

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED



9th ANNUAL REPORT
2018-2019

BOARD OF DIRECTORS

| | |
|---------------------------------|-----------------|
| J. BRIJ MOHAN REDDY | DIRECTOR |
| T. INDIRA SUBBARAMIREDDY | DIRECTOR |
| T. RAJIV REDDY | DIRECTOR |

REGISTERED & CORPORATE OFFICE

**6-3-1090,
TSR Towers, Rajbhavan Road
Somajiguda,
Hyderabad – 500 082, Telangana.
Corporate Identification No. U45400TG2010PTC068181**

AUDITORS

**M/s. Gianender & Associates
Chartered Accountants
Plot No.21, Site No.6, Geeta Mandir Marg,
New Rajinder Nagar, New Delhi – 110 060**

BANKERS

**Canara Bank,
Rajbhavan Road,
Somajiguda, Hyderabad.**

BOARD'S REPORT

To
The Members,

Your Directors have immense pleasure in presenting the 9th Annual Report and the Audited Financial Statements for the Financial Year ended 31st March, 2019.

1. FINANCIAL SUMMARY:

The financial results of your company for the year ended 31st March, 2019 are as follows:

| S. No. | Particulars | 31st March 2019 (Rs.) | 31st March 2018 (Rs.) |
|---------------|---------------------------------|---|---|
| 1 | Income from Operations | - | - |
| | TOTAL INCOME :: A | - | - |
| 2 | Administrative & Other Expenses | 1,96,676 | 1,23,852 |
| 3 | TOTAL EXPENDITURE :: B | 1,96,676 | 1,23,852 |
| 4 | LOSS BEFORE TAX | (1,96,676) | (1,23,852) |
| | Less: Current Tax | - | - |
| 5 | LOSS FOR THE YEAR | (1,96,676) | (1,23,852) |

2. YEAR IN RETROSPECT

The Company was incorporated as a subsidiary of M/s DLF Home Developers Ltd.

The Company was incorporated for the following purposes:

- a. To execute works as an EPC Contractor.
- b. To do all developmental activities of BOT transport projects. This helps DLF/GPL to concentrate on development of BOT projects exclusively without clubbing with EPC activities.
- c. Development of projects and EPC operations require different set of skill and objectives. Hence, DLF/GPL have felt the need for forming a subsidiary with specialized team to develop BOT projects.
- d. DLF/GPL will not be fully exposed to investment risks in BOT projects.
- e. BHHPL will invest in all future transport related SPVs apart from the present SPVs.
- f. This will help DLF/GPL to have better control and implementation under a single company and to expand its investments in BOT projects.
- g. This will also help BHHPL to participate in number of BOT projects, have Joint Ventures with strategic partners, and to get access to funds from Indian and Global Investors.

3. REVIEW OF OPERATIONS

During the year under review, your Company has not commenced any operations.

4. FUTURE OUTLOOK

In view of the ongoing slump in the market, your company is currently not looking for obtaining projects to be executed on BOT basis. Bidding for these projects involves a lot of analyses, since these projects are of long gestation and are capital intensive.

5. EXTRACT OF ANNUAL RETURN

The Extracts of Annual Return is prepared in Form MGT-9 as per the provisions of the Companies Act, 2013 and Rule 12 of Companies (Management and Administration) Rules, 2014 and the same is enclosed as **Annexure-1**.

6. BOARD MEETINGS

During the year ended 31st March, 2019, Four Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The dates on which the Board meetings were held are 21st May, 2018, 29th August, 2018, 6th December, 2018 and 12th March, 2019.

Attendance of Directors at the meetings:

The details of the attendance of the Directors at the Board meetings held during the year ended 31st March, 2019.

| Name of the Director | Number of Board Meetings | |
|----------------------|--------------------------|----------|
| | Held | Attended |
| J. Brij Mohan Reddy | 4 | 4 |
| T. Indira Reddy | 4 | 4 |
| T. Rajiv Reddy | 4 | 4 |

7. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- that in the preparation of the annual financial statements for the year ended 31st March, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- that such accounting policies and applied them consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2019 and of the profit of the Company for the year ended on that date;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual financial statements have been prepared on a going concern basis;
- that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

- f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

There is no change in the Board of Directors of the Company during the Financial Year ending 31st March, 2019.

9. DECLARATION BY INDEPENDENT DIRECTORS

None of the Independent Director has been appointed during the financial year ending 31st March, 2019. Hence, the declaration from Independent Directors is not applicable.

10. RE-APPOINTMENTS

Ms. T. Indira Reddy, Director of the Company is retiring by rotation and being eligible, offers himself for re-appointment.

11. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The company has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director and their remuneration.

12. AUDITORS REPORT

There are no qualifications in the Auditors Report.

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with the related parties referred to in Section 188 is Nil.

15. TRANSFER OF AMOUNT TO RESERVES

The Company does not propose to transfer any amount to the general reserve for the Financial Year ended 31st March, 2019.

16. DIVIDEND

The Board of Directors does not recommend any dividend on the Equity Shares for the financial year ended 31st March, 2019.

17. MATERIAL CHANGES AND COMMITMENTS

There has been no material change and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

There has been no change in the nature of business of the Company.

18. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information relating to Conservation of Energy, Technology absorption and Foreign Exchange Earnings and Outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014 is Nil.

19. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

The Company has implemented a standard operating procedure for all accounting and financial matters to reduce accounting and financial risk to minimal levels and to ensure that the financial statements are free of material misstatements.

20. POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR

The policy developed and implemented by the Company on Corporate Social Responsibility initiatives taken during the year is Nil as the relevant provisions of the Companies Act, 2013 in this regard are not applicable to the Company.

21. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance and the directors individually.

22. SUBSIDIARY COMPANIES, JOINTLY CONTROLLED ENTITIES AND ASSOCIATE COMPANIES

During the Financial Year ending on 31st March 2019, your Company has two associate Companies.

The names of companies which have become or ceased to be Company's Subsidiaries, joint ventures or associate companies during the year

During the Financial Year, no company is ceased as Company's Subsidiary, joint venture or associate company.

23. CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Rule 6 of companies (Accounts) Rules, 2014, the Company which does not have a subsidiary or subsidiaries but has one or more associate companies or joint ventures or both, the consolidation of financial statement in respect of associate companies or joint ventures or both applicable.

24. STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ ASSOCIATE COMPANIES/ JOINT VENTURES

A statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures is enclosed in Form AOC-1 as **Annexure – 2**.

25. DEPOSITS

The Company has not accepted any deposits from the public in terms of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

26. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

27. STATUTORY AUDITORS

At the Annual General Meeting held on 27th August, 2015, M/s. Gianender & Associates, Chartered Accountants, New Delhi bearing ICAI Regn. No. 004661N, were appointed as statutory auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2020. In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting.

Accordingly, the appointment of M/s. Gianender & Associates, Chartered Accountants, New Delhi bearing ICAI Regn. No. 004661N, as statutory auditors of the Company, is placed for ratification by the shareholders. In this regard, the Company has received a certificate from the auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

28. PARTICULARS OF EMPLOYEES

There are no employees who come under the purview of Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

29. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your Company has ensured that appropriate policies and procedures are adopted for ensuring orderly and efficient conduct of the business, including adherence to Company's policies, the safeguarding of its assets, prevention and detection of fraud and error, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information.

30. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Your Company lays emphasis on competence and commitment of its human capital recognizing its pivotal role for organizational growth.

During the year, the Company maintained a record of peaceful employee relations. Your Directors wish to place on record their appreciation for the commitment shown by the employees throughout the year.

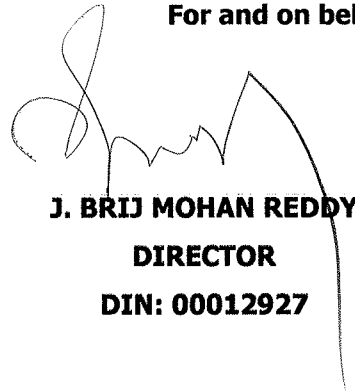
31. ACKNOWLEDGEMENTS

Your Directors express their appreciation to the Company's Bankers, Statutory Auditors, Customers, Consultants and Members for their constant help, co-operation and support.

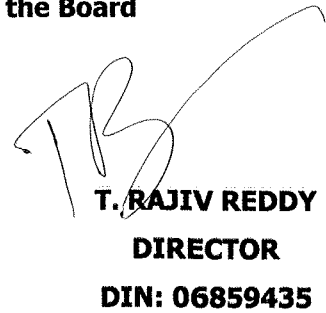
For and on behalf of the Board

Place: **Hyderabad**

Date: **22nd May, 2019**



J. BRIJ MOHAN REDDY
DIRECTOR
DIN: 00012927



T. RAJIV REDDY
DIRECTOR
DIN: 06859435

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended 31.03.2019
[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

| I. REGISTRATION AND OTHER DETAILS: | |
|---|---|
| CIN | U45400TG2010PTC068181 |
| Registration Date | 29/04/2010 |
| Name of the Company | BALAJI HIGHWAYS HOLDING PRIVATE LIMITED |
| Category / Sub-Category of the Company | Company Limited by Shares/ Indian Non Government Company |
| Address of the Registered Office and contact details | 6-3-1090, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad - 500082, Telangana. E Mail: ghl@gayatrihighways.com , Tel: 040-23310330 |
| Whether listed company | Unlisted |
| Name, address and contact details of Registrar and Transfer Agent, if any | BIGSHARE SERVICES PVT. LTD. Branch Office: 306, Right Wing, Amrutha Ville, Opp, Yasodha Hospital, Rajbhavan Road, Somajiguda, Hyderabad - 500082, Telangana. E Mail: bsshyd@bigshareonline.com , Tel: 040- 23374967 |

| II. Principal Business Activities of the Company | | | |
|---|---|---|---|
| All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated: | | | |
| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
| 1 | Holding activities | 64200 | 100% |

| III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - | | | | | |
|--|--|-----------------------|---------------------------------------|-------------------------|---------------------------|
| Sl. No. | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
| 1 | DLF Home Developers Limited, DLF Centre, Sansad Marg, New Delhi - 110001. | U74899DL1995PLC075028 | Holding | 51% | 2(46) |
| 2 | HKR Roadways Limited, 6-3-1090, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad - 500082, Telangana. | U45203TG2010PLC069897 | Associate | 25.72 | 2(6) |

BHHPL 9th Annual Report 2018-19

| | | | | | | | | | |
|--|----------|-----------------|-----------------|--------------|---------------|---------------|-----------------|--------------|----------|
| Funds | | | | | | | | | |
| f) Insurance Companies | - | - | - | - | - | - | - | - | - |
| g) FIIs | - | - | - | - | - | - | - | - | - |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-Total (B)(1): | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (2) Non-Institutions | | | | | | | | | |
| a) Bodies Corporate | | | | | | | | | |
| i) Indian | - | - | - | - | - | - | - | - | - |
| ii) Overseas | - | - | - | - | - | - | - | - | - |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | - | 3 | 3 | 0.003 | - | 3 | 3 | 0.003 | - |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | - | - | - | - | - | - | - | - | - |
| c) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-Total (B)(2): | - | 3 | 3 | 0.003 | - | 3 | 3 | 0.003 | - |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | - | - | - | - | - | - | - | - | - |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | 0 | 1,00,000 | 1,00,000 | 100 | 51,000 | 49,000 | 1,00,000 | 100 | 0 |

ii) Shareholding of Promoters

| S.No. | Shareholders Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the year |
|--------------|-------------------------------|---|----------------------------------|---|-------------------------------------|----------------------------------|---|--|
| | | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered to total shares | |
| 1 | Gayatri Highways Limited | 48,995 | 48.995 | - | 48,995 | 48.995 | - | - |
| 2 | Mr. T. V. Sandeep Kumar Reddy | 1 | 0.001 | - | 1 | 0.001 | - | - |
| 3 | DLF Home Developers Limited | 51,000 | 51.000 | - | 51,000 | 51.000 | - | - |
| 4 | Mr. T. Rajiv Reddy | 1 | 0.01 | - | 1 | 0.001 | - | - |
| Total | | 99,997 | 99.997 | | 99,997 | 99.997 | | |

❖ Due to Scheme of Arrangement Shares of Gayatri projects Limited and Gayatri Infra Ventures Ltd stand transferred to Gayatri Highways Limited.

❖ As per the NCLT order dated 3rd November, 2017 of Composite Scheme of Arrangement between Gayatri Projects Ltd, Gayatri Infra Ventures Ltd and Gayatri Highways Ltd (Formerly Gayatri Domicile Pvt. Ltd), all the investments held by Gayatri Infra Ventures Ltd and Gayatri Projects Limited has been transferred to Gayatri Highways Ltd (the appointed date is 31st March, 2017).

iii) Change in Promoters' Shareholding (Please specify, if there is no change)

| S. No | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|-------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | - | - | | |
| | Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc): | - | - | - | - |
| | At the end of the year | - | - | - | - |

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 3 | 0.003 | - | - |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc): | - | - | - | - |
| | At the End of the year (or on the date of separation, if separated during the year) | 3 | 0.003 | - | - |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | - | - | - | - |
| | At the End of the year | - | - | - | - |

V. INDEBTEDNESS**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | - | - | - | - |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not | | | | |
| Total (i+ii+iii) | - | - | - | - |
| Change in Indebtedness during the financial year | - | - | - | - |
| Addition | - | - | - | - |
| Reduction | - | - | - | - |
| Net Change | - | - | - | - |
| Indebtedness at the end of the financial year | - | - | - | - |
| i) Principal Amount | - | - | - | - |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | - | - | - | - |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

| Sl. no. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|---------|---|-------------------------|--------------|
| 1. | Gross Salary | - | - |
| | (a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961 | - | - |
| | (b) Value of perquisites under Section 17(2) Income Tax Act, 1961 | - | - |
| | (c) Profits in lieu of salary under | - | - |

| | | | | |
|----|------------------------------------|---|---|---|
| | Section 17(3) Income Tax Act, 1961 | | | |
| 2. | Stock Option | - | - | - |
| 3. | Sweat Equity | - | - | - |
| 4. | Commission | - | - | - |
| | as % of profit | - | - | - |
| | others, specify... | - | - | - |
| 5. | Others, please specify | - | - | - |
| | Total (A) | - | - | - |
| | Ceiling as per the Act | - | - | - |

B. Remuneration to other directors:

1. Independent Directors

| Sl. no. | Particulars of Remuneration | Name of Directors | | Total Amount |
|---------|---|-------------------|---|--------------|
| | | | - | - |
| | -Fee for attending Board/Committee Meetings | - | - | - |
| | -Commission | - | - | - |
| | - Others, please specify | - | - | - |
| | Total (B)(1) | - | - | - |

2. Other Non Executive Directors

| Sl. no. | Particulars of Remuneration | Name of Directors | | Total Amount |
|---------|---|-------------------|---|--------------|
| | -Fee for attending Board/Committee Meetings | - | - | - |
| | -Commission | - | - | - |
| | - Others, please specify | - | - | - |
| | Total (B)(2) | - | - | - |
| | Total (B)= (B)(1)+ (B)(2) | | | |

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

| Sl. no. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---------|---|--------------------------|-------------------|-----|-------|
| | | CEO | Company Secretary | CFO | Total |
| 1. | Gross salary | | | | - |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | - | - | - |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | - | - | - | - |

| | | | | | |
|----|--------------------------------------|---|---|---|---|
| 2. | Stock Option | - | - | - | - |
| 3. | Sweat Equity | - | - | - | - |
| 4. | Commission | - | - | - | - |
| | as % of profit others, specify... | - | - | - | - |
| 5. | Others, please specify | - | - | - | - |
| | Total | - | - | - | - |

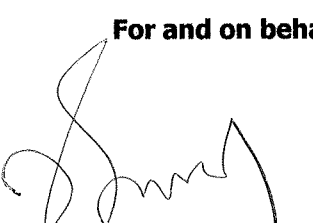
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: -N.A.-

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

For and on behalf of the Board

Place: **Hyderabad**

Date: **22nd May, 2019**


J. BRIJ MOHAN REDDY
DIRECTOR
DIN: 00012927


T. RAJIV REDDY
DIRECTOR
DIN: 06859435

Form AOC-I

(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 statement of subsidiaries/ associate companies/ joint ventures
Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs)

NOT APPLICABLE

| 1. Sl. No. | 1 | 2 | 3 |
|---|--------|--------|--------|
| 2. Name of the subsidiary | Name 1 | Name 2 | Name 3 |
| 3. Reporting period for the subsidiary concerned, if different from the holding company's reporting period | NIL | | |
| 4. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | | | |
| 5. Share capital | | | |
| 6. Reserves & surplus | | | |
| 7. Total assets | | | |
| 8. Total Liabilities | | | |
| 9. Investments | | | |
| 10. Turnover | | | |
| 11. Profit before taxation | | | |
| 12. Provision for taxation | | | |
| 13. Profit after taxation | | | |
| 14. Proposed Dividend | | | |
| 15. % of shareholding | | | |

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations:
2. Names of subsidiaries which have been liquidated or sold during the year:

Part "B": Associates and Joint Ventures
Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

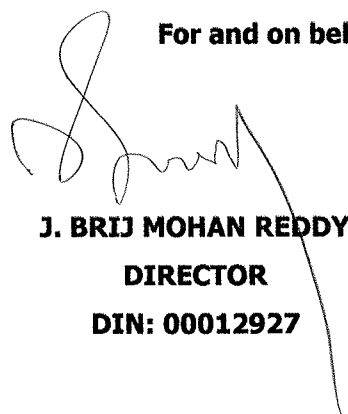
| Name of Associates/Joint Ventures | HKR Roadways Ltd. | Indore Dewas Tollways Ltd. |
|--|---|---|
| 1. Latest audited Balance Sheet Date | 31.03.2018 | 31.03.2018 |
| 2. Shares of Associate/Joint Ventures held by the company on the year end | | |
| No | 1193995 | 16660 |
| Amount of Investment in Associates/Joint Venture | Rs.1,19,39,950/- | Rs.1,66,600/- |
| Extend of Holding % | 25.72% | 33.32% |
| 3. Description of how there is significant influence | By virtue of shareholding | By virtue of shareholding |
| 4. Reason why the associate/joint venture is not consolidated | As per the Notification dated 14 th October 2014 issued by the Ministry of Corporate Affairs | As per the Notification dated 14 th October 2014 issued by the Ministry of Corporate Affairs |
| 6. Networth attributable to Shareholding as per latest audited Balance Sheet | (Rs. 10.32 Cr) | (Rs.33.74 Cr) |
| 7. Profit / (Loss) for the year | (Rs.72.33 Cr) | (Rs.57.17 Cr) |
| i. Considered in Consolidation | N.A. | N.A. |
| ii. Not Considered in Consolidation | N.A. | N.A. |

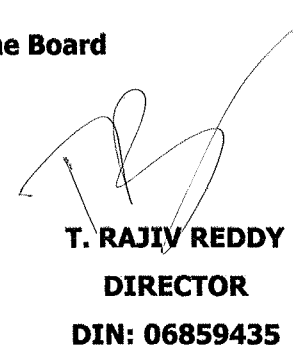
- Names of associates or joint ventures which are yet to commence operations: Nil
- Names of associates or joint ventures which have been liquidated or sold during the year: Nil

For and on behalf of the Board

Place: **Hyderabad**

Date: **22nd May, 2019**


J. BRIJ MOHAN REDDY
DIRECTOR
DIN: 00012927


T. RAJIV REDDY
DIRECTOR
DIN: 06859435

INDEPENDENT AUDITOR'S REPORT

To the Members of
Balaji Highways Holdings Private Limited

Report on the audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the Standalone Ind AS financial statements of **Balaji Highways Holdings Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information for the year ended on that date.

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 Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, changes in equity and its cash flows 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 Standalone Ind AS 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 Ind AS 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.

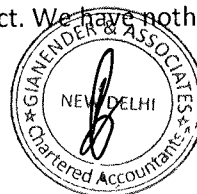
Information Other than the Ind AS Financial Statements and Auditor's Report Thereon

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 Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Responsibility of Management and Those Charged with Governance for the Standalone Ind AS 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 Ind AS 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 Indian 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 Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS 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 it 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting



and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '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, the statement of changes in equity and the Cash Flow Statement 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 Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".




- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The company does not have any pending litigations which would impact its financial position except those disclosed in 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Gianender & Associates
Chartered Accountants

(Firm's Registration No. 004661N)




Jeetender Kumar Gupta
(Partner)
(M No. 092547)

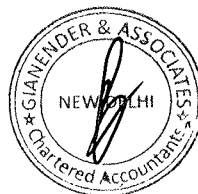
Place: New Delhi

Date : 22 May 2019

Annexure 'A' to the Independent Auditor's Report of Balaji Highways Holdings Private Limited for the Year ended as on 31st March 2019

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

- i. a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
b. The Fixed Assets have been physically verified by the Management at regular Intervals and no material discrepancies were noticed on such verification.
c. The company has no immovable property hence paragraph 3(i)(c) of the Order is not applicable to the company.
- ii. As the company is engaged in the business of infrastructure development, operations and its maintenance and there is no inventory in hand at any point of time, hence paragraph 3(ii) of the Order is not applicable to the company.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, limited liabilities partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, reporting under clause (a) to (c) of Para 3(iii) are not applicable
- iv. The Company has not entered into any transaction in respect of loans, investments, guarantee and securities, which attracts compliance to the provisions of the sections 185 and 186 of the Companies Act, 2013. Therefore the paragraph 3(iv) of the Order is not applicable to the company.
- v. The Company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the Company.
- vi. The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. Hence, this para is not applicable to the company.
- vii. a. According to the information and explanations given to us and on the basis of our examination of the books of accounts, the company has been generally regular in depositing undisputed statutory dues including provident fund, employee state insurance, income tax, service tax, value added tax, cess and other statutory dues during the year with the appropriate authorities. As on 31st March 2019, there are no undisputed statutory dues payables for period exceeding for a period more than six month from the date they become payable .




- b. According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues which have not been deposited on account of dispute.
- viii. The company has not taken term loans from various banks and a financial institution
- ix. The Company has not raised any money raised by way of public offer or further public offer, hence this para is not applicable.
- x. According to the information and explanation given to us by the management which have been relied by us, there were no frauds on or by the company noticed or reported during the period under audit.
- xi. The company has not paid managerial remuneration, hence paragraph 3(xi) of the order is not applicable to the company.
- xii. The Company is not a Nidhi Company and hence clause 3 (xii) of the Companies (Auditor's Report) Order 2016 is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Standalone Ind AS financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on 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.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place: New Delhi
Date : 22 May 2019



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


Jeetender Kumar Gupta
(Partner)
(M No. 092547)

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT
(Referred to in our Report of even date)

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

We have audited the internal financial controls over financial reporting of **Balaji Highways Holdings Private Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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



Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Date : 22 May 2019

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



Jeetender Kumar Gupta
(Partner)
(M No. 092547)

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Balance Sheet as at 31st March 2019

In Rs.

| | Note | As at 31.03.2019 | As at 31.03.2018 |
|-------------------------------------|------|--------------------|--------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Financial assets | | | |
| Investments | 3 | 1,21,06,550 | 1,21,06,550 |
| CURRENT ASSETS | | | |
| Cash and Cash equivalents | 4 | 41,145 | 2,32,821 |
| Total assets | | 1,21,47,695 | 1,23,39,371 |
| EQUITY AND LIABILITIES | | | |
| Equity: | | | |
| Equity Share Capital | 5 | 10,00,000 | 10,00,000 |
| Other equity | 6 | (18,59,444) | (16,67,768) |
| Total Equity | | (8,59,444) | (6,67,768) |
| CURRENT LIABILITIES | | | |
| Other current liabilities | 7 | 1,30,07,139 | 1,30,07,139 |
| Total equity and liabilities | | 1,21,47,695 | 1,23,39,371 |

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For GIANENDER & ASSOCIATES

Chartered Accountants

Firm Regn No. 004661N

Jeetender Kumar Gupta

Partner

Membership No. 092547

Place: New Delhi

Date: 22.05.2019



For and on behalf of the Board

J. BRIJ MOHAN REDDY

Director

DIN: 00012927

Place: Hyderabad

Date: 22.05.2019

T. RAJIV REDDY

Director

DIN: 06859435

Place: Hyderabad

Date: 22.05.2019

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Statement of Profit and Loss for the year ended 31st March 2019

In Rs.

| PARTICULARS | Note | For the year ended 31st March 2019 | For the year ended 31st March 2018 |
|--|------|---------------------------------------|---------------------------------------|
| Revenue from Operations | | - | - |
| Other Income | | - | - |
| TOTAL REVENUE | | - | - |
| Expenses: | | | |
| Other Expenses | 8 | 1,91,676 | 1,23,852 |
| TOTAL EXPENSES | | 1,91,676 | 1,23,852 |
| Loss before tax from continuing operations | | (1,91,676) | (1,23,852) |
| Tax expense | | | |
| - Current tax | | - | - |
| - Deferred tax | | - | - |
| Loss for the year | | (1,91,676) | (1,23,852) |
| Other comprehensive income | | - | - |
| Total comprehensive loss for the period | | (1,91,676) | (1,23,852) |
| Earnings / (Loss) per equity share | | | |
| Basic and Diluted | 19 | (1.92) | (1.24) |

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For **GIANENDER & ASSOCIATES**

Chartered Accountants

Firm Regn. No. 004661N

Jeetender Kumar Gupta

Partner

Membership No. 092547



For and on behalf of the Board

J. BRIJ MOHAN REDDY

Director

DIN: 00012927

T. RAJIV REDDY

Director

DIN: 06859435

Place: New Delhi

Date: 22.05.2019

Place: Hyderabad

Date: 22.05.2019

Place: Hyderabad

Date: 22.05.2019

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Statement of Changes in Equity for the year ended 31 March 2019

In Rs.


| (a) Equity share capital | | | |
|--|----------------------------|-------------------|--------------|
| | Number | | Amount |
| Equity shares of Rs. 10 each issued, subscribed and fully paid | | | |
| At 31 March 2018 | 1,00,000 | | 10,00,000 |
| At 31 March 2019 | 1,00,000 | | 10,00,000 |
| (b) Other equity | | | |
| For the year ended 31 March 2019 | | | |
| | Securities premium account | Retained earnings | Total equity |
| As at 1 April 2018 | - | (16,67,768) | (16,67,768) |
| Loss for the period | - | (1,91,676) | (1,91,676) |
| At 31 March 2019 | - | (18,59,444) | (18,59,444) |
| For the year ended 31 March 2018 | | | |
| | Securities premium account | Retained earnings | Total equity |
| At 1 April 2017 | - | (15,43,916) | (15,43,916) |
| Loss for the period | - | (1,23,852) | (1,23,852) |
| At 31 March 2018 | - | (16,67,768) | (16,67,768) |

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

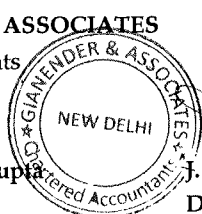
This is the Statement of Changes in Equity referred to in our report of even date.

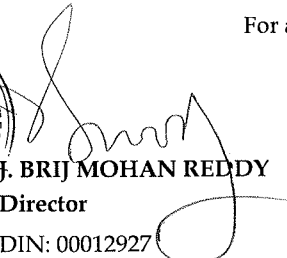
For **GIANENDER & ASSOCIATES**

Chartered Accountants


Jeetender Kumar Gupta
Partner

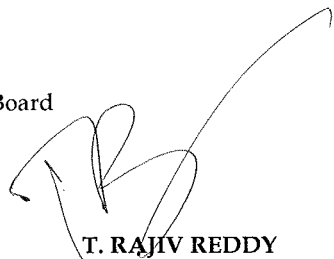
Membership No. 092547




J. BRIJ MOHAN REDDY
Director

DIN: 00012927

For and on behalf of Board


T. RAJIV REDDY
Director

DIN: 06859435

Place: New Delhi

Date: 22.05.2019

Place: Hyderabad

Date: 22.05.2019

Place: Hyderabad

Date: 22.05.2019

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Cash Flow Statement for the year ended 31st March 2019

In Rs.

| PARTICULARS | For the year ended 31.03.2019 | For the year ended 31.03.2018 |
|---|----------------------------------|----------------------------------|
| Cash Flow from Operating Activities: | | |
| Net Profit / (Loss) Before Tax | (1,91,676) | (1,23,852) |
| Operating Profit before Working Capital Changes | (1,91,676) | (1,23,852) |
| Adjustments for: | | |
| Increase / (Decrease) in other Current Liabilities | - | 3,000 |
| Cash Generated from Operations | - | 3,000 |
| Net Cash flow from Operating Activities (A) | (1,91,676) | (1,20,852) |
| Cash Flow from Investing Activities: | | |
| Purchase of Investments in Associates | - | - |
| Net Cash used in Investing Activities (B) | - | - |
| Cash Flow from Financing Activities: | | |
| Net Cash from Financing Activities (C) | - | - |
| Net Increase in Cash and Cash Equivalents (A+B+C) | (1,91,676) | (1,20,852) |
| Cash and Cash Equivalents at the beginning of the year | 2,32,821 | 3,53,673 |
| Cash and Cash Equivalents at the close of the year | 41,145 | 2,32,821 |
| Cash on hand | 40 | 240 |
| Balance with Scheduled Banks | | |
| - in Current Accounts | 41,105 | 2,32,581 |
| Total | 41,145 | 2,32,821 |

The accompanying notes are an integral part of the Financial Statements

Note:

1. The Cash Flow statement is prepared in accordance with the indirect method stated in Accounting Standard 3 issued by ICAI on Cash Flow Statements and presents Cash Flow by Operating, Investing and Financing Activities.

2. Figures in brackets represent Cash Outflows.

As per our report of even date attached

For GIANENDER & ASSOCIATES

Chartered Accountants

Firm Regn No. 004661N

Jeetender Kumar Gupta

Partner

M No: 092547

Place: New Delhi

Date: 22.05.2019



For and on behalf of the Board

(Signature)
J. BRIJ MOHAN REDDY
 Director
 DIN: 00012927
 Place: Hyderabad
 Date : 22.05.2019

(Signature)
T. RAJIV REDDY
 Director
 DIN: 06859435
 Place: Hyderabad
 Date : 22.05.2019

NOTE NO.

1. CORPORATE INFORMATION

M/s Balaji Highways Holding Private Limited is a private company domiciled in India and incorporated under the provisions of the Companies Act, 1956.

The Company was incorporated as a subsidiary of M/s DLF Home Developers Ltd. (formerly DLF Infra Holdings Ltd.) for the following purposes:

- a. To execute works as an EPC Contractor.
- b. To do all developmental activities of BOT transport projects.
- c. Development of projects and EPC operations require different set of skill and objectives. Hence, a subsidiary with specialized team to develop BOT projects has been formed.
- d. DLF/GPL will not be fully exposed to investment risks in BOT projects.
- e. BHHPL will invest in all future transport related SPVs apart from the present SPVs.
- f. This will help DLF/GPL to have better control and implementation under a single company and to expand its investments in BOT projects.
- g. This will also help BHHPL to participate in number of BOT projects, have Joint Ventures with strategic partners, and to get access to funds from Indian and Global Investors.

2. BASIS OF PREPARATION

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on accrual basis except for certain financial instruments which are measured at fair values. The Ind AS are 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 Company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliations and descriptions of the effect of the transition has been summarized in note 28. 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.

2.1 SIGNIFICANT ACCOUNTING POLICIES**a) Use of Estimates:**

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

b) Fixed Assets and Depreciation:**I. Tangible**

Tangible Fixed Assets are stated at historic cost which includes freight, installation cost, duties, taxes and other incidental expenses less accumulated depreciation.

II. Intangible Assets

Intangible assets are recognized as per the criteria specified in accordance with Indian Accounting Standards (Ind AS) 38 "Intangible Assets" as specified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Accounts) Rules, 2015 and are amortized as follows:

Carriageway representing Toll Collection Rights are obtained in consideration for rendering construction, operation and maintenance services in relation to building and maintenance of the project on Build, Operate and Transfer basis. The cost of such Carriageway comprises construction cost and other preoperative costs incurred during the implementation phase.

Such Carriageway on completion are capitalized as Intangible Asset and are amortized over the period of rights given under the Concession Agreement as they represent right to collect Toll revenue during the concession period.

III Intangible Assets under development

Intangible Asset under development includes direct and indirect expenditure incurred for the Highway project and costs incidental and related thereto.

Expenses incurred relating to the development of Highway project prior to commencement of commercial operations are included under Intangible Asset under development and after completion to be transferred to Intangible Asset.

c) Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

- i. Fee collection from users of the facility are accounted for as and when the amount is due and recovery is certain. Income from sale of smart card is recognized as and when the amount is received from the users of the cards.
- ii. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.
- iii. Dividend income is recognized when the right to receive is established.
- iv. Other items of income are accounted for as and when the right to receive arises.

d) Borrowing Costs:

Borrowing costs that are attributable to the acquisition, construction or production of qualifying asset are capitalized as part of the cost of such asset, till such time as the assets is ready for its intended use or sale. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized as an expense in the period in which they are incurred.

For the period till commercial operations date, returns arising from surplus funds inextricably linked with the project, invested intermittently, are set-off against related borrowing cost.



NOTE NO.

2.1 e) **Foreign Currency transactions:**

- a) The reporting currency of the company is the Indian Rupee.
 b) Foreign currency transactions are recorded on initial recognition in the foreign currency, using the exchange rate on the date of the transaction.
 c) At each Balance Sheet date, foreign currency monetary items are reported using the closing rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of monetary items at the closing rate are adjusted in pre-operative expenses.

f) **Investments:**

Current Investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for decline in value is made to recognize a decline other than temporary in the value of investment.

g) **Current and Non-Current Investments:**

Investments are classified as Long Term and Current Investments. Long Term Investments are carried at cost less provision for permanent diminution, if any, in the value of such investments. Current Investments are carried at lower of cost and fair value. Dividend income from companies is accounted for when the right to receive such dividend is established. Dividend income on mutual funds is accounted on receipt basis.

h) **Earnings per share:**

Basic and Diluted Earnings per Share (EPS) is reported in accordance with Accounting Standard (AS) - 20, "Earnings per Share", issued by the Institute of Chartered Accountants of India and specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. EPS is computed by dividing the net profit or loss for the year by the weighted average number of Equity Shares outstanding during the year.

i) **Provisions (Short Term and Long Term) and Contingent Liabilities:**

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if:

- The company has a present obligation as a result of a past event.
- A probable outflow of resources is expected to settle the obligation and
- The amount of the obligation can be reliably estimated.

j) **Taxes:**

Tax on income for the current year is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year, and qualified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred Tax Assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

k) **Pre-operative Expenditure:**

Incidental expenditure incurred during construction period towards "Concessionaire Asset" is capitalised on completion of construction and obtaining related COD.

l) **Depreciation**

Depreciation on assets has been provided on straight-line basis in the manner prescribed under Schedule II to the Companies Act, 2013.

3. **NON-CURRENT INVESTMENTS**

| S.No. | Particulars | As at 31.03.2019 (Rs.) | | | As at 31.03.2018 (Rs.) | | |
|-------|--|---------------------------|-----------|-------------|---------------------------|-----------|-------------|
| | | No. of shares | Par value | Amount | No. of shares | Par value | Amount |
| 1 | Other Investments Long Term unquoted shares | | | | | | |
| | Indore Dewas Tollways Ltd. | 16,660 | 10 | 1,66,600 | 16,660 | 10 | 1,66,600 |
| | HKR Roadways Ltd. | 11,93,995 | 10 | 1,19,39,950 | 11,93,995 | 10 | 1,19,39,950 |
| | Total | 12,10,655 | | 1,21,06,550 | 12,10,655 | | 1,21,06,550 |

4. **CASH AND CASH EQUIVALENTS**

| S.No. | Particulars | As at 31.03.2019 (Rs.) | As at 31.03.2018 (Rs.) |
|-------|--|---------------------------|---------------------------|
| 1 | Balances with scheduled banks - in Current Accounts | 41,105 | 2,32,581 |
| 2 | Cash on hand | 40 | 240 |
| | Total | 41,145 | 2,32,821 |



NOTE NO.

5 a. SHARE CAPITAL

| Particulars | As at 31.03.2019 | | As at 31.03.2018 | |
|---|------------------|-------------|------------------|-------------|
| | No. | (Rs.) | No. | (Rs.) |
| Authorized Equity Shares of `10 each | 10,00,000 | 1,00,00,000 | 10,00,000 | 1,00,00,000 |
| Issued, subscribed and fully paid-up Equity Shares of `10 each | 1,00,000 | 10,00,000 | 1,00,000 | 10,00,000 |

5 b. Reconciliation of equity shares outstanding at the beginning and end of the reporting period

| Particulars | As at 31.03.2019 | | As at 31.03.2018 | |
|--------------------------------|------------------|-----------|------------------|-----------|
| | No. | (Rs.) | No. | (Rs.) |
| At the beginning of the year | 1,00,000 | 10,00,000 | 1,00,000 | 10,00,000 |
| Issued during the year | - | - | - | - |
| Balance at the end of the year | 1,00,000 | 10,00,000 | 1,00,000 | 10,00,000 |

c. Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of `10 per share. Each holder of equity shares is entitled to one vote per share. The Board of Directors of the Company has not declared any dividend for the year.

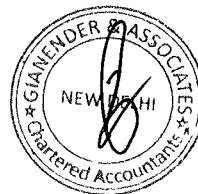
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d. Shares held by the holding Company and the Ultimate Holding Company:

| Particulars | No. of shares as at 31.03.2019 (Rs.) | No. of shares as at 31.03.2018 (Rs.) |
|---|---|---|
| DLF Home Developers Ltd. - Holding Company | 51,000 | 51,000 |

e. Shares in the Company held by each shareholder holding more than 5% of shares

| S.No | Particulars | As at 31.03.2019 | | As at 31.03.2018 | |
|------|--------------------------|------------------|--------------|------------------|--------------|
| | | No. of Shares | % of Holding | No. of Shares | % of Holding |
| 1 | DLF Home Developers Ltd. | 51,000 | 51% | 51,000 | 51% |
| 2 | Gayatri Higways Ltd. | 49,000 | 49% | 49,000 | 49% |



6. Other equity**Retained earnings**

| S.No | Particulars | As at 31.03.2019 (Rs.) | As at 31.03.2018 (Rs.) |
|------|---|---------------------------|---------------------------|
| 1 | Balance as per last Financial Statements | (16,67,768) | (15,43,916) |
| 2 | Add/(Less): Surplus/(Deficit) for the year | (1,91,676) | (1,23,852) |
| 3 | Balance at the end of the year | (18,59,444) | (16,67,768) |

7. Other current liabilities

| S.No. | Particulars | As at 31.03.2019 (Rs.) | As at 31.03.2018 (Rs.) |
|-------|--|---------------------------|---------------------------|
| 1 | Tax deducted at source payable | 4,000 | 4,000 |
| 2 | Gayatri Infra Ventures Ltd. | 10,69,164 | 10,69,164 |
| 3 | Megha Engineering & Infrastructures Ltd. | 59,69,975 | 59,69,975 |
| 4 | Gayatri Projects Ltd. | 58,50,000 | 58,50,000 |
| 5 | Audit Fee payable | 1,14,000 | 1,14,000 |
| | Total | 1,30,07,139 | 1,30,07,139 |

8. OTHER EXPENSES

| S.No | Particulars | For the year ended 31.03.2019 (Rs.) | For the Year ended 31.03.2018 (Rs.) |
|------|-------------------------------|--|--|
| 1 | Audit Fee | 1,18,000 | 1,18,000 |
| 2 | Legal & Professional charges | 70,350 | 4,500 |
| 3 | Other administrative expenses | 3,326 | 1,352 |
| | Total | 1,91,676 | 1,23,852 |

9. CONTINGENT LIABILITIES AND COMMITMENTS:

- i. **Contingent Liabilities:** ` Nil (Previous Year ` Nil)
- ii. **Commitments:** ` Nil (Previous Year ` Nil)

10. Deferred Tax Asset has not been recognized on carried forward losses as there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such Deferred Tax Asset can be realized.
11. As per the information available with the Company, there are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2018.
12. The Payment of Gratuity Act, 1972 and Employees Provident fund and Miscellaneous Provisions Act, 1952 are not applicable to the Company. The Company has no policy of encashment of leaves. Accordingly, no provision has been made in respect of employee benefits in terms of AS-15 "Employee Benefits".



NOTE NO.

In Rs.

13 Breakup of financial assets and financial liabilities carried at amortized cost

| | As at | |
|------------------------------|--------------------|--------------------|
| | 31 March 2019 | 31 March 2018 |
| Financial assets | | |
| Cash and cash equivalents | 41,145 | 2,32,821 |
| Total | <u>41,145</u> | <u>2,32,821</u> |
| Financial liabilities | | |
| Other financial liabilities | 1,30,07,139 | 1,30,07,139 |
| Total | <u>1,30,07,139</u> | <u>1,30,07,139</u> |

The carrying amount of current financial assets and current trade and other payables measured at amortised cost are considered to be the same as their fair values, due to their short term nature.

The carrying value of Rupee Term Loan and Loan from Related Party approximate fair value as the instruments are at prevailing market rate.

14 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures and the disclosure 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.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

15 Fair Values

The management assessed that cash and cash equivalents, trade receivables, current loans, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments or as they carry market rate of interest.



NOTE NO.**16 Financial risk management objectives and policies**

The company's activities expose it to variety of financial risks : market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established a risk management policy to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Board of Directors oversee compliance with the Company's risk management policies and procedures, and reviews the risk management framework.

a) Market Risk

The Company's activities expose it primarily to the financial risks of changes in interest rates. There has been no change to the company's exposure to market risks or the manner in which these risks are managed and measured.

b) Interest rate risk

The company is exposed to interest rate risk because it borrows funds primarily at floating interest rates. However, the interest rates are dependant on base rates/prime lending rates of the lead bank which are not expected to chage very frequently and the estimate of the management is that these will not have significant upward trend.

c) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The Company has adopted a policy of only dealing creditworthy counterparties. The management believes that the credit risk is negligible since its mail receivable is from the grantors of the concession which is Government Authority.

d) Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

17 The Company did not commence commercial operations during the current year. Hence, there are no separate reportable segments (Business & / or Geographical) in accordance with the requirements of Accounting Standard-17 "Segment Reporting".



NOTE NO.

Amount in(Rs.)

18. Related Party Disclosures:

- i. List of Related parties
 - a. DLF Home Developers Ltd. - Holding Company
 - b. Gayatri Highways Ltd. - Company having Substantial Interest
- ii. Key Management personnel
 - a. J. Brij Mohan Reddy - Director
 - b. T. Rajiv Reddy - Director
- iii. Relatives of Key Management personnel
 - a. T. Subbarami Reddy
 - b. T. Indira Reddy
 - c. T.V.Sandeep Kumar Reddy
- iv. List of Enterprises in which Key Management personnel and /or their relatives have significant influence
 - a. Gayatri Projects Ltd.
 - b. Gayatri Jhansi Roadways Ltd.
 - c. Gayatri Lalitpur Roadways Ltd.
 - d. Hyderabad Expressways Ltd.
 - e. Cyberabad Expressways Ltd.
 - f. Deep Corporation Pvt. Ltd.
- v. Details of transactions with related parties and balances as at 31st March 2019:

| S. No. | Particulars | Transactions | | Balances (Rs.) | |
|--------|---------------------------|-----------------|---------------------------------------|-------------------|---------------------------------------|
| | | Holding Company | Companies having Substantial Interest | Holding Company | Companies having Substantial Interest |
| 1 | Equity Share Capital | - | - | 5,10,000 | 4,89,950 |
| | | (-) | (-) | (5,10,000) | (4,89,950) |
| 2 | Other current liabilities | - | - | - | 58,50,000 |
| | | (-) | (-) | (-) | (58,50,000) |
| | Total | | | 5,10,000 | 63,39,950 |
| | | | | (5,10,000) | (63,39,950) |

Figures in brackets relate to previous year.



19. EARNINGS PER SHARE

Basic and Diluted earnings per share are calculated as per Accounting Standard 20 "Earnings per Share" issued by the Institute of Chartered Accountants of India.

| S. No. | Particulars | For the year ended 31.03.2019 (Rs.) | For the year ended 31.03.2018 (Rs.) |
|--------|---|--|--|
| 1 | Net Profit/(Loss) after tax attributable to Equity shareholders :: A (Rs.) | (1,91,676) | (1,23,852) |
| 2 | Weighted Average number of Equity Shares outstanding :: B | 1,00,000 | 1,00,000 |
| 3 | Basic and Diluted Earnings (Loss) per share :: A / B (Rs.) | (1.92) | (1.24) |


20. REMUNERATION PAID TO AUDITORS (including Service tax):

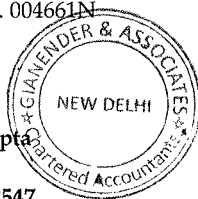
| S. No. | Particulars | For the year ended 31.03.2019 (Rs.) | For the year ended 31.03.2018 (Rs.) |
|--------|---------------------|--|--|
| 1 | For Statutory Audit | 1,18,000 | 1,18,000 |
| 2 | For Other Services | - | - |
| | Total | 1,18,000 | 1,18,000 |

21. Earnings and Expenditure in Foreign Currency: Rs.Nil (Previous Year Rs. Nil)
22. C.I.F value of imports: Rs.Nil (Previous Year Rs.Nil)
23. In the opinion of the Board, assets other than fixed assets and non-current investments have a value in the ordinary course of business at least equal to the amount at which they are stated.

For GIANENDER & ASSOCIATES
Chartered Accountants


Firm Registration No. 004661N


Jeetender Kumar Gupta
Partner
Membership No. 092547



Place: New Delhi
Date: 22.05.2019

For and on behalf of the Board


J. BRIJ MOHAN REDDY
Director
DIN: 00012927

Place: Hyderabad
Date: 22.05.2019


T. RAJIV REDDY
Director
DIN: 06859435

Place: Hyderabad
Date: 22.05.2019

INDEPENDENT AUDITOR'S REPORT

To the Members of
Balaji Highways Holdings Private Limited

Report on the audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the Consolidated Ind AS financial statements of **Balaji Highways Holdings Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information for the year ended on that date.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, changes in equity and its cash flows 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 Consolidated Ind AS 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 Consolidated Ind AS 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.

Information Other than the Ind AS Financial Statements and Auditor's Report Thereon

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 Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Responsibility of Management and Those Charged with Governance for the Consolidated Ind AS 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 Consolidated Ind AS 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 Indian 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 Consolidated Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

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

Auditor's Responsibilities for the Audit of the Consolidated Ind AS 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 it 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting



and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

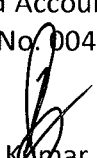
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent 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, the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Consolidated Ind AS 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) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The company does not have any pending litigations which would impact its financial position except those disclosed in 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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




Jeetender Kumar Gupta
(Partner)
(M No. 092547)

Place: New Delhi
Date : 22 May 2019

Annexure 'A' to the Independent Auditor's Report of Balaji Highways Holdings Private Limited for the Year ended as on 31st March 2019

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


- i. a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
b. The Fixed Assets have been physically verified by the Management at regular Intervals and no material discrepancies were noticed on such verification.
c. The company has no immovable property hence paragraph 3(i)(c) of the Order is not applicable to the company.
- ii. As the company is engaged in the business of infrastructure development, operations and its maintenance and there is no inventory in hand at any point of time, hence paragraph 3(ii) of the Order is not applicable to the company.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, limited liabilities partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, reporting under clause (a) to (c) of Para 3(iii) are not applicable
- iv. The Company has not entered into any transaction in respect of loans, investments, guarantee and securities, which attracts compliance to the provisions of the sections 185 and 186 of the Companies Act, 2013. Therefore the paragraph 3(iv) of the Order is not applicable to the company.
- v. The Company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the Company.
- vi. The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. Hence, this para is not applicable to the company.
- vii. a. According to the information and explanations given to us and on the basis of our examination of the books of accounts, the company has been generally regular in depositing undisputed statutory dues including provident fund, employee state insurance, income tax, service tax, value added tax, cess and other statutory dues during the year with the appropriate authorities. As on 31st March 2019, there are no undisputed statutory dues payables for period exceeding for a period more than six month from the date they become payable .



- b. According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues which have not been deposited on account of dispute.
- viii. The company has not taken term loans from various banks and a financial institution
- ix. The Company has not raised any money raised by way of public offer or further public offer, hence this para is not applicable.
- x. According to the information and explanation given to us by the management which have been relied by us, there were no frauds on or by the company noticed or reported during the period under audit.
- xi. The company has not paid managerial remuneration, hence paragraph 3(xi) of the order is not applicable to the company.
- xii. The Company is not a Nidhi Company and hence clause 3 (xii) of the Companies (Auditor's Report) Order 2016 is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Consolidated Ind AS financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on 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.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

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




Jeetender Kumar Gupta
(Partner)
(M No. 092547)

Place: New Delhi
Date : 22 May 2019

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT
(Referred to in our Report of even date)

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

We have audited the internal financial controls over financial reporting of **Balaji Highways Holdings Private Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the Consolidated Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error.

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



Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting


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

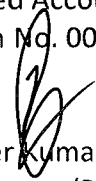
Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Date : 22 May 2019

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




Jeetender Kumar Gupta
(Partner)
(M No. 092547)

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Consolidated Balance Sheet as at 31st March 2019

In Rs.

| | Note | As at 31.03.2019 | As at 31.03.2018 |
|-------------------------------------|------|----------------------|----------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Financial assets | | | |
| Investments | 5 | - | - |
| CURRENT ASSETS | | | |
| Cash and Cash equivalents | 6 | 41,145 | 2,32,821 |
| Total assets | | 41,145 | 2,32,821 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity Share Capital | 7 | 10,00,000 | 10,00,000 |
| Other equity | 8 | (1,39,65,994) | (1,37,74,318) |
| Total Equity | | (1,29,65,994) | (1,27,74,318) |
| CURRENT LIABILITIES | | | |
| Other current liabilities | 9 | 1,30,07,139 | 1,30,07,139 |
| Total equity and liabilities | | 41,145 | 2,32,821 |

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For GIANENDER & ASSOCIATES

Chartered Accountants

Firm Regn No. 004661N

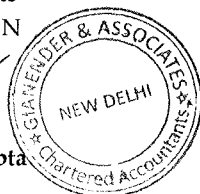
Jeetender Kumar Gupta

Partner

Membership No. 092547

Place: New Delhi

Date: 22.05.2019



For and on behalf of the Board

J. BRIJ MOHAN REDDY

Director

DIN: 00012927

Place: Hyderabad

Date: 22.05.2019

T. RAJIV REDDY

Director

DIN: 06859435

Place: Hyderabad

Date: 22.05.2019

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Consolidated Statement of Profit and Loss for the year ended 31st March 2019

In Rs.

| PARTICULARS | Note | For the year ended 31st March 2019 | For the year ended 31st March 2018 |
|---|------|---------------------------------------|---------------------------------------|
| Revenue from Operations | | - | - |
| Other Income | | - | - |
| TOTAL REVENUE | | - | - |
| Expenses: | | | |
| Other Expenses | 10 | 1,91,676 | 1,23,852 |
| TOTAL EXPENSES | | 1,91,676 | 1,23,852 |
| Loss before tax from continuing operations | | (1,91,676) | (1,23,852) |
| Tax expense | | | |
| - Current tax | | - | - |
| - Deferred tax | | - | - |
| Loss for the year | | (1,91,676) | (1,23,852) |
| Other comprehensive income | | - | - |
| Total comprehensive loss for the period | | (1,91,676) | (1,23,852) |
| Earnings / (Loss) per equity share | | | |
| Basic and Diluted | | (1.92) | (1.24) |

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For GIANENDER & ASSOCIATES

Chartered Accountants

Firm Regn. No. 004661N

Jeetender Kumar Gupta

Partner

Membership No. 092547



For and on behalf of the Board

J. BRIJ MOHAN REDDY

Director

DIN: 00012927

T. RAJIV REDDY

Director

DIN: 06859435

Place: New Delhi

Date: 22.05.2019

Place: Hyderabad

Date: 22.05.2019


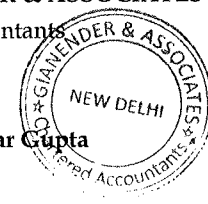
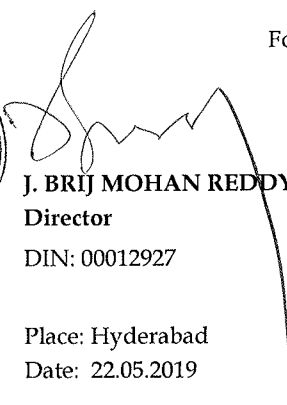
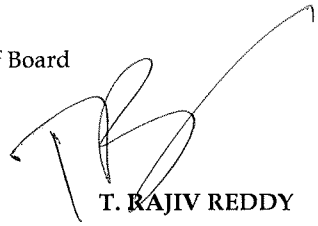
Place: Hyderabad

Date: 22.05.2019

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Consolidated Statement of Changes in Equity for the year ended 31 March 2019

In Rs.

| (a) Equity share capital | | | |
|---|---|---|---|
| | Number | Amount | |
| Equity shares of Rs. 10 each issued, subscribed and fully paid | | | |
| At 31 March 2018 | 1,00,000 | 10,00,000 | |
| At 31 March 2019 | 1,00,000 | 10,00,000 | |
| (b) Other equity | | | |
| For the year ended 31 March 2019 | | | |
| | Securities premium account | Retained earnings | Total equity |
| As at 1 April 2018 | - | (16,67,768) | (16,67,768) |
| Loss for the year | - | (1,91,676) | (1,91,676) |
| At 31 March 2019 | - | (18,59,444) | (18,59,444) |
| For the year ended 31 March 2018 | | | |
| | Securities premium account | Retained earnings | Total equity |
| At 1 April 2017 | - | (15,43,916) | (15,43,916) |
| Loss for the year | - | (1,23,852) | (1,23,852) |
| At 31 March 2018 | - | (16,67,768) | (16,67,768) |
| The accompanying notes form an integral part of the financial statements. | | | |
| This is the Statement of Changes in Equity referred to in our report of even date. | | | |
| For GIANENDER & ASSOCIATES Chartered Accountants | | For and on behalf of Board | |
|  |  |  |  |
| Jeetender Kumar Gupta Partner Membership No. 092547 | | J. BRIJ MOHAN REDDY Director DIN: 00012927 | T. RAJIV REDDY Director DIN: 06859435 |
| Place: New Delhi Date: 22.05.2019 | | Place: Hyderabad Date: 22.05.2019 | Place: Hyderabad Date: 22.05.2019 |

BALAJI HIGHWAYS HOLDING PRIVATE LIMITED

Consolidated Cash Flow Statement for the year ended 31st March 2019

In Rs.

| PARTICULARS | For the year ended 31.03.2019 | For the year ended 31.03.2018 |
|---|----------------------------------|----------------------------------|
| Cash Flow from Operating Activities: | | |
| Net Profit / (Loss) Before Tax | (1,91,676) | (1,23,852) |
| Operating Profit before Working Capital Changes | (1,91,676) | (1,23,852) |
| Adjustments for: | | |
| Increase / (Decrease) in other Current Liabilities | - | 3,000 |
| Cash Generated from Operations | - | 3,000 |
| Net Cash flow from Operating Activities (A) | (1,91,676) | (1,20,852) |
| Cash Flow from Investing Activities: | | |
| Purchase of Investments in Associates | - | - |
| Net Cash used in Investing Activities (B) | - | - |
| Cash Flow from Financing Activities: | | |
| Net Cash from Financing Activities (C) | - | - |
| Net Increase in Cash and Cash Equivalents (A+B+C) | (1,91,676) | (1,20,852) |
| Cash and Cash Equivalents at the beginning of the year | 2,32,821 | 3,53,673 |
| Cash and Cash Equivalents at the close of the year | 41,145 | 2,32,821 |
| Cash on hand | 40 | 240 |
| Balance with Scheduled Banks | | |
| - in Current Accounts | 41,105 | 2,32,581 |
| Total | 41,145 | 2,32,821 |

The accompanying notes are an integral part of the Financial Statements

Note:

1. The Cash Flow statement is prepared in accordance with the indirect method stated in Accounting Standard 3 issued by ICAI on Cash Flow Statements and presents Cash Flow by Operating, Investing and Financing Activities.

2. Figures in brackets represent Cash Outflows.

As per our report of even date attached

For GIANENDER & ASSOCIATES

Chartered Accountants

Firm Regn No. 004661N

Jeetender Kumar Gupta

Partner

M No: 092547

Place: New Delhi

Date: 22.05.2019



For and on behalf of the Board

J. BRIJ MOHAN REDDY

Director

DIN: 00012927

Place: Hyderabad

Date : 22.05.2019

T. RAJIV REDDY

Director

DIN: 06859435

Place: Hyderabad

Date : 22.05.2019

NOTE NO.**1. CORPORATE INFORMATION**

M/s Balaji Highways Holding Private Limited is a private company domiciled in India and incorporated under the provisions of the Companies Act, 1956.

The Company was incorporated as a subsidiary of M/s DLF Home Developers Ltd. (formerly DLF Infra Holdings Ltd.) for the following purposes:

- a. To execute works as an EPC Contractor.
- b. To do all developmental activities of BOT transport projects.
- c. Development of projects and EPC operations require different set of skill and objectives. Hence, a subsidiary with specialized team to develop BOT projects has been formed.
- d. DLF/GPL will not be fully exposed to investment risks in BOT projects.
- e. BHHPL will invest in all future transport related SPVs apart from the present SPVs.
- f. This will help DLF/GPL to have better control and implementation under a single company and to expand its investments in BOT projects.
- g. This will also help BHHPL to participate in number of BOT projects, have Joint Ventures with strategic partners, and to get access to funds from Indian and Global Investors.

2. Investment in associate and Joint Ventures

Investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the share of net assets of the associate or joint venture since the acquisition date. The statement of profit and loss reflects the share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Company and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Company's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Company measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss

3. List of associates consolidated

The following entities, incorporated in India, have been considered for the purpose of preparation of consolidated financial statement:

| Name of Associates | Interest in joint control as on | |
|---------------------------|---------------------------------|-------------|
| | 31st Mar 19 | 31st Mar 18 |
| HKR Roadways Limited | 25.72% | 25.72% |
| Indore Dewas Tollways Ltd | 33.32% | 33.32% |

4. SIGNIFICANT ACCOUNTING POLICIES**a) Use of Estimates:**

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

b) Fixed Assets and Depreciation:**I. Tangible**

Tangible Fixed Assets are stated at historic cost which includes freight, installation cost, duties, taxes and other incidental expenses less accumulated depreciation.

II. Intangible Assets

Intangible assets are recognized as per the criteria specified in accordance with Indian Accounting Standards (Ind AS) 38 "Intangible Assets" as specified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Accounts) Rules, 2015 and are amortized as follows:

Carriageway representing Toll Collection Rights are obtained in consideration for rendering construction, operation and maintenance services in relation to building and maintenance of the project on Build, Operate and Transfer basis. The cost of such Carriageway comprises construction cost and other preoperative costs incurred during the implementation phase.

Such Carriageway on completion are capitalized as Intangible Asset and are amortized over the period of rights given under the Concession Agreement as they represent right to collect Toll revenue during the concession period.



III Intangible Assets under development

Intangible Asset under development includes direct and indirect expenditure incurred for the Highway project and costs incidental and related thereto.

Expenses incurred relating to the development of Highway project prior to commencement of commercial operations are included under Intangible Asset under development and after completion to be transferred to Intangible Asset.

c) Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

- i. Fee collection from users of the facility are accounted for as and when the amount is due and recovery is certain. Income from sale of smart card is recognized as and when the amount is received from the users of the cards.
- ii. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.
- iii. Dividend income is recognized when the right to receive is established.
- iv. Other items of income are accounted for as and when the right to receive arises.

d) Borrowing Costs:

Borrowing costs that are attributable to the acquisition, construction or production of qualifying asset are capitalized as part of the cost of such asset, till such time as the assets is ready for its intended use or sale. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized as an expense in the period in which they are incurred.

For the period till commercial operations date, returns arising from surplus funds inextricably linked with the project, invested intermittently, are set-off against related borrowing cost.

4 e) Foreign Currency transactions:

a) The reporting currency of the company is the Indian Rupee.

b) Foreign currency transactions are recorded on initial recognition in the foreign currency, using the exchange rate on the date of the transaction.

c) At each Balance Sheet date, foreign currency monetary items are reported using the closing rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of monetary items at the closing rate are adjusted in pre-operative expenses.

f) Investments:

Current Investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for decline in value is made to recognize a decline other than temporary in the value of investment.

g) Current and Non-Current Investments:

Investments are classified as Long Term and Current Investments. Long Term Investments are carried at cost less provision for permanent diminution, if any, in the value of such investments. Current Investments are carried at lower of cost and fair value. Dividend income from companies is accounted for when the right to receive such dividend is established. Dividend income on mutual funds is accounted on receipt basis.

h) Earnings per share:

Basic and Diluted Earnings per Share (EPS) is reported in accordance with Accounting Standard (AS) - 20, "Earnings per Share", issued by the Institute of Chartered Accountants of India and specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. EPS is computed by dividing the net profit or loss for the year by the weighted average number of Equity Shares outstanding during the year.



NOTE NO.

i) **Provisions (Short Term and Long Term) and Contingent Liabilities:**

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if:

- i. The company has a present obligation as a result of a past event.
- ii. A probable outflow of resources is expected to settle the obligation and
- iii. The amount of the obligation can be reliably estimated.

j) **Taxes:**

Tax on income for the current year is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year, and qualified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred Tax Assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

k) **Pre-operative Expenditure:**

Incidental expenditure incurred during construction period towards "Concessionaire Asset" is capitalised on completion of construction and obtaining related COD.

l) **Depreciation**

Depreciation on assets has been provided on straight-line basis in the manner prescribed under Schedule II to the Companies Act, 2013.

5. **NON-CURRENT INVESTMENTS**

| S.No. | Particulars | As at 31.03.2019 (Rs.) | | | As at 31.03.2018 (Rs.) | | |
|-------|----------------------------------|---------------------------|-----------|---------------|---------------------------|-----------|---------------|
| | | No. of shares | Par value | Amount | No. of shares | Par value | Amount |
| 1 | Other Investments | | | | | | |
| | Long Term unquoted shares | | | | | | |
| | Indore Dewas Tollways Ltd. | 16,660 | 10 | 1,66,600 | 16,660 | 10 | 1,66,600 |
| | Accumulated Profit/(Loss) | | | (1,66,600) | | | (1,66,600) |
| | Net Value | | | - | | | - |
| | HKR Roadways Ltd. | 11,93,995 | 10 | 1,19,39,950 | 11,93,995 | 10 | 1,19,39,950 |
| | Accumulated Profit/(Loss) | | | (1,19,39,950) | | | (1,19,39,950) |
| | Net Value | | | - | | | - |
| | Total | 12,10,655 | | - | 12,10,655 | | - |

6. **CASH AND CASH EQUIVALENTS**

| S.No. | Particulars | As at 31.03.2019 (Rs.) | As at 31.03.2018 (Rs.) |
|-------|--|---------------------------|---------------------------|
| 1 | Balances with scheduled banks - in Current Accounts | 41,105 | 2,32,581 |
| 2 | Cash on hand | 40 | 240 |
| | Total | 41,145 | 2,32,821 |

7. **SHARE CAPITAL**

| a. | Particulars | As at 31.03.2019 | | As at 31.03.2018 | |
|----|---|------------------|-------------|------------------|-------------|
| | | No. | (Rs.) | No. | (Rs.) |
| | Authorized | | | | |
| | Equity Shares of Rs.10 each | 10,00,000 | 1,00,00,000 | 10,00,000 | 1,00,00,000 |
| | Issued, subscribed and fully paid-up | | | | |
| | Equity Shares of Rs.10 each | 1,00,000 | 10,00,000 | 1,00,000 | 10,00,000 |



NOTE NO.

7 b. Reconciliation of equity shares outstanding at the beginning and end of the reporting period

| Particulars | As at 31.03.2019 | | As at 31.03.2018 | |
|--------------------------------|------------------|-----------|------------------|-----------|
| | No. | Rs. | No. | Rs. |
| At the beginning of the year | 1,00,000 | 10,00,000 | 1,00,000 | 10,00,000 |
| Issued during the year | - | - | - | - |
| Balance at the end of the year | 1,00,000 | 10,00,000 | 1,00,000 | 10,00,000 |

c. Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of `10 per share. Each holder of equity shares is entitled to one vote per share. The Board of Directors of the Company has not declared any dividend for the year.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d. Shares held by the holding Company and the Ultimate Holding Company:

| Particulars | No. of shares as at 31.03.2019 (Rs.) | No. of shares as at 31.03.2018 (Rs.) |
|--|--------------------------------------|--------------------------------------|
| DLF Home Developers Ltd. - Holding Company | 51,000 | 51,000 |

e. Shares in the Company held by each shareholder holding more than 5% of shares

| S.No | Particulars | As at 31.03.2019 | | As at 31.03.2018 | |
|------|--------------------------|------------------|--------------|------------------|--------------|
| | | No. of Shares | % of Holding | No. of Shares | % of Holding |
| 1 | DLF Home Developers Ltd. | 51,000 | 51% | 51,000 | 51% |
| 2 | Gayatri Higways Ltd. | 49,000 | 49% | 49,000 | 49% |

8. Other equity

Retained earnings

| S.No | Particulars | As at 31.03.2019 (Rs.) | As at 31.03.2018 (Rs.) |
|------|---|------------------------|------------------------|
| 1 | Balance as per last Financial Statements | (1,37,74,318) | (1,36,50,466) |
| 2 | Add/(Less): Surplus/(Deficit) for the year | (1,91,676) | (1,23,852) |
| 3 | Balance at the end of the year | (1,39,65,994) | (1,37,74,318) |



9. Other current liabilities

| S.No. | Particulars | As at 31.03.2019 (Rs.) | As at 31.03.2018 (Rs.) |
|-------|--|---------------------------|---------------------------|
| 1 | Tax deducted at source payable | 4,000 | 4,000 |
| 2 | Gayatri Infra Ventures Ltd. | 10,69,164 | 10,69,164 |
| 3 | Megha Engineering & Infrastructures Ltd. | 59,69,975 | 59,69,975 |
| 4 | Gayatri Projects Ltd. | 58,50,000 | 58,50,000 |
| 5 | Audit Fee payable | 1,14,000 | 1,14,000 |
| | Total | 1,30,07,139 | 1,30,07,139 |

10. OTHER EXPENSES

| S.No | Particulars | For the year ended 31.03.2019 (Rs.) | For the Year ended 31.03.2018 (Rs.) |
|------|-------------------------------|--|--|
| 1 | Audit Fee | 1,18,000 | 1,18,000 |
| 2 | Legal & Professional charges | 70,350 | 4,500 |
| 3 | Other administrative expenses | 3,326 | 1,352 |
| | Total | 1,91,676 | 1,23,852 |

11. CONTINGENT LIABILITIES AND COMMITMENTS:

- i. **Contingent Liabilities:** Rs. Nil (Previous Year Rs.Nil)
 - ii. **Commitments:** Rs.Nil (Previous Year Rs.Nil)
12. Deferred Tax Asset has not been recognized on carried forward losses as there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such Deferred Tax Asset can be realized.
13. As per the information available with the Company, there are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2019.
14. The Payment of Gratuity Act, 1972 and Employees Provident fund and Miscellaneous Provisions Act, 1952 are not applicable to the Company. The Company has no policy of encashment of leaves. Accordingly, no provision has been made in respect of employee benefits in terms of AS-15 "Employee Benefits".



In Rs.

NOTE NO.

15 Breakup of financial assets and financial liabilities carried at amortized cost

| | As at | |
|------------------------------|--------------------|--------------------|
| | 31 March 2019 | 31 March 2018 |
| Financial assets | | |
| Cash and cash equivalents | 41,145 | 2,32,821 |
| Total | <u>41,145</u> | <u>2,32,821</u> |
| Financial liabilities | | |
| Other financial liabilities | 1,30,07,139 | 1,30,07,139 |
| Total | <u>1,30,07,139</u> | <u>1,30,07,139</u> |

The carrying amount of current financial assets and current trade and other payables measured at amortised cost are considered to be the same as their fair values, due to their short term nature.

The carrying value of Rupee Term Loan and Loan from Related Party approximate fair value as the instruments are at prevailing market rate.

16 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures and the disclosure 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.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

17 Fair Values

The management assessed that cash and cash equivalents, trade receivables, current loans, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments or as they carry market rate of interest.



NOTE NO.

18 Financial risk management objectives and policies

The company's activities expose it to variety of financial risks : market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established a risk management policy to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Board of Directors oversee compliance with the Company's risk management policies and procedures, and reviews the risk management framework.

a) Market Risk

The Company's activities expose it primarily to the financial risks of changes in interest rates. There has been no change to the company's exposure to market risks or the manner in which these risks are managed and measured.

b) Interest rate risk

The company is exposed to interest rate risk because it borrows funds primarily at floating interest rates. However, the interest rates are dependant on base rates/prime lending rates of the lead bank which are not expected to chage very frequently and the estimate of the management is that these will not have significant upward trend.

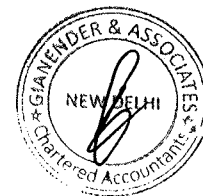
c) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The Company has adopted a policy of only dealing creditworthy counterparties. The management believes that the credit risk is negligible since its mail receivable is from the grantors of the concession which is Government Authority.

d) Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

19 The Company did not commence commercial operations during the current year. Hence, there are no separate reportable segments (Business & / or Geographical) in accordance with the requirements of Accounting Standard-17 "Segment Reporting".



NOTE NO.

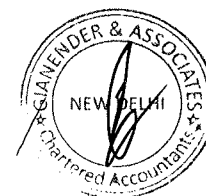
Amount in(Rs.)

20. Related Party Disclosures:

- i. List of Related parties
 - a. DLF Home Developers Ltd. - Holding Company
 - b. Gayatri Highways Ltd. - Company having Substantial Interest
- ii. Key Management personnel
 - a. J. Brij Mohan Reddy - Director
 - b. T. Rajiv Reddy - Director
- iii. Relatives of Key Management personnel
 - a. T. Subbarami Reddy
 - b. T. Indira Reddy
 - c. T.V.Sandeep Kumar Reddy
- iv. List of Enterprises in which Key Management personnel and /or their relatives have significant influence
 - a. Gayatri Projects Ltd.
 - b. Gayatri Jhansi Roadways Ltd.
 - c. Gayatri Lalitpur Roadways Ltd.
 - d. Hyderabad Expressways Ltd.
 - e. Cyberabad Expressways Ltd.
 - f. Deep Corporation Pvt. Ltd.
- v. Details of transactions with related parties and balances as at 31st March 2019:

| S. No. | Particulars | Transactions | | Balances (Rs.) | |
|--------|---------------------------|-----------------|---------------------------------------|-------------------|---------------------------------------|
| | | Holding Company | Companies having Substantial Interest | Holding Company | Companies having Substantial Interest |
| 1 | Equity Share Capital | - | - | 5,10,000 | 4,89,950 |
| | | (-) | (-) | (5,10,000) | (4,89,950) |
| 2 | Other current liabilities | - | - | - | 58,50,000 |
| | | (-) | (-) | (-) | (58,50,000) |
| | Total | | | 5,10,000 | 63,39,950 |
| | | | | (5,10,000) | (63,39,950) |

Figures in brackets relate to previous year.



21. EARNINGS PER SHARE

Basic and Diluted earnings per share are calculated as per Accounting Standard 20 "Earnings per Share" issued by the Institute of Chartered Accountants of India.

| S. No. | Particulars | For the year ended 31.03.2019 (Rs.) | For the year ended 31.03.2018 (Rs.) |
|--------|---|--|--|
| 1 | Net Profit/(Loss) after tax attributable to Equity shareholders :: A (Rs.) | (1,91,676) | (1,23,852) |
| 2 | Weighted Average number of Equity Shares outstanding :: B | 1,00,000 | 1,00,000 |
| 3 | Basic and Diluted Earnings (Loss) per share :: A / B (Rs) | (1.92) | (1.24) |

22. REMUNERATION PAID TO AUDITORS (including Service tax):


| S. No. | Particulars | For the year ended 31.03.2019 (Rs.) | For the year ended 31.03.2018 (Rs.) |
|--------|---------------------|--|--|
| 1 | For Statutory Audit | 1,18,000 | 1,18,000 |
| 2 | For Other Services | - | - |
| | Total | 1,18,000 | 1,18,000 |

23. Earnings and Expenditure in Foreign Currency: Rs.Nil (Previous Year Rs.Nil)

24. C.I.F value of imports: Rs. Nil (Previous Year Rs. Nil)

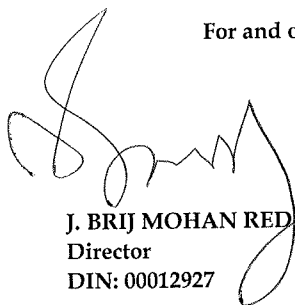
25. In the opinion of the Board, assets other than fixed assets and non-current investments have a value in the ordinary course of business at least equal to the amount at which they are stated.

For GIANENDER & ASSOCIATES
Chartered Accountants
Firm Registration No. 0046617


Jeetender Kumar Gupta
Partner
Membership No. 092547



For and on behalf of the Board


J. BRIJ MOHAN REDDY
Director
DIN: 00012927


T. RAJIV REDDY
Director
DIN: 06859435

Place: New Delhi
Date: 22.05.2019

Place: Hyderabad
Date: 22.05.2019

Place: Hyderabad
Date: 22.05.2019