



GAYATRI JHANSI ROADWAYS LIMITED



"Infrastructure is the life line of an economy and we add our bit to it"

12th ANNUAL REPORT 2017-18

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. J. Brij Mohan Reddy	Director
Mr. Sachin Johri	Nominee Director, IDFC
Mr. M.V. Narasimha Rao	Independent Director
Mr. Bajrang Lal Gupta	Independent Director

MANAGER

Mr. Ramasankara Rao

COMPANY SECRETARY

Mr. P. Raj Kumar (Resigned w.e.f 31.01.2018)

CHIEF FINANCIAL OFFICER

Mr. K. Naga Raju

AUDITORS

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

AUDIT COMMITTEE

Mr. M.V. Narasimha Rao	- Chairman
Mr. Bajrang Lal Gupta	- Member
Mr. Sachin Johri	- Member

NOMINATION & REMUNERATION COMMITTEE

Mr. M.V. Narasimha Rao	- Chairman
Mr. J. Brij Mohan Reddy	- Member
Mr. Bajrang Lal Gupta	- Member

BANKERS & FINANCIAL INSTITUTIONS

Canara Bank

Punjab National Bank

United Bank of India

Syndicate Bank

Infrastructure Development Finance Company Limited (IDFC)

India Infrastructure Finance Company Limited (IIFCL)

REGISTRARS & SHARE TRANSFER AGENTS

M/s. Bigshare Services Private Limited

306, Right Wing, Amrutha Ville

Opp. Yashoda Hospital, Somajiguda,

Rajbhavan Road, Hyderabad-500082,

Telangana -India.

REGISTERED & CORPORATE OFFICE

6-3-1090, B-1

T.S.R Towers, Raj Bhavan Road

Somajiguda, Hyderabad – 500 082, Telangana.

Tel: +91-40-23310330, 23314284

Fax: +91-40-23398435

Corporate Identification No. U50403TG2006PLC050569

CONCESSIONING AUTHORITY**NATIONAL HIGHWAYS AUTHORITY OF INDIA**

G – 5 & 6, Sector – 10,

Dwarka, New Delhi – 110 075

BOARD'S REPORT

To
The Members

Your Directors have immense pleasure in presenting the 12th Annual Report of your Company and the Audited Financial Statements for the year ended 31st March, 2018.

1. FINANCIAL SUMMARY:

The following table depicts the financial results of your Company for the year ending 31st March 2018:

S. No.	Particulars	For the year ended 31.03.2018 (Rs.)	For the year ended 31.03.2017 (Rs.)
1)	INCOME		
	Revenue from operations	10,06,24,738	9,75,32,200
	Other income	69,64,069	1,39,29,147
	Finance income	32,69,49,900	34,25,30,336
	TOTAL	43,45,38,707	45,39,91,683
2)	EXPENDITURE		
	Employee Benefits Expense	1,26,43,221	1,33,81,528
	Finance Costs	25,64,81,163	32,45,15,048
	Depreciation & Amortization expense	42,002	34,967
	Other Expenses	19,51,28,551	11,80,25,069
	TOTAL	46,42,94,937	45,59,56,612
3)	Loss before tax from continuing operations - Current Tax	(2,97,56,230)	(19,64,929)
4)	Loss for the year	(2,97,56,230)	(23,56,707)
	Other comprehensive income	(4,14,189)	3,91,778
	Total comprehensive loss for the period	(2,93,42,041)	(23,56,707)
	Earning (Loss) per Share – Basic & Diluted	(0.69)	(0.06)

2. THE YEAR IN RETROSPECT**i. O&M WORKS AT THE PROJECT SITE**

Your Company has achieved Final Project Completion Certificate during the year. Independent Consultant has issued Final COD certificate vide their letter dated 13th November 2017. The Final Completion date is 11th November 2014.

Your Company is regularly doing the Operations & Maintenance for the completed stretch of the Project Highway as per the stipulations under the Concession Agreement.

During the year, your company has completed 1st Major Maintenance Work in June 2017.

ii. ANNUITY RECEIPTS FROM NHAI

The Company has received 16th Annuity on 27th September 2017 (due on 27th September 2017) and 17th Annuity on 27th March 2018 (due on 27th March 2018). The Annuity amounts are being utilized to meet O&M Expenses, debt-servicing obligations, i.e. payment of Interest on Term Loans and repayment of Principal Installments, administrative expenses and other project related costs.

iii. TERM LOANS AND INTEREST THEREON

During the financial year under review, your Company was regular in servicing interest on Term Loans, due to regular receipt of Annuity from NHAI.

The following table shows the Principal Term Loan outstanding, as on 31st March 2018:

Rs. in Crores					
S. No.	Name of the Lender	Sanctioned	Disbursed	Repaid	Outstanding
1	IDFC-Senior Debt	61.00	59.30	17.74	41.56
2	IDFC –Sub Debt	25.00	24.46	5.86	18.60
3	Canara Bank	50.00	46.10	14.54	31.56
4	Punjab National Bank	50.00	47.14	14.54	32.60
5	United Bank of India	50.00	46.97	14.54	32.43
6	IIFCL	75.00	70.71	21.81	48.90
7	Syndicate Bank	30.00	28.28	8.72	19.56
	Total	341.00	322.96	97.75	225.21

iv. CREDIT RATING

Your Company is presently rated CARE A by Care Ratings and BWR (A+) by Brickwork Ratings. The Credit Rating of your Company has improved owing to timely debt-servicing to the lenders and completion of 1st Major Maintenance Work.

3. FUTURE OUTLOOK

In view of the Supplementary Concession Agreement and also in view of the receipt of Letter of Credit from NHAI, receipt of future Annuities is assured and thereby, your Company is confident of timely debt-servicing to the lenders.

➤ **Repayment of Principal Loan installments as per the schedule:**

As in the past, your Company will be remitting the principal installments of repayment of Term Loans in accordance with the terms and conditions of the reschedulement of Term Loans approved by the lenders.

➤ **Debt re-financing:**

Your Company is also considering re-financing of the entire Term Loans to reduce the Interest costs. The monetary policy of the Reserve Bank of India (viz. reduction in CRR, Repo Rate etc.) in the recent past has ensured that the liquidity crunch in the market has eased out to a certain extent.

Your Company is in negotiations with various merchant bankers. Since, the final completion of the project is already obtained, the 1st Major Maintenance works is completed by the Company and improvement in Credit Rating, your Company is hopeful to obtain attractive terms from the market.

➤ **X-Factor / Bonus Annuity / Escalation claims:**

Since the Company has completed the project construction on the available stretch of the Project Highway as on the date of SPCD (Scheduled Project Completion Date), ahead of the schedule, this entitles the company for Bonus Annuity (x-factor). Accordingly, your Company has made claims on NHAI for cost over-runs and bonus claims thorough arbitration. The company has received the award for bonus annuity and the arbitration proceeding for cost over-run is under process.

4. 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**.

5. BOARD MEETINGS

During the year ended 31st March, 2018, 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 23.05.2017, 19.09.2017, 28.11.2017 and 20.03.2018.

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, 2018.

Name of the Director	Number of Board Meetings	
	Held	Attended
J. Brij Mohan Reddy	4	4
Sachin Johri	4	3
M.V. Narasimha Rao	4	3
Bajrang Lal Gupta	4	4
K. Kiran Kumar Reddy	3	0

Audit Committee Meetings

During the year ended 31st March, 2018, one Audit Committee Meeting was convened and held. The date on which the Audit Committee meeting was held is 12.05.2017.

Attendance of Directors at the meetings:

The details of the attendance of the Directors at the Audit Committee meetings held during the year ended 31st March, 2018.

Name of the Director	Number of Audit Committee Meetings	
	Held	Attended
M.V. Narasimha Rao	1	1
Bajrang Lal Gupta	1	1
Sachin Johri	1	0

6. 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 March 31, 2018, 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 March 31, 2018 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.
- that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Sharat Goyal has resigned as a Director of the Company with effect from 15th May, 2017.

Mr. Kiran Kumar Reddy has resigned as a Director of the Company with effect from 15th December, 2017.

Mr. P. Raj Kumar has resigned as a Company Secretary of the Company with effect from 31st January, 2018.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

8. DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have submitted the declaration of independence, as required pursuant to section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section(6).

9. RE-APPOINTMENTS

Mr. J. Brij Mohan Reddy, Director of the Company is retiring by rotation and being eligible, offers himself for re-appointment.

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

The Nomination and Remuneration (N&R) Committee discusses and decides the appointment of the Board of Directors and their remuneration.

The Committee headed by Mr. M.V. Narasimha Rao as a Chairman and Mr. B.L. Gupta and Mr. J. Brij Mohan Reddy, members of the Committee.

The Committee meetings are held as and when required by the Company.

11. AUDITORS REPORT

There are no qualifications in the Auditors Report.

12. 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.

13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with the related parties referred to in Section 188 in the Form **AOC – 2** is annexed herewith as **Annexure-2**.

14. 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, 2018.

15. DIVIDEND

The Board of Directors does not recommend any dividend on the Equity Shares for the financial year ended 31st March, 2018.

16. 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.

17. 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.

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

The source of income for your Company is Annuity from NHAI as per the Concession Agreement and income earned out of temporary deployment of funds. Annuity from NHAI accounts for almost 98% of the total income of your Company. Since the Annuities are payable by NHAI in accordance with the Concession Agreement, your Company does not foresee any significant risk in receipt of these Annuities, in view of the fact that a revolving Letter of Credit has been obtained from NHAI, securing all future annuities. Your Company is ensuring that the conditions of the Concession Agreement are complied with, to ensure timely receipt of Annuities.

Your Company has also ensured that proper systems are planned, implemented and effectively monitored to ensure that all accounting and financial transactions are properly authorized and recorded, so as to ensure that the financial statements are free from material misstatements.

19. 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.

20. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees.

21. SUBSIDIARY COMPANIES, JOINTLY CONTROLLED ENTITIES AND ASSOCIATE COMPANIES

During the Financial Year ending on 31st March 2018, your Company had no subsidiaries and 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.

22. CONSOLIDATED FINANCIAL STATEMENTS

As the Company does not have any subsidiary or associate companies, the Consolidated Financial Statements are not applicable.

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

As the Company does not have any subsidiary or associate companies, the statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures is not applicable.

24. 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.

25. 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 during the Financial Year 2017-18.

26. STATUTORY AUDITORS

M/s. M.K.P.S. & Associates, Chartered Accountants, Hyderabad bearing ICAI Regd.No. 302014E, were appointed as statutory auditors of the Company to hold office from the conclusion of this 12th AGM until the conclusion of the 17th AGM to be held in the year 2023 in place of M/s. in place of retiring auditors M/s. Gianender & Associates, Chartered Accountants (ICAI Regn. No.004661N). 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. M.K.P.S. & Associates, Chartered Accountants, Hyderabad bearing ICAI Regd.No. 302014E, as statutory auditors of the Company, is placed for approval of 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.

27. 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.

28. VIGIL MECHANISM

The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. The details of the Vigil Mechanism Policy are available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company.

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

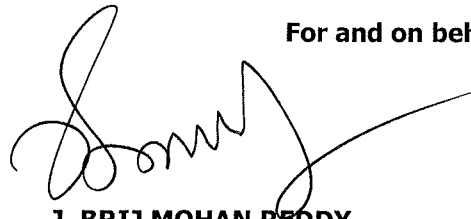
Your Company lays emphasis on competence and commitment of its human capital recognizing its pivotal role for organizational growth.

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



J. BRIJ MOHAN REDDY

Director

DIN: 00012927



BAJRANG LAL GUPTA

Director

DIN: 07175777

Place: **Hyderabad**

Date: **22nd May, 2018**

Annexure - 1

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended 31.03.2018
[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	U50403TG2006PLC050569
Registration Date	07/07/2006
Name of the Company	GAYATRI JHANSI ROADWAYS 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: rajkumar@givl.co.in , 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	Construction of Roads	42101	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	Gayatri Highways Limited, 6-3-1090, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad- 500082, Telangana.	U45100TG2006PLC052146	Holding	50.99	2(46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)									
i) Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	-	2	2	0.000002	-	2	2	0.000002	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	2,16,19,994	-	2,16,19,994	50.99	2,16,19,994	-	2,16,19,994	50.99	0
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):	2,16,19,994	2	2,16,19,996	50.990002	2,16,19,994	2	2,16,19,996	50.990002	0
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	2,16,19,994	2	2,16,19,996	50.990002	2,16,19,994	2	2,16,19,996	50.990002	0
B. Public Shareholding									
(1) Institutions									
-a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	2,07,80,000	-	2,07,80,000	49.00	2,07,80,000	-	2,07,80,000	49.00	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	2,07,80,000	-	2,07,80,000	49.00	2,07,80,000	-	2,07,80,000	49.00	0
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-

c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2):	-	4	4	0.00004	-	4	4	0.00004	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	2,07,80,000	4	2,07,80,004	49.00004	2,07,80,000	4	2,07,80,004	49.00004	0
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4,23,99,994	6	4,24,00,000	100	4,23,99,994	6	4,24,00,000	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 Projects Ltd	100	0.0002	0.0002	100	0.0002	0.0002	-
2	T V Sandeep Kumar Reddy	1	0.000002	-	1	0.000002	-	-
3	T Indira Reddy	1	0.000002	-	1	0.000002	-	-
4	Gayatri Infra Ventures Limited	2,16,19,894	50.9903	50.9903	-	-	-	-
5	Gayatri Highways Limited	-	-	-	2,16,19,894	50.9903	50.9903	-
Total		2,16,19,996	50.9905	50.9905	2,16,19,996	50.9905	50.9905	-

- ❖ 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	2,16,19,996	50.9905	-	-
	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	2,16,19,996	50.9905	-	-

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	2,07,80,004	49.00941	-	-
	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)	2,07,80,004	49.00941	-	-

(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

	Amount in Rs.			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,44,37,20,874	43,61,60,070		2,87,98,80,944
ii) Interest due but not paid	1,86,72,714	-		1,86,72,714
iii) Interest accrued but not due	34,21,043	-		34,21,043
Total (i+ii+iii)	2,46,58,14,631	43,61,60,070		2,90,19,74,701
Change in Indebtedness during the financial year				
Addition	-	-		-
Reduction	19,26,01,335	33,72,89,734		52,98,91,069
Net Change	19,26,01,335	33,72,89,734		52,98,91,069
Indebtedness at the end of the financial year				
i) Principal Amount	2,25,19,64,874	9,88,70,336		2,35,08,35,210
ii) Interest due but not paid	1,84,43,532	-		1,84,43,532
iii) Interest accrued but not due	28,04,890	-		28,04,890
Total (i+ii+iii)	2,27,32,13,296	9,88,70,336		2,37,20,83,632

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**

S. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. M.V.N. Rao	Mr. B.L. Gupta	
	-Fee for attending Board/Committee Meetings	Rs.20,000/-	Rs. 25,000/-	Rs.45,000/-
	-Commission			
	- Others, please specify			
	Total (B)(1)	Rs.20,000/-	Rs. 25,000/-	Rs.45,000/-

2. Other Non Executive Directors

S. 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)	Rs.20,000/-	Rs. 25,000/-	Rs.45,000/-

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

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total (Rs)
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	12,50,000/-	5,58,000/-	18,08,000/-
	(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	-	12,50,000/-	5,58,000/-	18,08,000/-

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, 2018


J. BRIJ MOHAN REDDY
Director
DIN: 00012927


BAJRANG LAL GUPTA
Director
DIN: 07175777

ANNEXURE-2

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis

(a) Name(s) of the related party and nature of relationship	Nil
(b) Nature of contracts/arrangements/transactions	
(c) Duration of the contracts / arrangements/transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Justification for entering into such contracts or arrangements or transactions	
(f) date(s) of approval by the Board	
(g) Amount paid as advances, if any:	
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

2. Details of material contracts or arrangement or transactions at arm's length basis

(a) Name(s) of the related party and nature of relationship	During the year, no material contracts or arrangements have been entered into by the Company.
(b) Nature of contracts/arrangements/transactions	
(c) Duration of the contracts / arrangements/transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	
(e) Date(s) of approval by the Board, if any:	
(f) Amount paid as advances, if any:	

For and on behalf of the Board

Place: **Hyderabad**Date: **22nd May, 2018**


J. BRIJ MOHAN REDDY
Director
DIN: 00012927



BAURANG LAL GUPTA
Director
DIN: 07175777

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GAYATRI JHANSI ROADWAYS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **GAYATRI JHANSI ROADWAYS LIMITED** ('the Company'), which comprise the balance sheet as at 31 March 2018, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order issued under section 143(11) of the Act

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes

evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

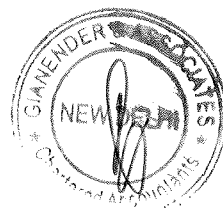
Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.;
- (d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
- (e) on the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and
- (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, as amended, in our opinion and to the best of our information and according to the explanations given to us :




- i. The company has no pending litigation which would impact its financial position except those disclosed in financial statements;
 - ii. The company did not have any long-term contract including derivative contract for which there were any material foreseeable losses;
 - iii. There were no amounts which were required by the company to be transferred to the Investor Education and Protection Fund, and;
2. As required by Section 143(3) of the Act, based on our audit we report that:

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

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



Place: New Delhi
Date: 22.05.2018


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

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **GAYATRI JHANSI ROADWAYS Limited** 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 **GAYATRI JHANSI ROADWAYS Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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 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 my /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 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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




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

Place: New Delhi
Date : 22.05.2018

Annexure 'B' to the Independent Auditor's Report of GAYATRI JHANSI ROADWAYS Limited for the Year ended as on 31st March 2018

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 in terms of the provisions of section 73 to 76 of the Companies Act, 2013 and rules framed there under. Therefore the paragraph 3(v) of the Order is not applicable to the company.
- vi. The Company is prima-facie maintaining the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- 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 2018, 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 explanations given to us, there were no statutory dues pending in respect of income tax, sales tax, VAT, custom duty and cess etc. on account of any dispute as at March 31,2018.
- viii. The company has taken term loans from various banks and a financial institution. During the year, the company has not defaulted in repayment of loans or borrowing to a banks and financial institution .The company has not taken any loans or borrowings from Government and has not issued any debentures during the year.
- ix. Money raised by way of term loans were applied for the purpose for which it was raised. The Company has not raised money by way of initial public offer or further public offer.
- x. According to the information and explanation given to us by the management which have been

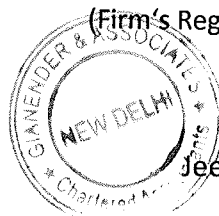



relied by us, there were no frauds on or by the company noticed or reported during the period under audit.

- 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, therefore para 3(xii) of the Order is not applicable to the company.
- xiii. In our opinion and according to the information provided to us, the transaction entered with the related parties are in compliance with section 177 and 188 of the Act and are disclosed in the financial statements as required by the applicable accounting standards.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, therefore para 3(xiv) of the order is not applicable to the company.
- xv. According to the information provided to us, the company has not entered into any non-cash transaction with directors or the persons connected with him covered under section 192 of the Companies Act 2013. Therefore, paragraph 3(xv) of the Order is not applicable to the company.
- xvi. According to the information provided to us, the company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934. Therefore, paragraph 3(xvi) of the Order is not applicable to the company.

Place: New Delhi
Date: 22.05.2018

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




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


Gayatri Jhansi Roadways Limited
Balance sheet as at 31 March 2018
(All amounts in ₹ unless otherwise stated)

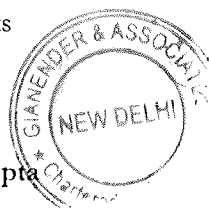
	Notes	As at	
		31 March 2018	31 March 2017
Assets			
Non-current assets			
Property, plant and equipment	3	42,110	84,112
Financial assets			
- Others	4	2,56,05,04,630	2,75,17,36,231
Other Non-Current Assets	5	3,13,36,394	1,93,26,723
		<u>2,59,18,83,134</u>	<u>2,77,11,47,066</u>
Current assets			
Financial Assets			
- Trade receivables	6	2,16,63,859	2,16,63,859
- Cash and cash equivalents	7	36,80,85,031	34,17,58,724
- Others	8	19,35,74,720	17,52,52,019
Other Current Assets	9	8,81,47,834	9,81,78,224
		<u>67,14,71,444</u>	<u>63,68,52,826</u>
Total assets		<u>3,26,33,54,578</u>	<u>3,40,79,99,892</u>
Equity and liabilities			
Equity			
Equity share capital	10	42,40,00,000	42,40,00,000
Other equity	11	20,14,71,124	(12,01,13,856)
Total Equity		<u>62,54,71,124</u>	<u>30,38,86,144</u>
Non-current Liabilities			
Financial liabilities			
- Borrowings	12	2,13,88,69,210	2,68,81,24,944
Long-term provisions	13	25,65,72,865	19,18,59,721
		<u>2,39,54,42,075</u>	<u>2,87,99,84,665</u>
Current liabilities			
Financial liabilities			
-Other Financial Liabilities	14	23,74,36,770	22,02,54,737
-Trade payables	15	30,54,960	-
Provisions	13	11,74,563	13,47,129
Other current liabilities	16	7,75,086	25,27,217
		<u>24,24,41,379</u>	<u>22,41,29,083</u>
Total equity and liabilities		<u>3,26,33,54,578</u>	<u>3,40,79,99,892</u>

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

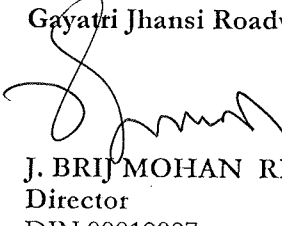
This is the Balance Sheet referred to in our report of even date.


For **GIANENDER & ASSOCIATES**
Chartered Accountants



Jeetender Kumar Gupta
Partner
Membership No. 092547
Place: New Delhi
Date: 22.05.2018



For and on behalf of Board of directors of
Gayatri Jhansi Roadways Limited


J. BRIJ MOHAN REDDY
Director
DIN:00012927


KOLA NAGARAJU
Chief Financial Officer
Place: Hyderabad
Date: 22.05.2018


B.L. GUPTA
Director
DIN:07175777
Place: Hyderabad
Date: 22.05.2018

Gayatri Jhansi Roadways Limited

Statement of Profit and Loss for the year ended 31 March 2018

(All amounts in ₹ unless otherwise stated)

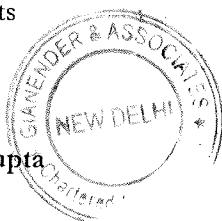
	Notes	For the year ended	
		31 March 2018	31 March 2017
Revenue from operations	17	10,06,24,738	9,75,32,200
Other income	18	69,64,069	1,39,29,147
Finance income	19	32,69,49,900	34,25,30,336
Total income		43,45,38,707	45,39,91,683
Expenses			
Employee benefits expense	20	1,26,43,221	1,33,81,528
Finance costs	21	25,64,81,163	32,45,15,048
Depreciation expense	3	42,002	34,967
Other expenses	22	19,51,28,551	11,80,25,069
Total expense		46,42,94,937	45,59,56,612
Loss before tax from continuing operations		(2,97,56,230)	(19,64,929)
(a) Current tax		-	-
(b) MAT Credit Entitlement		-	-
Income tax expense		-	-
Loss for the year		(2,97,56,230)	(19,64,929)
Other comprehensive income		-	-
Re-measurement (loss)/gain on defined benefit plans		(4,14,189)	3,91,778
Total comprehensive loss for the period		(2,93,42,041)	(23,56,707)
Earnings per equity share (EPES)			
Basic		(0.69)	(0.06)
Diluted		(0.69)	(0.06)

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

This is the Statement of Profit and Loss referred to in our report of even date.

For **GIANENDER & ASSOCIATES**
Chartered Accountants

Jeetender Kumar Gupta
Partner
Membership No. 092547
Place: New Delhi
Date: 22.05.2018



For and on behalf of Board of directors of
Gayatri Jhansi Roadways Limited

J. BRIJ MOHAN REDDY
Director
DIN:00012927

KOLA NAGARAJU
Chief Financial Officer
Place: Hyderabad
Date: 22.05.2018

B.L. GUPTA
Director
DIN:07175777
Place: Hyderabad
Date: 22.05.2018

Gayatri Jhansi Roadways Limited

Statement of Changes in Equity for the year ended 31 March 2018

(All amounts in ₹ unless otherwise stated)

(a) Equity share capital

	Number	Amount
Equity shares of ₹10 each issued, subscribed and fully paid		
At 31 March 2017	4,24,00,000	42,40,00,000
At 31 March 2018	4,24,00,000	42,40,00,000

(b) Other equity

For the year ended 31 March 2018

	Equity Component in Financial Instrument	Retained earnings	Total equity
As at 1 April 2017	26,15,90,239	(38,17,04,095)	(12,01,13,856)
Addition during the year	35,09,27,021		
Total Comprehensive income for the year	-	(2,93,42,041)	(2,93,42,041)
At 31 March 2018	61,25,17,260	(41,10,46,136)	20,14,71,124
For the year ended 31 March 2017			
	Equity Component in Financial	Retained earnings	Total equity
As at 1 April 2016	26,15,90,239	(37,93,47,388)	(11,77,57,149)
Total Comprehensive income for the year	-	(23,56,707)	(23,56,707)
At 31 March 2017	26,15,90,239	(38,17,04,095)	(12,01,13,856)

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

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

For **GIANENDER & ASSOCIATES**
Chartered Accountants

Jeetender Kumar Gupta
Partner
Membership No. 092547
Place: New Delhi
Date: 22.05.2018



For and on behalf of Board of directors of
Gayatri Jhansi Roadways Limited

J. BRIJ MOHAN REDDY
Director
DIN:00012927

KOLA NAGARAJU
Chief Financial Officer
Place: Hyderabad
Date: 22.05.2018

B.L. GUPTA
Director
DIN:07175777
Place: Hyderabad
Date: 22.05.2018

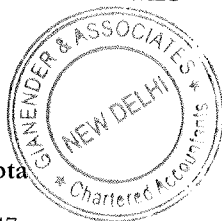
Gayatri Jhansi Roadways Limited
Statement of Cash flows for the year ended 31 March 2018
(All amounts in ₹ unless otherwise stated)

	31 March 2018	31 March 2017
Operating activities		
Net Loss	(2,93,42,041)	(23,56,707)
Adjustments to reconcile Loss before tax to net cash flows:		
Depreciation of property, plant and equipment	42,002	34,967
Other income (dividends received)	(69,64,069)	(1,23,54,101)
Finance Cost	25,64,81,163	32,45,15,048
Working capital adjustments:		
Increase /(Decrease) in provisions and gratuity	6,45,40,578	(15,85,90,327)
(Increase)/Decrease in trade receivables	-	-
(Increase)/Decrease in loans, other assets and prepayments	18,29,39,290	15,69,37,226
Increase /(Decrease) in trade payables	30,54,960	(1,56,09,320)
Increase /(Decrease) in Other financial liabilities	(1,25,64,687)	1,94,95,624
Increase /(Decrease) in other liabilities	(17,52,131)	15,88,812
	45,64,35,065	31,36,61,222
Income tax paid, net of refund	(1,20,09,671)	(61,18,744)
Net cash generated from operating activities (A)	46,84,44,736	31,97,79,966
Investing activities		
Purchase of property, plant and equipment	-	(58,415)
Other income (dividends received)	69,64,069	1,23,54,101
Net cash generated from investing activities (B)	69,64,069	1,22,95,686
Financing activities		
Repayment of long-term borrowings	(19,17,56,000)	(8,34,75,086)
Interest paid	(25,73,26,498)	(38,46,75,058)
Net cash used in financing activities (C)	(44,90,82,498)	(46,81,50,144)
Net (decrease)/increase in cash and cash equivalents (A+B+C)	2,63,26,307	(13,60,74,492)
Cash and cash equivalents at the beginning of the year	34,17,58,724	47,78,33,216
Cash and cash equivalents at the end of the year	36,80,85,031	34,17,58,724
Components of cash and cash equivalents		
Cash on hand	18,404	1,30,316
Balances with banks		
- in current accounts	36,80,66,627	34,16,28,408
Cash and cash equivalents at year end	36,80,85,031	34,17,58,724
Cash and cash equivalents includes		
Cash on hand	18,404	1,30,316
Balances with banks in current accounts	36,80,66,627	34,16,28,408
Total cash and cash equivalents (refer note 6)	36,80,85,031	34,17,58,724

This is the Cash Flow Statement referred to in our report of even date.

For **GIANENDER & ASSOCIATES**
Chartered Accountants

Jeetender Kumar Gupta
Partner
Membership No. 092547
Place: New Delhi
Date: 22.05.2018



For and on behalf of Board of directors of
Gayatri Jhansi Roadways Limited

J. BRIJ MOHAN REDDY
Director
DIN:00012927

KOLA NAGARAJU
Chief Financial Officer
Place: Hyderabad
Date: 22.05.2018

B.L. GUPTA
Director
DIN:07175777
Place: Hyderabad
Date: 22.05.2018

1. Corporate information

M/s Gayatri Jhansi Roadways Limited ("the Company") is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is a Special Purpose Vehicle (SPV) incorporated on 7th July 2006 for execution of the project "Improvement, Operation and Maintenance, Rehabilitation and Strengthening of existing 2-lane Road and widening to 4-lane Divided Highway of NH-25/26 in the state of Uttar Pradesh on Build Operate Transfer (BOT)-Annuity Basis. The company has entered into a Concession Agreement with National Highways Authority of India, which specified a two and a half year of construction period and seventeen and a half years of Operation & Maintenance period. The project has achieved the Commercial Operations Date on 11th June 2010 for 35 Kms of the Project Highway, out of 49.70 Kms. During the year, the company has obtained Final Completion Certificate.

2. Summary of significant accounting policies

a) Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the 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. Unless otherwise stated, the accounting policies applied by the Group are consistent with those used in the previous year.

All assets and liabilities have been classified as current or non-current as per the group's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of work and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the group has ascertained its operating cycle as up to twelve months for the purpose of current and non-current classification of assets and liabilities

b) Use of estimates

The preparation of the consolidated financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the balances of assets and liabilities and disclosures relating to contingent liabilities as at the reporting date of the financial statements and amounts of income and expenses. Examples of such estimates include the provision for doubtful receivables, determination of recoverable amounts of fixed assets, deferred tax assets, employee benefits and useful lives of fixed assets.

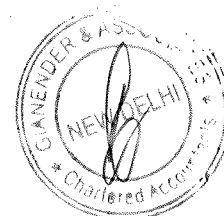
Although these estimates are based on management's best knowledge of current events and actions, actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

c) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial Asset

Initial recognition and measurement



All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through the Statement of Profit and Loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, a 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

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

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- a) the rights to receive cash flows from the asset have expired, or
- b) the Company has transferred its rights to receive cash flows from the asset, and (i) the Company has transferred substantially all the risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

b. Financial Liability

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through the Statement of Profit and Loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

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

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through the Statement of Profit and Loss

Financial liabilities at fair value through the Statement of Profit and Loss include financial liabilities designated upon initial recognition as at fair value through the Statement of Profit and Loss. Financial liabilities designated upon initial recognition at fair value through the Statement of Profit and Loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L.

However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of the Statement of Profit and Loss. The Company has not designated any financial liability as at fair value through the Statement of Profit and Loss.

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of the Statement of Profit and Loss.

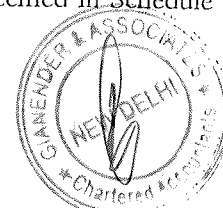
d) Fixed assets

Tangible assets are stated at cost of acquisition, less accumulated depreciation thereon. The cost of an item of fixed asset comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Intangible assets represent commercial rights to collect toll fee in relation to roads projects which has been accounted at the cost incurred on the project activity towards reconstruction, strengthening, widening, rehabilitation of the roads on build, operate and transfer basis. It includes all direct material, labour and subcontracting costs, inward freight, duties, taxes, obligation towards negative grant payable to concessionaires, if any, and any directly attributable expenditure on making the commercial right ready for its intended use.

e) Depreciation and amortization

Depreciation on assets has been provided on straight-line basis at the rates specified in Schedule II to the Companies Act, 2013.



f) Impairment

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

g) Revenue

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.

Contract revenue

- Revenue from construction contracts is recognized using percentage completion method as prescribed under Ind AS 11 "Construction Contracts" and with reference to stage of completion of the contract activity, at the reporting date. Depending on the nature and terms of individual contract, stage of completion is determined on the basis of the proportion of costs incurred for the work performed till date to the total estimated contract costs.
- Price escalation and other claims and/or variation in the contract work are included in the contract revenue only when:
 - Negotiations have reached an advanced stage such that it is probable that the customer will accept the claim; and
 - The amount that is probable will be accepted by the customer and can be measured reliably.
- Revenue from services rendered on a time and material basis is recognised as per the terms of contracts with customers and as and when the related services are performed. Revenue from fixed price arrangements is recognised using the completed contract method and accordingly, work completed and not billed, if any, is recognised as unbilled revenue as at the Balance Sheet date.

Development of highways

In case of companies involved in construction and maintenance of roads, Once the infrastructure is in operation. In intangible assets modal, toll revenue from operations is recognised on accrual basis which coincides with the collection of toll. In financial assets modal, finance income is recognized using the effective interest method and revenue from operations and maintenance services (including periodic maintenance) are recognized in each period as and when services are rendered in accordance with Ind AS 18 revenue.

Interest income

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

Dividend income

Dividend income is accounted for when the right to receive is established.



h) Borrowings Costs

In Case of concession arrangement under financial asset model, borrowing Costs that are attributable to the acquisition and/or construction of the infrastructure are charged to The Statement of Profit and Loss in the period in which such costs are incurred.

In Case of concession arrangement under intangible asset model, borrowing cost of qualifying assets are capitalized as part of cost of such assets till such time the asset is ready for its intended use. A qualifying asset is one that requires substantial period of time to get ready for its intended use. Any income on the temporary investments of borrowings is deducted from the borrowing cost. All borrowing cost subsequent to the capitalization of the intangible assets are charged to the Statement of Profit and Loss in the period in which such costs are incurred.

i) Earnings/(loss) per share

Basic earnings per share are calculated by dividing the net the Statement of Profit and Loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net the Statement of Profit and Loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

j) Employee Benefits

Provisions for/contributions to retirement benefit schemes are made as follow as per Indian Accounting Standard (Ind AS) – 19, “Employee Benefits:

- a) Provident fund on actual liability basis
- b) Gratuity based on actuarial valuation
- c) There is no policy for Leave encashment benefit.

k) Taxes on Income

Current Tax

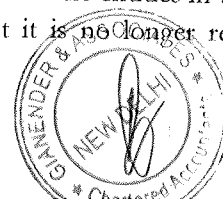
Tax on income for the current year is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax

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.

At each reporting date, the entities in the group re-assess unrecognised deferred tax assets. It recognizes unrecognised deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The entities in the group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably



certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

l) Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise of cash at bank and on hand and include short term investments with an original maturity of three months or less.

m) Provisions and contingent liabilities

Provision is recognized when the Company has a present obligation as a result of a past event and when it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on management's best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. A disclosure of a contingent liability is made when there is a possible or a present obligation that may, but probably will not, require an outflow of resources.

n) Claims

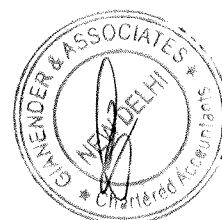
- a. Company's claims against the Concessioneing Authority for additional scope of work, utility shifting etc. are accounted for as and when received.
- b. Contractor's claims regarding additional scope of work, utility shifting etc. are accounted for when related claims of the Company are received from the Concessioneing Authority.
- c. Other claims against/by the company are accounted for as and when accepted.

o) Pre-operative Expenditure

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

p) Foreign currency transactions and derivatives

- 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.



3 Property plant and equipment

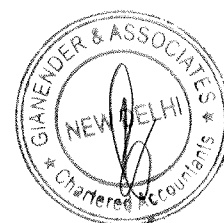
	Computers	Software	Plant and Machinery	Office Equipments	Furniture and fixtures	Vehicle	Total
Gross block							
As at 1 April 2017	2,75,895	28,000	2,97,800	1,55,667	1,22,894	11,56,583	20,36,839
Additions during the year	-	-	-	-	-	-	-
As at 31 March 2018	2,75,895	28,000	2,97,800	1,55,667	1,22,894	11,56,583	20,36,839
Accumulated depreciation							
Up to 1 April 2017	2,04,409	28,000	2,85,174	1,55,667	1,22,894	11,56,583	19,52,727
Charge for the year	39,636	-	2,366	-	-	-	42,002
Up to 31 March 2018	2,44,045	28,000	2,87,540	1,55,667	1,22,894	11,56,583	19,94,729
Net block							
As at 31 March 2018	31,850	-	10,260	-	-	-	42,110
As at 31 March 2017	71,486	-	12,626	-	-	-	84,112

4 Other Financial Assets (Non-Current)

	As at	
	31 March 2018	31 March 2017
Financial Asset (Carriageway)		
Opening Balance	2,92,46,45,131	3,08,35,82,593
Add: Financial Income	32,69,49,900	34,25,30,337
Add: O & M Income	9,91,41,200	9,75,32,201
Less: Annuity Received	(59,90,00,000)	(59,90,00,000)
Closing Balance	2,75,17,36,231	2,92,46,45,131
Less: Transferred to Financial Asset (Current)	(19,12,31,601)	(17,29,08,900)
Closing Non-Current Financial Asset	2,56,05,04,630	2,75,17,36,231

5 Other Non-Current Assets

	As at	
	31 March 2018	31 March 2017
Security deposits	5,00,000	5,00,000
Advance to related party	34,70,852	34,70,852
TDS Receivables	1,82,33,090	62,23,419
Work contract tax receivables	91,32,452	91,32,452
	3,13,36,394	1,93,26,723



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

6 Trade receivables

	As at	
	31 March 2018	31 March 2017
(Unsecured, considered good)		
- Considered good		
- from others	2,16,63,859	2,16,63,859
Total trade receivables	2,16,63,859	2,16,63,859

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is partner, a director or a member.

7 Cash and cash equivalents

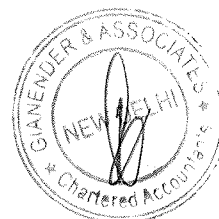
	As at	
	31 March 2018	31 March 2017
Balances with banks		
- on current accounts	36,80,66,627	34,16,28,408
Cash on hand	18,404	1,30,316
	36,80,85,031	34,17,58,724

8 Other financial assets

	As at	
	31 March 2018	31 March 2017
Financial Asset - Carriageway	19,12,31,601	17,29,08,900
Retention money- Utility bills	3,25,687	3,25,687
Withheld money by NHAI- Utility bills	20,17,432	20,17,432
	19,35,74,720	17,52,52,019

9 Other Current Assets

	As at	
	31 March 2018	31 March 2017
Advances for Major Maintenance-Related party	-	99,39,082
Advances for utility shifting and change of scope	8,78,41,741	8,78,41,741
Prepaid Expenses	2,91,628	3,97,401
Other Advances	14,465	-
	8,81,47,834	9,81,78,224



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

10 Share capital

	31 March 2018		31 March 2017	
	Number	Amount	Number	Amount
Authorized				
Equity shares of ₹10 each	4,50,00,000	45,00,00,000	4,50,00,000	45,00,00,000
	4,50,00,000	45,00,00,000	4,50,00,000	45,00,00,000
Issued, subscribed and fully paid-up				
Equity shares of ₹10 each	4,24,00,000	42,40,00,000	4,24,00,000	42,40,00,000
	4,24,00,000	42,40,00,000	4,24,00,000	42,40,00,000

(a) Reconciliation of equity shares outstanding at the beginning and end of the reporting period

	31 March 2018		31 March 2017	
	Number	Amount	Number	Amount
At the beginning of the year	4,24,00,000	42,40,00,000	4,24,00,000	42,40,00,000
Issued during the year	-	-	-	-
Balance at the end of the year	4,24,00,000	42,40,00,000	4,24,00,000	42,40,00,000

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The rights and preferences of each shareholder are in accordance with the Shareholder's Agreement dated 14th May 2007.

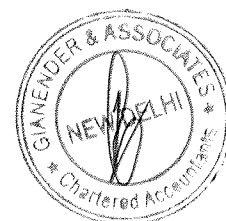
The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting. During the year, no dividend was declared by the Company (Previous Year : Nil).

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 in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding Company, ultimate holding Company, subsidiaries / associates of holding Company or ultimate holding Company

Out of the equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

	31 March 2018		31 March 2017	
	Number	Amount	Number	Amount
Gayatri Projects Limited	-	-	100	1,000
Gayatri Highways Limited - Holding Company	2,16,19,994	21,61,99,940	2,16,19,894	21,61,98,940



Gayatri Jhansi Roadways Limited**Summary of Significant Accounting Policies and Other Explanatory Information**

(All amounts in ₹ unless otherwise stated)

10 Share capital (Continued...)**(d) Details of shareholders holding more than 5% shares in the Company**

	31 March 2018		31 March 2017	
	Number of shares	% of holding	Number of shares	% of holding
Gayatri Highways Limited-Holding Company	2,16,19,994	50.99%	2,16,19,894	50.99%
Infrastructure Development Finance Company Limited	42,40,000	10.00%	42,40,000	10.00%
India Infrastructure Fund	1,65,40,000	39.01%	1,65,40,000	39.01%

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

(e) Composit Scheme of Merger & Demerger

1. As per the NCLT order dated 3rd November, 2017 and Composite Scheme of Arrangement between Gayatri Projects Ltd, Gayatri Infra Ventures Ltd and Gayatri Highways Ltd (Formerly Gayatri Domicile Pvt Ltd), All the Infrastructure Road BOT Asset are merged with Gayatri Projects Ltd (GPL), there-after, all the Infrastructure Road BOT Assets are demerged from GPL and transferred to Gayatri Highways Ltd erstwhile Gayatri Domicile Private Ltd with effect from 24th November, 2017

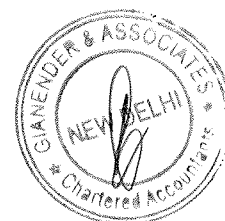
2. Gayatri Domicile Private Limited changed its Name to Gayatri Highways Limited (GHL) to better reflect the nature of Business being carried out.

3. As per the Central Government notification, all the cases relating Company Law were shifted to NCLT (National Company Law Tribunal) from the respective High Courts. The case for the Scheme of Arrangement was also shifted to NCLT Hyderabad from the Honorable Hyderabad High Court. NCLT has ordered for the implementation of the Composite Scheme of Arrangement vide their order dated on 3rd November 2017. The followings are the consequence of the NCLT order:

- GIVL was merged with GPL and GIVL has been dissolved. GPL was the holding company of all the BOT Road assets which were under GIVL and GPL together till 31 March 2016.
- All the BOT Road Assets under GPL were demerged and transferred to GHL and GHL became the holding company for all the BOT Road Assets from 31 March 2017 onwards.
- The listing of GHL on National Stock Exchange/Bombay Stock Exchanges is in progress. The process of listing will be completed shortly.
- The existing shareholders of GPL were issued Equity Shares of GHL in 1:1 ratio, i.e. for every 1 share held in GPL, 1 share of GHL was allotted.

In GJRL, the existing shares held by GIVL have been transferred to GHL pursuant to NCLT order.

Shareholding as at 31st March 2017 has been regrouped in terms of order of NCLT dated 3rd November 2017



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

11 Other equity

	As at	
	31 March 2018	31 March 2017
Equity Component in Financial Instrument	61,25,17,260	26,15,90,239
Retained earnings		
Balance as per last audited financial statements	(38,17,04,095)	(37,93,47,388)
Add: Total Comprehensive Income for the year	(2,93,42,041)	(23,56,707)
Balance at the end of the year	(41,10,46,136)	(38,17,04,095)
Total other equity	20,14,71,124	(12,01,13,856)

12 Borrowings

	As at	
	31 March 2018	31 March 2017
Non-current borrowings		
Term loans		
Secured		
From others	2,25,19,64,874	2,44,37,20,874
Less: Current maturities of long-term borrowings	21,19,66,000	19,17,56,000
Unsecured		
From related party (Refer Note III-c)	9,88,70,336	43,61,60,070
	2,13,88,69,210	2,68,81,24,944
Current borrowings		
Current maturities of long term loans		
Term loans		
Secured		
From others	21,19,66,000	19,17,56,000
	21,19,66,000	19,17,56,000
Aggregate Secured Loans	2,25,19,64,874	2,44,37,20,874
Aggregate Unsecured loans	9,88,70,336	43,61,60,070

I Nature of security for secured loans:

A. Term loans from banks and others are secured by:

- i) First mortgage and charge of all the borrower's immovable properties, present and future.
- ii) First charge by way of hypothecation of :
 - a) All the movables, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, present and future.
 - b) Operating cash flows, book debts and receivables and any other revenues of whatsoever nature and wherever arising, present and future.
 - c) All intangibles, including but not limited to goodwill, uncalled capital, present and future



12 Borrowings (continued..)

- d) Assignment on creation of security interest in (i) all rights, title, interest, benefits, claims and demands whatsoever of the borrower in the project documents, duly acknowledged, and consented to by the relevant counter-parties to such project documents; (ii) all the rights, title, interest and benefits, claims and demands whatsoever of the borrower in the clearances; (iii) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in any letter of credit, guarantees, performance bond provided by any party to
- e) Escrow Account, Debt Service Reserve, other reserves and any other bank accounts of the borrower wherever maintained.
- f) Pledge of all the shares(equity and preference) held by the sponsors representing 51% of the paid up share capital

B. Term loans-subordinated debt from IDFC Bank Ltd is secured by-

- i) Second mortgage and charge of all the borrower's immovable properties, present and future
- ii) Second charge by way of hypothecation of
 - a) All the movables, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, present and future.
 - b) Operating cash flows, book debts and receivables and any other revenues of whatsoever nature and wherever arising, present and future.
 - c) All intangibles, including but not limited to goodwill, uncalled capital, present and future
 - d) Assignment on creation of security interest in (i) all rights, title, interest, benefits, claims and demands whatsoever of the borrower in the project documents, duly acknowledged, and consented to by the relevant counter-parties to such project documents; (ii) all the rights, title, interest and benefits, claims and demands whatsoever of the borrower in the clearances; (iii) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in any letter of credit, guarantees, performance bond provided by any party to
 - e) Escrow Account, Debt Service Reserve, other reserves and any other bank accounts of the borrower wherever maintained.
 - f) Pledge of all the shares(equity and preference) held by the sponsors representing 51% of the paid up share capital

II Terms of repayment of secured loans

- a) The senior debt from banks and others, amounting to Rs. 3,160,000,000 is repayable in 29 unequal half yearly installments ranging from 1.60% to 6.88% commencing from 15th December 2011 to 15th December 2025.
- b) The Subordinate Debt availed from Infrastructure Development Finance Corporation Ltd (Now IDFC Bank Ltd) amounting to Rs. 250,000,000 is repayable in 30 unequal half yearly installments ranging from 1.40% to 6.88% commencing from 15th June 2012 till 15th December 2026.
- c) in case of surplus cash flows, the Company has to accelerate the repayments pro-rata amongst senior and sub-ordinate debt.
- d) Additional funds received, if any, from NHAI as damages towards cost escalation will be utilized towards acceleration of the loan repayment to the extent of escalation in interest on term loans.

III Terms of repayment of unsecured loans

- a) The Company shall repay the principal amount of the Shareholder's loan in one lump sum installment after the expiry of the tenor of the loans.
- b) Subject to the Lender's approval, the Company has a right to advance the repayment of the Shareholder's loan in the event of the cash flows of the Company are adequately in surplus for such advancement as determined by the subscriber or on successful refinancing of the loans as determined by the subscriber.
- c) During the year, the Unsecured Loan from GIVL have been transferred to GHL pursuant NCLT order.

Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ` unless otherwise stated)

13 Provisions

	As at	
	31 March 2018	31 March 2017
Non-current		
Provision for periodic maintenance	25,59,89,844	19,10,16,335
Provision for employee benefits		
-Gratuity, non-funded	5,83,021	8,43,386
	<u>25,65,72,865</u>	<u>19,18,59,721</u>
Current		
Provision for expenses	11,46,780	13,23,609
Provision for major maintenance	-	-
Provision for employee benefits		
-Gratuity, non-funded	27,783	23,520
	<u>11,74,563</u>	<u>13,47,129</u>

14 Other financial liabilities

	As at	
	31 March 2018	31 March 2017
Current maturities of long-term borrowings	21,19,66,000	19,17,56,000
Interest accrued	2,12,48,422	2,20,93,757
Creditors for expenses	34,97,848	57,32,213
Employee benefits payable	7,24,500	6,72,767
	<u>23,74,36,770</u>	<u>22,02,54,737</u>

15 Trade payables

	As at	
	31 March 2018	31 March 2017
Trade payables	30,54,960	-
	<u>30,54,960</u>	<u>-</u>

The identification of micro, small and medium enterprise suppliers as defined under the provisions of "Micro, small and medium enterprises Act, 2006" is based on Management's knowledge of their status. There are no dues to micro, small and medium enterprises as on 31 March 2018 or 31 March 2017.

16 Other current liabilities

	As at	
	31 March 2018	31 March 2017
Statutory liabilities	7,75,086	25,27,217
	<u>7,75,086</u>	<u>25,27,217</u>



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

17 Revenue from operations

	For the year ended	
	31 March 2018	31 March 2017
Other Construction Income	14,83,538	-
Operation & Maintenance Income	3,38,07,000	3,21,98,000
MMR Income	6,53,34,200	6,53,34,200
	10,06,24,738	9,75,32,200

18 Other income

	For the year ended	
	31 March 2018	31 March 2017
Interest on income tax refund	-	15,75,046
Dividend from mutual funds	69,64,069	1,23,54,101
	69,64,069	1,39,29,147

19 Finance Income

	For the year ended	
	31 March 2018	31 March 2017
Interest on financial asset receivable	32,69,49,900	34,25,30,336
	32,69,49,900	34,25,30,336

20 Employee benefits expense

	For the year ended	
	31 March 2018	31 March 2017
Salaries and wages	1,24,85,134	1,32,82,848
Gratuity	1,58,087	98,680
	1,26,43,221	1,33,81,528

Provision for Gratuity is made on actuarial basis as summarized below. The Company does not have any policy for Compensated Absences.

Profit and Loss account for current period

Service Cost:

Current Service Cost	89,675	68,565
and settlement	-	-
Net interest cost	68,412	30,115
Total included in 'Employee Benefit Expense'	1,58,087	98,680

Expenses deducted from the fund

Total Charge to P&L	1,58,087	98,680
---------------------	----------	--------

period

Components of actuarial gain/losses on obligations:

Due to change in financial assumptions	15,591	-
Due to experience adjustments	(4,29,780)	3,91,778
Income	(4,14,189)	3,91,778



Gayatri Jhansi Roadways Limited
Summary of Significant Accounting Policies and Other Explanatory Information
(All amounts in ₹ unless otherwise stated)

20 Employee benefits expense (continued...)
Reconciliation of defined obligation

	For the year ended	
	31 March 2018	31 March 2017
Defined Benefit Obligation		
Opening defined benefit obligation	8,66,906	3,76,448
Service Cost	89,675	68,565
Net interest expense	68,412	30,115
Components of actuarial gain/losses on obligations		
Due to change in financial assumptions	15,591	-
Due to experience adjustments	(4,29,780)	3,91,778
Benefits paid	-	-
Closing defined benefit obligation	6,10,804	8,66,906
Bifurcation of liability as per schedule III		
Current Liability	27,783	23,520
Non-current liability	5,83,021	8,43,386

Principal Actuarial Assumptions

	For the year ended	
	31 March 2018	31 March 2017
Discounting Rate	7.60%	8.00%
Average Salary Growth Rate	4.00%	4.00%
Attrition Rate	3 % at all ages	3 % at all ages

Sensitivity to key assumptions

Discount Rate Sensitivity

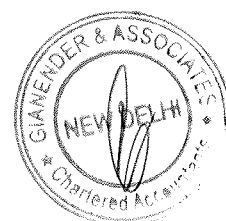
Increase by 1%	5,73,102	7,87,103
(% change)	-6.17%	-9.21%
Decrease by 1%	6,53,122	9,59,834
(% change)	6.93%	10.72%

Salary Growth Rate Sensitivity

Increase by 1%	6,54,237	9,20,819
(% change)	7.11%	6.22%
Decrease by 1%	5,71,513	8,20,098
(% change)	-6.43%	-5.40%

Withdrawal Rate (W.R.) Sensitivity

W.R. + 1%	6,20,111	7,87,103
(% change)	1.52%	-9.21%
W.R. - 1%	6,00,383	9,59,834
(% change)	-1.71%	10.72%



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

21 Finance costs

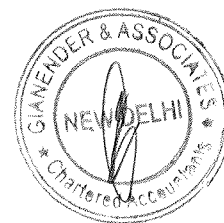
	For the year ended	
	31 March 2018	31 March 2017
Interest on borrowings	24,07,12,116	26,14,76,420
Interest portion of financial liabilities	1,36,37,288	6,01,60,010
Other finance costs	21,31,759	28,78,618
	25,64,81,163	32,45,15,048

22 Other expenses

	For the year ended	
	31 March 2018	31 March 2017
Other Construction Expenses	14,83,538	-
Operations and maintenance expenses	5,32,01,960	3,81,98,000
Periodic maintenance expenses	9,27,61,683	6,53,34,200
Major Maintenance Expenses	2,19,07,234	-
NHAI IC Expenses	35,22,063	33,94,458
Rent	14,26,575	13,31,335
Insurance	2,83,363	2,95,711
Travelling and conveyance	9,24,735	4,07,792
Legal and professional charges (refer note below)	1,66,84,335	59,49,940
Site expenses	24,30,850	18,68,577
Miscellaneous expenses	5,02,215	12,45,056
	19,51,28,551	11,80,25,069

Legal & Professional charges includes Payment to auditors

	31 March 2018	31 March 2017
As auditor:		
Audit fee	3,54,000	3,45,000
Tax audit fee	59,000	57,500
In other capacity:		
For other services	76,580	19,495
	4,89,580	4,21,995



Gayatri Jhansi Roadways Limited**Summary of Significant Accounting Policies and Other Explanatory Information**

(All amounts in ₹ unless otherwise stated)

23 Earnings per share

Basic EPS amount are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

The following reflects the income and shares data used in the basic EPS computations:

	For the year ended	
	31 March 2018	31 March 2017
Loss attributable to equity holders of the Company	(2,93,42,041)	(23,56,707)
Weighted average number of equity shares in calculating basic EPES	4,24,00,000	4,24,00,000
Nominal value per equity share	10	10
Effect of dilution:		
Weighted average number of equity shares used in computation of diluted EPES	4,24,00,000	4,24,00,000
Basic and Diluted Earnings (Loss) per share	(0.69)	(0.06)

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

	As at	
	31 March 2018	31 March 2017
Financial assets		
Receivable under SCA	2,75,17,36,231	2,92,46,45,131
Trade receivables	2,16,63,859	2,16,63,859
Cash and cash equivalents	36,80,85,031	34,17,58,724
Others	23,43,119	23,43,119
Total	3,14,38,28,240	3,29,04,10,833
Financial liabilities		
Borrowings	2,35,08,35,210	2,87,98,80,944
Other Financial Liabilities	2,54,70,770	2,84,98,737
Trade payables	30,54,960	-
Total	2,37,93,60,940	2,90,83,79,681

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.

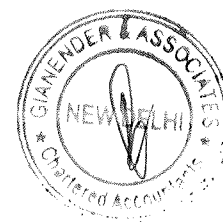
The carrying value of Rupee Term Loan and Loan from Related Party approximate fair value as the instruments are at prevailing market rate.

25 Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, 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.



26 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.

27 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 market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The company is not exposed to foreign currency risk as it has no borrowing or no material payables in foreign currency. The Company's activities expose it primarily to the financial risks of changes in interest rates.

i) 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 change very frequently and the estimate of the management is that these will not have significant upward trend.

The company's exposure to interest rate risk due to variable interest rate borrowings is as follows:

Particulars	As at	
	31 March 2018	31 March 2017
Senior Debt from Banks - Variable rate borrowings	2,37,20,83,632	2,90,19,74,701

Sensitivity analysis based on average outstanding Senior Debt

Interest Rate Risk Analysis	Impact on profit/ loss after tax	
	31 March 2018	31 March 2017
Increase or decrease in interest rate by 25 basis points	65,92,573	75,19,186

Note: Profit will increase in case of decrease in interest rate and vice versa

ii) Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk).

The company is exposed to price risk due to investments in mutual funds and classified as fair value through profit and loss.

The company measures risk through sensitivity analysis.

The company's risk management policy is to mitigate the risk by investments in diversified mutual funds.

The company does not expose to price risks as on 31st March 2018.

b) 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 main receivable is from the grantors of the concession which is Government Authority.

c) Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial assets.

The company is exposed to liquidity risk due to bank borrowings and trade and other payables.

The company measures risk by forecasting cash flows.

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ` unless otherwise stated)

27 c) Liquidity Risk (continued..)

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking damage to the Company's reputation. The Company ensures that it has sufficient fund to meet expected operational expenses, servicing of financial obligations.

The following tables detail the company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The tables include both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the company may be required to pay.

As at 31st March 2018	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Derivative Financial Liability					
Borrowings	2,35,08,35,210	42,72,06,633	42,01,83,645	1,21,55,05,304	1,24,84,53,645
Other Financial Liabilities	2,54,70,770	2,54,70,770	-	-	-
Trade payables	30,54,960	30,54,960	-	-	-

As at 31st March 2017	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Non Derivative Financial Liability					
Borrowings	2,87,98,80,944	43,24,68,116	42,72,06,633	1,23,65,21,631	1,98,49,10,697
Other Financial Liabilities	2,84,98,737	2,84,98,737	-	-	-
Trade payables	-	-	-	-	-

The following table details the company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

As at 31st March 2018	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Receivable under SCA	2,75,17,36,231	49,80,60,460	48,93,03,900	1,43,50,89,000	2,08,14,22,000
Trade receivables	2,16,63,859	2,16,63,859	-	-	-
Cash and cash equivalents	36,80,85,031	36,80,85,031	-	-	-
Others	23,43,119	23,43,119	-	-	-

As at 31st March 2017	Carrying Amount	upto 1 year	1 - 2 years	2 - 5 years	> 5 years
Receivable under SCA	2,92,46,45,131	49,98,58,800	49,80,60,460	1,44,80,51,900	2,55,77,63,000
Trade receivables	2,16,63,859	2,16,63,859	-	-	-
Cash and cash equivalents	34,17,58,724	34,17,58,724	-	-	-
Others	23,43,119	23,43,119	-	-	-

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.

	As at	
	31 March 2018	31 March 2017
Debts	2,37,20,83,632	2,90,19,74,701
Less: Cash and Bank Balances	(36,80,85,031)	(34,17,58,724)
(A)	2,00,39,98,601	2,56,02,15,977
Equity & Other equity (B)	62,54,71,124	30,38,86,144
Net Debt / Total Capital (A/B)	3.20	8.42
Debts include Long term borrowing (including its current maturities) and interest accrued thereon.		

28 Disclosure pursuant to Appendix - A to Ind AS 11 - "Service Concession Arrangements"**Description and classification of the arrangement**

28.1. Gayatri Jhansi Roadways Limited ("the Company") is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is a Special Purpose Vehicle (SPV) incorporated on 7th July 2006 for execution of the project "Improvement, Operation and Maintenance, Rehabilitation and Strengthening of existing 2-lane Road and widening to 4-lane Divided Highway of NH-25/26 in the state of Uttar Pradesh on Build Operate Transfer (BOT)-Annuity Basis. The company has entered into a Concession Agreement with National Highways Authority of India, which specified a two and a half year of construction period and seventeen and a half years of Operation & Maintenance period. The project has achieved the Commercial Operations Date on 11th June 2010 for 35 Kms of the Project Highway, out of 49.70 Kms. During the year, the company has obtained Final Completion Certificate.

28.2. Significant Terms of the arrangements**Receipt of Annuity:**

Annuities shall be received semi-annually subject to the provisions Article 6.1 of the Concession Agreement dated Sept 29, 2006.

Concession Fee and Other Fees:

As per Article 7.2 of the Concession Agreement, the company is liable to pay Concession Fee Re 1 every year during the Concession Agreement

Obligation of the Company

The company is under obligation to undertake, comply with and perform as per the Chapter-III "Obligations and Undertakings" of the CA.

Operation & Maintenance

The company is under obligation to carry out the routine and periodic maintenance of Project Highway as per Appendix-5 of the CA.

Details of any assets to be given or taken at the end of concession period

At the end of the Concession period the company shall deliver the actual or constructive possession of the Project Highway, free and clear of all encumbrances.

Details of Termination

CA can be terminated on account of default of the company or NHAI in the circumstances as specified under chapter-VII of the CA.

29 Disclosure pursuant to Ind AS 23 "Borrowing Costs"

	As at	
	31 March 2018	31 March 2017
Finance Cost	25,64,81,163	32,45,15,048
Less : Capitalized during the year	-	-
Finance Cost charged to Statement of P/L	25,64,81,163	32,45,15,048



30 Disclosures as per Ind AS 37 - "Provisions, Contingent Liabilities and Contingent assets "**(a) Nature of provision:**

The company is required to operate and maintain the project highway during the entire concession period and hand over the project back to the Authority (NHAI) as per the maintenance standards prescribed in Concession agreement.

For this purpose, a regular maintenance along with periodic maintenances is required to be performed. Normally periodic maintenance includes resurface of pavements, repairs of structures and other equipments and maintenance of service roads.

As per industry practice, the periodic maintenance is expected to occur after 5-7 years. The maintenance cost / bituminous overlay may vary based on the actual usage during maintenance period. Accordingly on the grounds of matching cost concept and based on technical estimates, a provision for major maintenance expenses is reviewed and is provided for in the accounts annually.

(b) Movement in provisions:

	As at	
	31 March 2018	31 March 2017
Opening balance	19,10,16,335	35,01,39,302
Additional provision	9,27,61,683	6,53,34,200
Utilised	4,96,95,408	22,44,57,167
Unused amounts reversed	-	-
Unwinding of discount and changes in discount rate	-	-
Closing balance	23,40,82,610	19,10,16,335

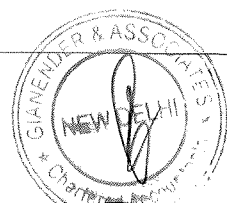
(c) Contingent liabilities

	As at	
	31 March 2018	31 March 2017
Claims against the company not acknowledged as debt		
Claims made by NHAI towards non-maintenance of old existing highway "Jhansi-Babina" stretch *	1,49,62,739	1,49,62,739
Guarantees	-	-
Other money for which the company is contingently liable	-	-

*The Company has protested against this deduction and asked NHAI to refund the same. In case it is not recoverable from NHAI, the Company will recover the same from the O&M Contractor under the O&M Agreement.

31 Commitments

	As at	
	31 March 2018	31 March 2017
a) Estimated amount of contracts remaining to be executed on Capital Account not provided for	-	-
b) Uncalled liability on shares and other investments partly paid	-	-
c) Other commitments	The Company has commitment of Operations & Maintenance (O&M) Service Fee and Periodic Maintenance Fee in terms of the O&M Agreement dated 14th May, 2007 entered into with Gayatri Project Limited.	



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

32 Related party disclosures

a) Name of related parties and nature of relationship

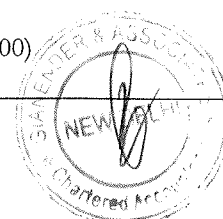
Names of the related parties	Nature of relationship
Gayatri Highways Limited	Holding Company
Gayatri Projects Limited	Enterprises in which Key Management personnel and/or their relatives have significant influence
India Infrastructure Fund	Entity having significant influence (more than 20% interest in the voting power)
J. Brij Mohan Reddy, Director	Director
Bajrang Lal Gupta	Director
M.V. Narasimha Rao	Director
P. Raj Kumar, Company Secretary (Resigned w.e.f. 31.01.2018)	Key Management personnel
Kola Nagaraju, Chief Financial Officer	Key Management personnel
Ramasankara Rao Raghumandala	Key Management personnel

b) Transactions with related parties

	For the year ended	
	31 March 2018	31 March 2017
Gayatri Projects Ltd		
Operation & maintenance expenses	5,32,01,960	3,81,98,000
Major maintenance cost	4,96,95,408	22,44,57,168
Other works	14,83,538	-
Gayatri Highways Limited-Interest on financial liabilities	69,56,469	3,06,88,010
India Infrastructure Fund-Interest on financial liabilities	66,80,819	2,94,72,000
Remuneration to Chief Financial Officer	5,58,000	3,96,000
Remuneration to Company Secretary	12,50,000	9,90,000
Sitting Fees paid to:		
M.V. Narasimha Rao	20,000	15,000
Bajrang Lal Gupta	25,000	25,000

c) Balances receivable/(payable)

	As at	
	31 March 2018	31 March 2017
Gayatri Highways Limited		
Subscription of Equity	(21,61,99,940)	(21,61,98,940)
Unsecured loan	(5,04,34,397)	(22,24,88,070)
Gayatri Projects Ltd		
Subscription of Equity	-	(1,000)
Material Advance	34,70,852	34,70,852
O & M Expenses	(46,84,960)	-
Major Maintenance Expenses	-	99,39,082
Utility Shifting Advance	3,60,70,541	3,60,70,541
Advance for Change of Scope	5,17,17,189	5,17,17,189
Reimbursement of Site Expenses	(1,26,138)	(1,26,138)
India Infrastructure Fund		
Subscription of Equity	(16,54,00,000)	(16,54,00,000)
Unsecured loan	(4,84,35,939)	(21,36,72,000)
Manager	-	-
Chief Financial Officer	(45,300)	(43,600)
Company Secretary	-	(92,100)



Gayatri Jhansi Roadways Limited

Summary of Significant Accounting Policies and Other Explanatory Information

(All amounts in ₹ unless otherwise stated)

33 Segment reporting

Based on the Company's business model and considering the internal financial reporting to the management, the Company has identified only one reportable segment i.e. "construction, operations and maintenance of roads, highways and toll roads"

34 Comparatives

Previous year comparatives have been reclassified and regrouped wherever necessary, to confirm to current years' presentation.

35 Events after the reporting period

There are no significant events after the reporting period that substantially affect the financial position of the company.

For **GIANENDER & ASSOCIATES**
Chartered Accountants

Jeetender Kumar Gupta
Partner

Membership No. 092547

Place: New Delhi

Date: 22.05.2018



For and on behalf of Board of directors of
Gayatri Jhansi Roadways Limited

J. BRIJ MOHAN REDDY
Director

DIN:00012927

KOLA NAGARAJU

Chief Financial Officer

Place: Hyderabad

Date: 22.05.2018

B.L. GUPTA
Director

DIN:07175777

Place: Hyderabad

Date: 22.05.2018