Accountants
ICAI Firm Registration Number - 142624W



Venkatesh S. Yadav
Proprietor
Membership No. 156541

Place: Mumbai
Date: May 10, 2024



For and behalf of the Board of Directors
Vijayawada Gundugolanu Road Project Private Limited



Ravindra Desai
DIN: 07669211



Charushila Choche
DIN: 09029565

