JMC PROJECTS (INDIA) LTD.

(A Kalpataru Group Enterprise)

July 08, 2022

Corporate Service Department **BSE Limited** 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The Listing Department **National Stock Exchange of India Ltd.** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051
Scrip Code: 522263	**Trading Symbol: JMCPROJECT**

Sub.: Submission of Integrated Annual Report for the financial year 2021-22 along with the Notice of 36th Annual General Meeting of the Company

Dear Sir/Madam,

In compliance with the Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Integrated Annual Report of the Company for the financial year 2021-22 along with the Notice of 36th Annual General Meeting of the Company to be held on Wednesday, August 03, 2022 at 11.00 a.m. IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The referred Notice and the Annual Report of the Company are being sent to the members through electronic mode.

The Integrated Annual Report along with the Notice of 36th Annual General Meeting is also uploaded on the Company's website at www.jmcprojects.com

Kindly take the same on your records.

Thanking You,

Yours faithfully,
For **JMC Projects (India) Limited**

JMC PROJECTS (INDIA) LTD.

Samir Raval
Company Secretary & Compliance Officer

Encl.: As above

KALPA-TARU®

JMC Projects (India) Ltd.
A Kalpataru Group Enterprise

EXCITING TIMES.
AGILE APPROACH.
DIVERSIFIED GROWTH.

JMC Projects (India) Ltd.

INTEGRATED ANNUAL REPORT **2021-22**

ACROSS THE PAGES

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Standalone Financial Statements

Consolidated Financial Statements

For more information please visit
https://www.jmcprojects.com

Investor information

Market Capitalisation as at 31 March, 2022	: ₹1347.44 Crores
CIN	: L45200GJ1986PLC008717
BSE Code	: 522263
NSE Symbol	: JMCPROJECT
Bloomberg Code	: JMCP:IN
AGM Date	: 3 August, 2022

Disclaimer:

This document contains statements about expected future events and financials of JMC Projects (India) Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

EXCITING TIMES.
AGILE APPROACH.
DIVERSIFIED GROWTH.

Opportunities often favour those who display perseverance and are consistently working towards building themselves for SUCCESS.

Over the last two years, while all economies and companies globally navigated uncertainties and volatile market dynamics, we at JMC have also been consistently working towards strengthening our ecosystem to elevate our capabilities. Our efforts enabled us to emerge stronger from the difficult times, riding the wave of growth, and ready to leverage the plethora of opportunities.

With tremendous success across our sectors and the proposed merger of JMC with Kalpataru Power Transmission Limited, we are geared to form a larger, more comprehensive entity capable of providing end-to-end EPC solution across varied sectors.

With the blend of expertise and experience, abilities and identities, we are looking forward to enhancing our operational, organisational and financial efficiencies, achieving economies of scale, bringing in the benefit of synergy and availing expanded businesses. Therefore, offering better value for our stakeholders.

We have continuously adopted an agile approach to ensure a smoother navigation of the fickle market scenario while building ourselves to better cater to our customers. We are looking forward to newer opportunities to bid for larger and complex infrastructure projects along with the efficient allocation of capital and cash management – making the road ahead both fulfilling and promising for us.

The merger has opened the canvas for our diversified growth – across sectors and geographies – presenting us with a new world full of opportunities.

So as we move toward the future, we are full of gratitude and optimism. We are looking forward to serving a greater number of customers through our projects and services and creating more value for our stakeholders.

We are looking forward to Exciting times, with an Agile Approach, with the intent to create more value through the opportunities of Diversified Growth.

GEARING UP FOR EXCITING TIMES, WITH AN AGILE APPROACH TOWARDS DIVERSIFIED GROWTH

As we move forward, we are evolving with the world, backed by our digital innovation and strategic growth moves. The importance of digital innovation was highlighted during the pandemic period as it demonstrated the need for a strong digital ecosystem to enable the dynamic working needs. At JMC, with our focus on sustainable growth, we are carving a niche for ourselves that we can .thrive on. With strengthened capabilities across carefully chosen sectors and with the merger, we are confident of creating a sustainable growth path for both companies to create long-term value. We are optimistic about creating and achieving economies of scale, as the merger will allow us to enhance our operational, organisational, and financial efficiencies. These efficiencies will further help us leverage our capabilities to build and expand business offerings in the untapped and unexplored markets. This, in turn, will create greater and more stable value for both the organisation and stakeholders.

We are at the cusp of **'Exciting Times'**

- Economic uncertainties
- Push on infrastructure development
- Our strengthened capabilities
- All time high order book
- Digitalised systems and innovation culture
- Focus on sustainability
- Merger-ready organisations

We have adopted an **'Agile Approach'**

- Prudent capital allocation
- Cash and Working Capital management
- Continued focus on Core business
- Building teams in high potential businesses

We are geared for achieving **'Diversified Growth'**

- Merger driving growth
- Larger & more complex projects
- Leveraging KPTL's balance sheet strength
- International expansion

We are at the cusp of 'Exciting Times'

2021-22 was a landmark year for JMC. While the year was marred by various economic uncertainties, JMC ploughed ahead and continued to work on developing its capabilities and solidifying its position as a leading provider of civil construction services in its carefully chosen sectors. As economies across the globe started dwindling under the impact of the pandemic, Russia-Ukraine war and other geopolitical events, governments turned their attention towards increasing investments for infrastructure development to pull the economies out of their depressed states. The consequent favourable environment further propelled JMC's efforts, leading to record high order inflows and order book for the Company of ₹10,139 Crores and ₹17,139 Crores respectively by end of the fiscal.

JMC's, board approved, merger with its parent Company Kalpataru Power Transmission Limited (KPTL) has come at a very opportune time. Over the last few years, we have consistently been working towards aligning the organisations to achieve a merger-ready state. With the process, policy and systemic synchronisation of both the companies we are in a pivotal state to realise the consolidated potential. The wider opportunity landscape of JMC and the robust balance sheet of KPTL are rightly positioned to act as a catalyst for both companies' growth.

With a robust technological back-end and a proactive inclination for sustainable solutions, JMC is very well positioned to ride the growth wave as we tread through these 'Exciting Times'.

We have adopted an 'Agile Approach'

What helped JMC emerge victorious from the market volatility is the adoption of an agile approach. While we witnessed tremendous growth in our order book, we were constrained by our balance sheet. We prudently took capital allocation decisions to direct resources towards businesses with superior return profiles. We consciously monitored all non-core businesses and assets and took strict but necessary actions. We exited the Kurukshetra Expressway asset while restructuring of other road assets is underway. Continuous focus on cash and working capital management has become central to JMC's way of working.

We continued to focus on developing our capabilities across core business areas by making considerable investments over the last decade. This has helped us strengthen our position as a partner of choice for all our clients and consolidate our position as a leader in B&F and Infrastructure development sectors. We also undertook an extensive exercise to evaluate opportunities in the market and driven by the findings have worked on strengthening our capabilities in delivering projects for the water sector. Our focused approach has enabled us to grow our business in the water segment, which has witnessed a growth of 10x in the last five years.

With an intent to grow in our strategically chosen sectors and geographies, we have been working towards building capable teams to drive our expansion. This has reaped benefits in form of orders won during the fiscal. Our water division won order worth over ₹3,200 Crores and we won international orders in Ghana & Ethiopia (Highway development).

We are geared for achieving 'Diversified Growth'

With all the pieces of the puzzle falling in place as a result of the consistent efforts of our management and employees, JMC is well positioned to enter its next phase of growth. The merger of JMC with KPTL will enable us to bid for larger and more complex projects and provide comprehensive solutions to our clients. This merger will further provide impetus to JMC's growth ambitions by unlocking the Company's balance sheet constraints and providing access to a wider international network.

All the strategic decisions taken over the last few years are reaping benefits for us by building customer trust. It will further help us leverage our brand value and name by attracting the right talent. With all of these advantages on our side, we are confident of seizing larger opportunities by actively evaluating organic and inorganic growth avenues and building an ecosystem to drive growth.

AMONG THE LEADING GLOBAL TURNKEY ENGINEERING AND CONSTRUCTION SERVICES COMPANIES ROOTED IN INDIA

Established in 1986, JMC Projects (India) Limited, has transformed into a prominent EPC player in the construction space. JMC's diversification across various business streams and high focus on quality, safety and sustainability has strengthened its competitive position.

Over the last 3 decades, thriving on its strong technical capabilities and will power, JMC creates and provides the right value proposition for its customers. The technical know-how and the ability to weave agility and innovation into the culture of the organisation has enabled JMC to cater customers across diverse segments. With its rich experience JMC's service portfolio includes design, procurement, supply, installation, testing and commissioning of residential buildings, commercial complexes, institutional buildings, industrial projects, water infrastructure, roads and highways, metros and other urban infrastructure projects. Harnessing the opportunities of the dynamic landscape of the industry, JMC has widened its wings in the international markets.

TOUCHING LIVES THROUGH LANDMARK EDIFICES

- Residential Buildings
- Commercial complexes
- Industrial Projects
- Water Supply
- Irrigation
- Highways
- Expressways
- Bridges
- Flyovers
- Metros

Supported by its proven track-record of timely execution, cost efficiency, management of sustainability concerns, safety and all regulatory compliances, today JMC is poised to benefit from its presence across some of the fastest growing sectors globally. This is further underpinned by its strategic decision to merge with the KPTL. This merger is expected to provide significant synergies and strengthen the integrated entity's service offerings. Expanding the benefits of this strategic decision the merger would also lead to operational and financial efficiencies and help enhance capabilities.

35 years

Of experience in civil and construction industry

₹5,519 Crores

Consolidated Revenue in 2021-22

₹17,139 Crores

Standalone Order Book as on 31 March, 2022

4,223

No. of Employees as on 31 March, 2022

Order inflows in 2021-22 at ₹10,139 Crores largely driven from orders in B&F, Water and Urban Infra projects.

MISSION

Building Infrastructure
for Better Life

VISION

To be a preferred global EPC partner, delivering sustainable growth and enhancing stakeholders' value through innovative solutions and inspired people.

VALUES

- Business Ethics
- Quality
- Respect
- Pride
- Humility
- Prudence

GEOGRAPHICAL PRESENCE

This map is a generalised illustration only for the ease of the readr to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection to its accuracy or completeness.

OUR BUSINESS STREAMS

BUILDING & FACTORIES

We are among the leading companies offering EPC services for the design and construction of Residential, Commercial and Institutional Buildings, Factories, and Industrial EPC Projects. We have capabilities to undertake MEP, HVAC, Facade, Finishing and Interior projects on EPC basis. Our established pan-India presence, with robust, performance driven customer relationship management helps us to bag repeat orders from most of our clients.

61

Ongoing Projects

16

Projects delivered in 2021-22

INFRASTRUCTURE

JMC through its contribution in the civil infrastructure space has become one of the major contributors in nation building. Its service offerings in EPC services for the design and construction of Highways, Bridges & Flyovers, Metro Rail Corridors Stations, Transit Terminals & Hubs has helped it transform into a civil powerhouse. The Company has established pan India presence, with the core asset base providing competitive advantage.

140 km

Length of Highway / Road Projects Won in 2021-22 in Ghana and Ethiopia

WATER

JMC undertakes works in water infrastructure specializing in Water Network Development, Water Treatment Plants, Desalination, Irrigation and Water Linking projects etc. JMC has also developed capability of executing underground drainage network for meeting the requirements of a large town or a city.

₹3,200+ Crores

Projects awarded in 2021-22

31

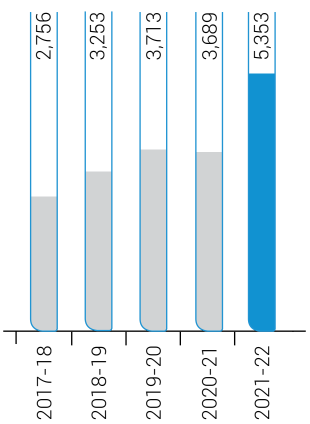
Ongoing projects

JMC Projects (India) Ltd.

OUR PERFORMANCE

Revenue from Operations

₹ in Cr

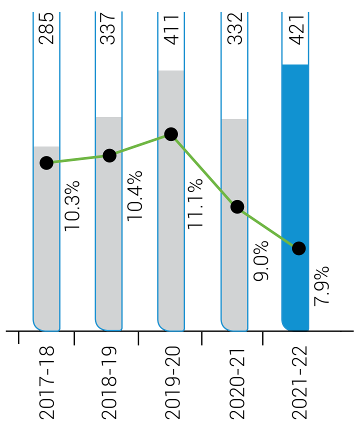


Core EBITDA

₹ in Cr

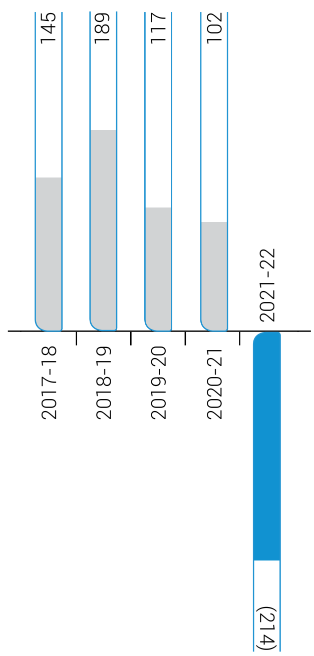
Core EBITDA Margin

in %



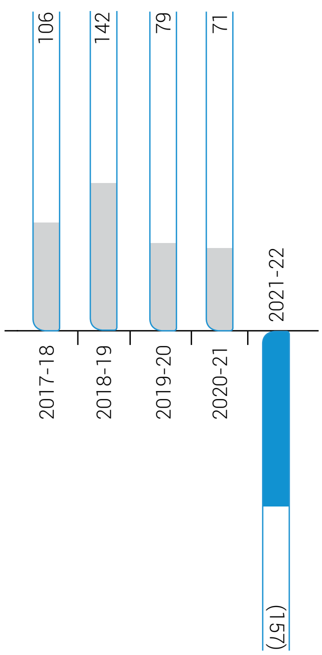
PBT

₹ in Cr



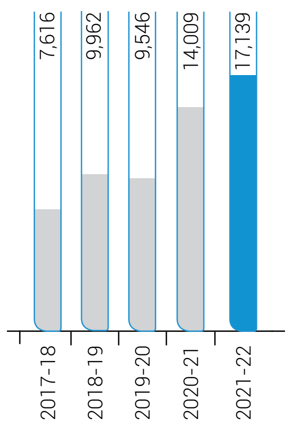
PAT

₹ in Cr

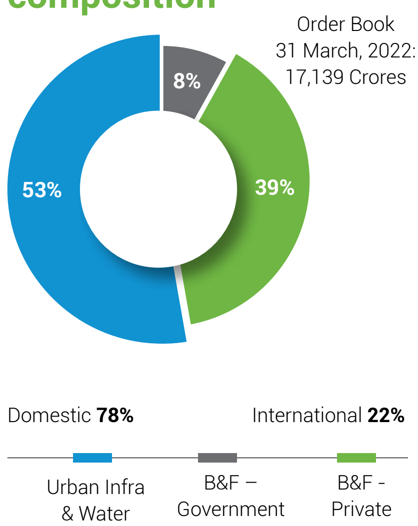


Order book value

₹ in Cr



Order Book composition



FINANCIAL HIGHLIGHTS

(₹ in Crores)

Particulars	Financial Year				
	2021-22	2020-21	2019-20	2018-19	2017-18
Revenue from Operations	5,353	3,689	3,713	3,253	2,756
Other Income	33	27	27	25	18
Total Income	5,386	3,716	3,740	3,278	2,774
Growth %	45.0%	-0.7%	14.1%	18.2%	18.4%
Total Expenditure	5,313	3,357	3,381	2,916	2,471
Operating Profit (PBDIT)	73	358	359	362	302
Core EBITDA****	421	332	411	337	285
Interest	120	114	125	95	86
Profit Before Depreciation and Tax (PBDT)	(47)	244	234	267	217
Depreciation	167	142	117	78	72
Profit Before Tax (PBT)	(214)	102	117	189	145
Provision for IncomeTax / FBT / Deferred Tax	(57)	31	38	46	39
Profit After Tax (PAT)	(157)	71	79	142	106
Profit Available for Appropriation	(157)	71	79	142	106
Other comprehensive income	30	(11)	(17)	5	(1)
Total comprehensive income for the period	(127)	60	62	147	105
Net Worth	880	1018	970	923	789
Long Term Borrowings	316	350	497	390	314
Short Term Borrowings (including current maturity of long term debts)	672	445	353	375	422
Total Borrowings	988	795	850	766	737
Capital Employed (Net Worth + Total Borrowings)	1,868	1,814	1,819	1,689	1,526
Debt Equity Ratio (Total)	1.12:1	0.78:1	0.88:1	0.83:1	0.93:1
Debt Equity Ratio (Long Term)	0.36:1	0.34:1	0.51:1	0.42:1	0.40:1
Book Value per Equity Share (₹)*	52.4	60.7	57.8	55.0	47.0
Earning per Equity Share (₹)*	(9.4)	4.2	4.7	8.5	6.3
Equity Dividend %	50.0%	35.0%	35.0%	35.0%	30.0%
Operating Profit %	1.4%	9.7%	9.7%	11.1%	11.0%
Core EBITDA Margin %	7.9%	9.0%	11.1%	10.4%	10.3%
Profit Before Tax %	-4.0%	2.8%	3.1%	5.8%	5.3%
Profit after Tax %	-2.9%	1.9%	2.1%	4.4%	3.9%
Return (Pre-tax) on Average Networth %	-22.6%	10.3%	12.3%	22.0%	19.6%
Average Capital Employed	1,841	1,817	1,754	1,607	1,426
Return on Average Capital Employed %**	-5.1%	11.9%	13.8%	17.6%	16.2%
Order Backlog at the year end***	17,139	14,009	9,546	9,962	7,616
No. of Employees	4,223	3,766	3,600	3,781	3,324

* In F.Y : 2018-19, the Company with requisite approval in place has sub-divided the face value of equity shares of the Company from ₹10/- each to ₹2/- each. The record date for the sub-division was 05 October, 2018. Book value per share and Earnings Per Share (EPS) of previous periods have been restated.

** For calculating Return, interest is added back in Profit before tax.

*** Includes orders in the name of Joint Ventures.

**** Core EBITDA = Operating Profit (PBDIT) - Other Income (Core EBITDA excludes impact of ECL provision made towards loans/ advances given to subsidiary and exceptional items)

MESSAGE FROM THE CEO & MANAGING DIRECTOR

"Over the last two years, we have consistently focused on strengthening our core business by building our capabilities in strategic sectors and geographies to generate long-term business value."

Dear Shareholders,

For the second consecutive year, I am writing this letter to you under a cloud of the Covid-19 pandemic. The past two years have been difficult, unpredictable and challenging for the world to say the least. We are confronting repeated waves of pandemic-led disruptions with uncertainty still looming over the spectrum of the world economies. There is longer-term uncertainty about the post-Covid world due to rapid changes and shifts in technology, consumer behaviour, supply chains, geopolitics, climate change and a host of other factors dampening the optimism over the pace of recovery.

The year 2021-22 can well be called a period of revival from the challenges and distressing situations encountered in the last couple of years. Global industrial activity continued to be affected by the disruptions caused by the pandemic. While the Indian industry was no exception to these interferences, its performance showed strong signs of improvement in 2021-22. Gradual unlocking of the economy, record vaccinations, improvement in consumer demand, continued policy support towards industries by the Government in the form of Atma Nirbhar Bharat Abhiyan and further reinforcements during the fiscal together led to an upturn in the performance of the industrial sector.

In the past two years, of which we are hopeful we have seen the peak of Covid-19, we, at JMC, ensured that our staff was cared for and supported. We extended the flexibility to work from home along with financial and mental health support to our team while respecting and following all the Government-recommended and mandated guidelines and protocols. JMC's success in the year gone by and otherwise would have been impossible without our dedicated employee's determination. Their faith in our Company and undeterred support, even from their families, makes JMC's foundation unshakable. I would also thank our customers and vendors for their continued trust in us and unfailing assistance. I am pleased to commend our management team and employees on the great work done, amid a difficult economic climate. We are indebted to each one associated with our Company for helping us achieve the results presented in this Integrated Annual Report.

Across our financial metrics, we have made great strides in terms of the key numbers. Pleasingly, our operational performance for the year followed the strategic narrative outlined in the previous years. The standalone revenue for 2021-22 stood at ₹5,353 Crores as compared to ₹3,689 Crores in the last fiscal – a growth of over 45% year on year. This growth was driven by healthy execution in B&F and Water business. Our core EBIDTA stood at ₹421 Crores in 2021-22 as compared to ₹332 Crores in 2020-21 – reporting a growth of 27% over the last year.

We are advancing with our plan of action to fast-track our business growth to take us closer to our long-term goal. Through these years, we have strengthened our business by blending three strategic pillars focussing on three prime areas: First, underpinning our core business and delivering sustained and profitable growth to expand our business. Second, entering newer geographies worldwide by capitalising on our parent Company's strong global and localised presence to create brand value. Lastly, offering excellence to our customers emphasising best-in-class execution, quality, innovation and people development to make us reliable and customer-centric. This approach has improved our revenue by re-evaluating our goal and focusing on specific markets and clients for integrated business deals. Overall, these strategies are adding weightage to our credibility and underpropping our concern for society, building and enhancing both our business and brand, simultaneously.

> “We are advancing with our plan of action to fast-track our business growth to take us closer to our long-term goal.”

Exciting Times

Even amidst geopolitical uncertainties, commodity volatility, and supply chain issues, we were able to create enormous business opportunities on the back of improved focus on infrastructural development by governments across world. I am pleased to inform you that, for the 2021-22, JMC recorded the largest ever order inflow of ₹10,139 Crores – a growth of 28% compared to previous fiscal – with a strong order book of ₹17,139 Crores as on 31 March, 2022. This is a testimony to our capabilities, deliverables, quality and commitment towards embracing the principles of sustained growth and riding out of the storm. JMC is now gearing up for international expansion, building capabilities while leveraging domestic experience. We are building up in the water sector, transport and public infrastructure, seeking increased investment to drive economic growth.

The introduction of the production-linked incentive scheme (PLI) to encourage scaling up of industries and a major boost to infrastructure – both physical as well as digital – combined with continued measures to reduce transaction costs and improve ease of doing business would support the pace of recovery. Several initiatives, such as the National Infrastructure Pipeline (NIP) and National Monetisation Plan (NMP), were undertaken to propel the infrastructure investment. There has also been a substantial increment in the Capital expenditure for the Indian Railways.

Agile Approach

We are confident about the approach we took during the year. The integrated and coordinated approach adopted for investment strategies will allow us a more efficient capital and cash management allocation. This indeed will help us evaluate, allocate and invest in opportunities for higher RoCE businesses. Water was one sector we identified and grew in by demonstrating a growth of over 10X in the last 5 years.

We are evaluating each of our businesses and assets to evaluate their long-term viability. Consequently, we exited the Kurukshetra Expressway asset while restructuring of our other road assets is underway. We continue to build our capabilities across our core operations and are building teams across international boundaries. Consequently, we have made successful foray in the international market with project wins in the Water and Infrastructure sectors across

Maldives, Ghana and Mongolia and continue to explore other viable opportunities.

Diversified Growth

We are glad to announce the long-awaited Merger of KPTL and JMC. We have been preparing for this merger for many years, and now our policies are completely synchronised. We are confident of leveraging KPTL's balance sheet in the diverse segments that we are present in. The merger will also enable consolidation of administrative and managerial functions to help us utilise resources optimally.

While we are witnessing rapid growth in the water business, we will continue to focus on infra projects and international business to maintain a balanced portfolio. We are in a better position to provide comprehensive services to our customers and can handle much larger and complex projects with the integrated capabilities of JMC & KPTL.

The merger of KPTL and JMC will lead us to focus on adding value to each project. The consolidation of the businesses will result in business expansion and greater value for shareholders and all other stakeholders. The increased net worth will enable us to bid for larger, complex infrastructure projects while providing impetus for better corporate performance. It will help us enhance our operational, organisational and financial efficiencies, and achieve economies of scale by pooling resources. This will amplify our synergies in costs, operations, stronger and wider capital and financial base for future growth.

Going forward, we are confident about our calibre to undertake large and complex projects arising from the massive investments planned by the GoI. Our presence across diverse sectors will help us harness opportunities from the increased investments in improving road, metro, high speed and semi high speed rail and other infra projects.

This will be further accelerated by the 'Make in India' and PLI Scheme to attract local manufacturing, leading to industrial capex, which will help us leverage our capabilities and prowess in the B&F sector. Our endeavour to reach globally is helping us make deeper inroads in the international markets of SAARC, Africa & Central Asia. Further, our increasing focus on the water segment will entitle us to benefit from the budgetary allocation planned of ₹600 Billion in 2022-23 for Jal Jeevan Mission (JJM) with opportunities in River Inter-liking, Micro-Irrigation and Sewage Water Treatment (STPs) in India.

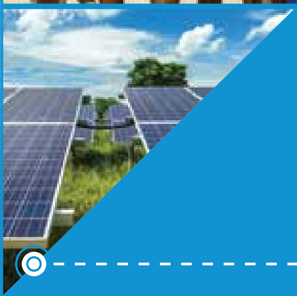
I am encouraged by how our executive management and their respective teams and staff have embraced sustainable actions and proactively strategised to shift the focus towards environmentally positive sectors.

To all our customers, contractors, suppliers and employees, together with the Board and the executive team, I wish to thank you for your continued support to JMC. Thank you to my fellow Board members for your wise counsel, support, input and dedication to the attendance and guidance at Board and committee meetings alike.

Shailendra Kumar Tripathi
CEO & Managing Director





ENDURING VALUE - OUR BUSINESS MODEL

SOURCE		INPUT
Financial Capital	Financial resources required to fund our growth and expansion plans	₹316 Crores Long term debt ₹663 Crores Short term debt ₹34 Crores Equity share capital
Manufacturing Capital	We deploy the best-in-class equipnent across our various project sites to help us deliver customer centric solutions	₹190 Crores CAPEX invested ₹621 Crores Value of property plant and equipment (Includes work in progress and intangibles)
Intellectual Capital	We leveraged our specialised capabilities, latest technologies, brand value, execution excellence and R&D capabilities to fulfil our objectives	3+ Decades of experience and expertise 75 design specialists and engineers ₹11 Crores Technology & Digitisation investments
Human Capital	Cultivating capabilities and competencies of employees to further grow and expand our operations	4,223 Permanent employees 1,000+ Training courses completed by employees
Social and Relationship Capital	Our long-standing relationship with stakeholders and our zeal to contribute towards the upliftment of the society in which we operate enables us to create shared value for all	₹1.95 Crores allocated to CSR projects 50+ Number of customers 9000+ Number of suppliers
Natural Capital	Our commitment to reduce our environmental footprint through efficient utilisation of resources	14.5 Lakhs kl of Freshwater Withdrawal 2.9 lakhs GJ of Total energy consumed 5+ green building projects

OUTPUT

Business Activity

VISION

To be a preferred global EPC partner, delivering sustainable growth and enhancing stakeholder's value through innovative solutions and inspired people.

MISSION

Building infrastructure for better life.

Our core businesses

BUILDINGS & FACTORIES

Specialised in design and construction of residential, commercial, and institutional buildings, factories, and industrial EPC projects.

We can deliver of completing MEP, HVAC, Facade, Finishing, and Interior projects.

WATER

We are among the leading companies offering EPC services for the design and construction of Water Intake, Treatment, Storage, Supply, Distribution and Operation & Maintenance Projects, Irrigation Projects, and River Linking Projects, amongst others.

URBAN INFRA

We provide EPC services for highways, bridges, and flyovers, as well as metro rail corridors, stations, transit terminals, and hubs. On an EPC basis, we can construct Metro Rail Underground Structures and High-Speed Rail Structures. We have a pan-India footprint, with a core asset base that gives us a competitive advantage.

Financial Capital

₹5,353 Crores of Revenue
₹421 Crores EBITDA
6.5% Increase in Market Capitalisation

Manufactured Capital

₹17,139 Crores Order Book as of 31 March, 2022
₹10,139 Crores order inflow in 2021-22
5 international projects

Intellectual Capital

- Adopted analytics, digital dashboards, geo & aerial technologies, artificial intelligence (AI) and sensor controlled Internet of Things (IoT)
- End-to-end Digitalisation of Business Processes
- Incorporating digital into entire project life cycle

Human Capital

~ 70% of the permanent employees received skill upgradation during 2021-22
3.4 lakhs total training Man-hours
2.8 Lakhs Man-hours of safety trainings imparted to permanent and subcontracted employees.

Social and Relationship Capital

120+ live project sites
23,000+ lives impacted

Natural Capital

1.2 lakhs KL of water recycled
7,339 MT of recycled material consumed

OUR ESG STRATEGY

In the process of developing the framework, we have identified the key strategic pillars that encompass the aspects of ESG pertaining to the nature of our business. These pillars form the bedrock of our ESG strategy that enable us to focus on and respond to issues that are material to our business. Through our strategic pillars, we have outlined the key focus areas, which are critical to our business. These focus areas help us develop and implement significant measures that can create holistic value for us and our stakeholders.

ESG VISION

To be world's leading EPCM organisation delivering sustainable solutions through continuous innovation.

ESG MISSION

Integrating Ethical Sustainability today for a brighter tomorrow

Our ESG strategy is built on the 3 vital pillars of Creating Positive Impact, Performing Responsibly and Engaging with Stakeholders.

Creating Positive Impact

This Strategic Pillar focuses on JMC's efforts to efficiently use resources and manage our overall environmental footprint by adopting programs/initiatives relevant to the main areas of waste management, water stewardship and carbon emissions.

Performing Responsibly

This Strategic Pillar highlights JMC's efforts and pledges to the highest standards of ethical conduct and integrity, by executing initiatives for Responsible Business Practices, Responsible Portfolio and Responsible Sourcing.

Engaging with Stakeholders

This Strategic Pillar highlights JMC's efforts to maintain employee health and wellbeing and develop strong relationships with neighbouring communities, suppliers, and customers. We focus on Health and Safety, Human Capital Management and Local Community Engagements.

STAKEHOLDER ENGAGEMENT

Stakeholder outreach along with effective communication is critical to driving an organisation's progress and fostering prolonged and valuable relationships with stakeholders. When it comes to decision making, JMC considers the best interests of all our stakeholders. Stakeholder engagement is vital for incorporating collaboration and a smooth exchange of thought in the business and operational ecosystem. It helps in better identification of the stakeholder requirements and bringing out solutions to address needs. To ensure seamless interactions, we have developed various modes and channels of communication that enable us to engage with each stakeholder group at regular intervals, to discuss and address their

Stakeholder Group	Engagement Methods	
Employees	Employee Engagement Surveys Employee-centric newsletters, notices, and policies Training and Development initiatives	Annual Get-Togethers, Family Engagement Programs, Town Hall Meetings Leadership Development
Investors and Shareholders	Quarterly Investor Meets, Investor Conferences. Investor Presentations, Press Releases and Annual Reports. Communication of financial results via prominent newspapers.	Information pertaining to AGM, Dividend etc. communicated via e-mail. Statutory Filings & Disclosures with the BSE Limited and National Stock Exchange of India Limited. Separate section for Investors on the Company website, where all the statutory disclosures are uploaded.
Customers	Client Meetings Periodic Project Review Meetings	Performance Reports Customer Satisfaction Surveys
Suppliers	Site visits and inspection Supplier's visits Regular interactions	Vendor capability assessment Vendor performance assessment
Communities	Visits and Camps Corporate Social Responsibility Activities	Awareness Programs Social events
Lenders and Banks	Regular Review Meetings and Discussions	Pre-defined Reports
Government & Regulatory Authorities	Industry Associations presentations Forums	Statutory Filings & Disclosures
Workmen	Satisfaction surveys Motivation programs Awareness workshops EHS Training programs Performance assessment	Skill development program Workmen welfare activities Sports tournaments Annual events

concerns. Through this endeavour, we hope to achieve economic and ecological sustainability, as well as a future free of all foreseeable threats.

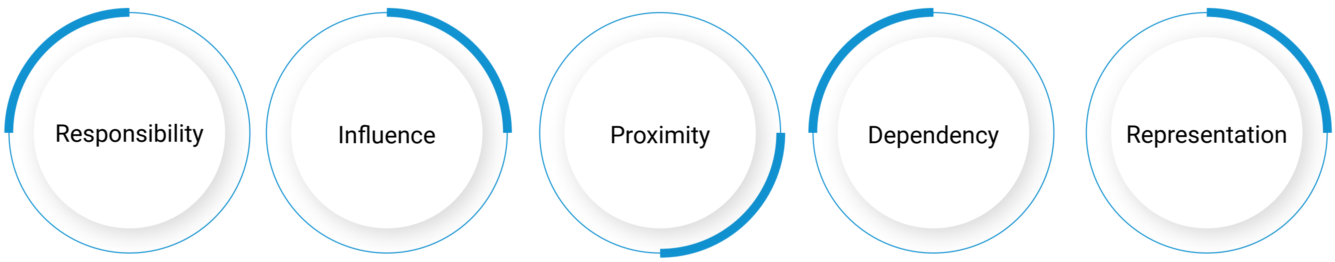
Human Capital
Intellectual Capital
Financial Capital
Manufactured Capital
Social and Relationship Capital
Natural Capital

Material Matters		Impact on Capitals
Attrition/ Retention Employee engagement Training & Learning Career progression Growth opportunities Effective performance management and Recognition	Job security Fair remuneration Diverse, inclusive and enabling work culture Work-life balance POSH, ABAC	
Risk modelling Financial performance Ethical practices, anti-bribery, and corruption	Protection of rights Robust strategy for business growth Long-term business value	
Timely Consumption Product pricing Innovation and IT deployment Customer privacy and Data protection Customer service and claim settlement	Product Quality Customised solutions Superior service and experience Competitive pricing Value-added services Customer Satisfaction	
Ethical practices, anti-bribery and corruption Transparency On time performance Quality of work	Fair registration and procurement process Sustained business opportunities Total cost of ownership of assets	
Transparency Advancing sustainability Cordial atmosphere	Proactive engagement to solve social and environmental issues Contribution to community welfare Healthier and safer societies	
Statutory and legal compliance Healthy balance sheet Disclosures	Timely compliance Key ratios	
Disclosures Corporate governance Adequacy of solvency	Statutory and legal compliance Timely tax payment Support for government policy	
Good accommodation Healthier and safer environment Medical support Transparency	Ethical practices, anti-bribery, and corruption Worker's satisfaction Capability assessment	

MATERIALITY

To remain resilient in today's fast-changing environment, businesses must recognise and respond to critical business concerns. Similarly, we at JMC understand the need of taking action to address the important difficulties that our firm is experiencing. We proactively engage with key external and internal stakeholders to identify material topics related to sustainability and strategic metrics for public disclosure. We conducted a materiality assessment and proactively interacted with the organisation's key external and internal stakeholders in 2021-22. Because of the exercise, we were able to identify and reply to the most significant topics.

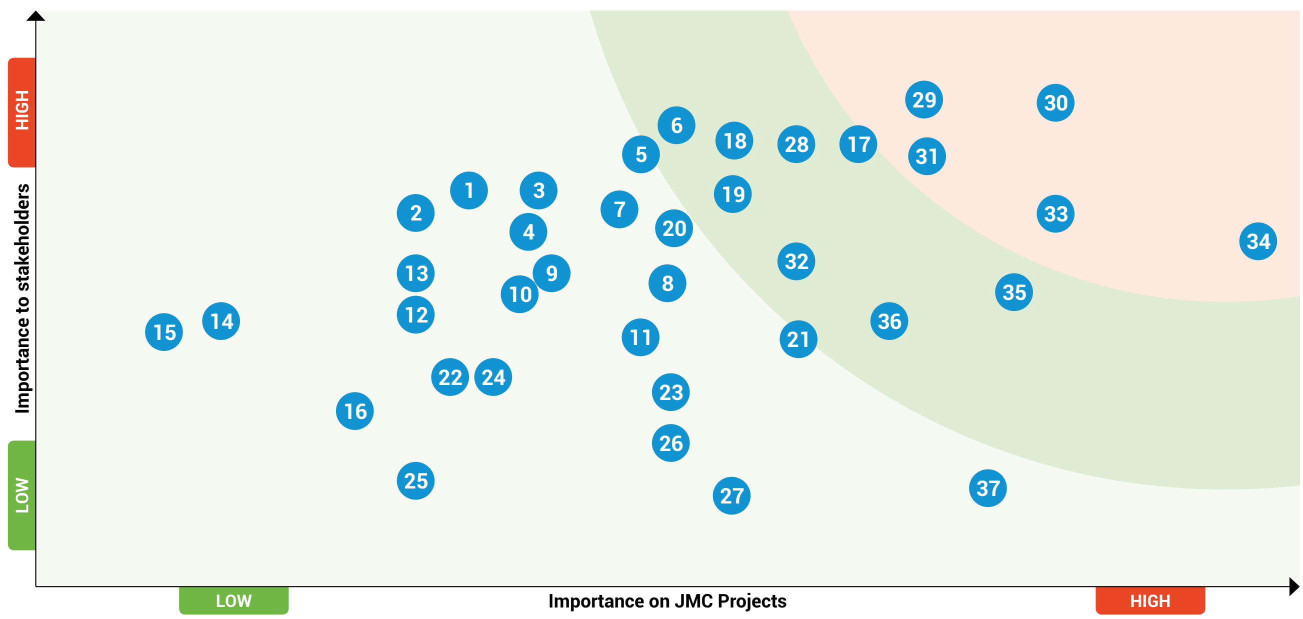
Our decision to engage stakeholders was based on five factors related to their relationship with JMC, as outlined by the Global Reporting Initiative (GRI) guidelines:



Customers, supply chain partners, industry groups, non-governmental organisations (NGOs), local community organisations, investors, regulators, the media, and research institutes were among the external stakeholders who provided direct feedback. With the help of an independent consulting firm, we conducted interviews and surveys with key stakeholders, supplemented by secondary research on our suppliers and distributors, as well as peer companies and competitors. Internally, we received feedback from multiple of perspectives, including strategic business unit leaders.

THE MATERIALITY MATRIX

JMC's materiality matrix has three categories – low, medium, and high material issues. Our medium and high material concerns are depicted in this graphic. When mapped against growing relevance to the business and increasing importance to stakeholders, high material aspects are defined as those that are above the red curve and medium material aspects are those that are in between the red and blue curves.



Our material issues are aligned with the suitable Sustainable Development Goals (SDGs), established by the United Nations to achieve long-term growth and development.

	MATERIAL TOPICS	UN SDGS
TOP PRIORITY	Energy and Emission Management	7, 9, 12, 13
	Material Sourcing and Green Procurement	8, 12, 15
	Opportunities in Green Building	9
	Employee Health & Safety	3, 8
	Financial Performance	11, 12
	Resilient Business Model and Long-Term Profitability	8, 9
MEDIUM PRIORITY	Water-Positive Approach	6, 9, 11, 12, 15
	Waste Generation and Recycling	11, 12
	Climate Change and Related Financial Risk	13
	Vendor Management and Development	5, 8
	Customer Health and Safety	3
	New Growth Opportunities	9
	Investment in Clean Technology and Environmentally Friendly Products	7, 12
	Quality and Service Delivery	11, 12
	Corporate Governance, Transparency, and Disclosures	5, 16

1	Contribution to local economy	14	Digitalisation, Innovation and automation	27	Brand management
2	Talent recruitment and retention	15	Corporate Citisenship	28	Material sourcing and green procurement
3	Business ethics and anti-corruption	16	Local employment	29	Employee health & safety
4	Land Rehabilation	17	Water-Positive Approach	30	Financial performance
5	Waste generation and recycling	18	Quality and services delivery	31	Energy and emission management
6	Customer health and safety	19	Climate change and related financial risk	32	Investment in clean technology and environmentally friendly products
7	Circularity	20	Corporate governance transparency and disclosures	33	Resilient business model and long-term profitability
8	Fair business practices	21	Greater stakeholder engagement	34	Opportunities in green building
9	Sustainability Leadership	22	Synergies with other group companies	35	New growth opportunities
10	Labour relations	23	Customer centricity	36	Vendor management and development
11	Social Impact	24	Data privacy and security	37	Cost competitiveness
12	Regulatory compliance	25	Latest technology and operational efficiency		
13	Employee wellbeing and development	26	Diversified product portfolio		

FINANCIAL CAPITAL

AT JMC, GROWTH SYMBOLISES OUR EFFORT, EXPERTISE AND RESILIENCE TO DELIVER BETTER THAN BEFORE.

MATERIAL TOPICS

- Financial performance
- Resilient Business and Long-term Profitability
- New growth opportunities

SDGS COVERED

8 DECENT WORK AND ECONOMIC GROWTH

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

One of the most important functions of businesses is to create economic value. We are aware of our economic value creation and fair and equitable distribution duties. We believe that accomplishing our long-term aims and objectives requires strong financial performance.

The past few years have been one of our most gratifying years, as we have provided outstanding results in terms of growth and profitability, as well as the capacity to acquire orders and complete projects using our three decades of knowledge and expertise. We aspire to continue to add value to our customers with excellence in quality and project execution. In this endeavour we have continued to strengthen our financial performance and consolidate our market position.

22%
₹17,139 Crores
Order Book as on 31 March, 2022

44%
₹5,353 Crores
Net Revenue in 2021-22

6.5%
₹1,347.44 Crores
Market Capitalisation as on 31 March, 2022

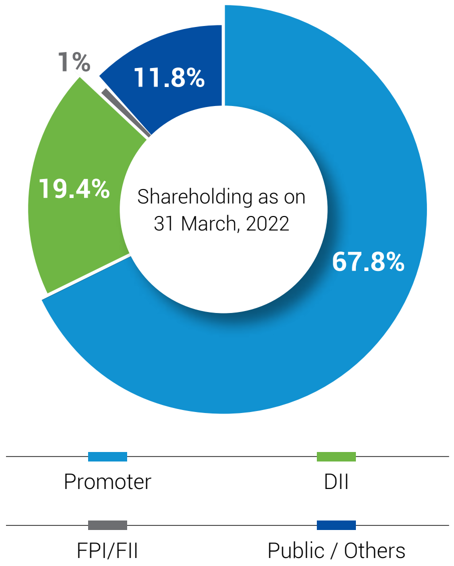
27%
₹421 Crores
Core EBITDA in 2021-22

JMC Projects (India) Ltd.

OUR CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

As of 31 March, 2022, JMC's consolidated net worth was at ₹527 Crores. Despite a 45% increase in our revenue and an improved profitability profile, we were able to maintain our net debt at similar levels versus 2020-21. We ended 2021-22 with a consolidated net debt of ₹1,383 Crores versus ₹1,366 Crores as on end of 2020-21.

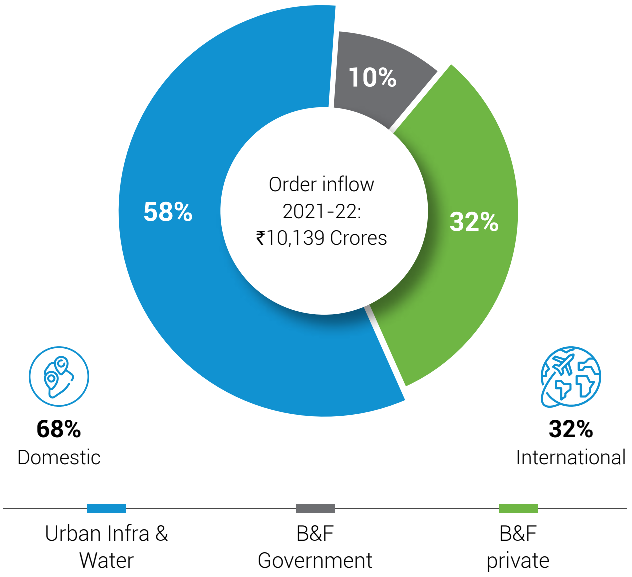
As of 31 March, 2022, our Market Capitalisation was ₹1,347.44 Crores, which was 6.5% higher than that on 31 March, 2021. An increase in our market capitalisation demonstrated the confidence of investors in our business model and performance.

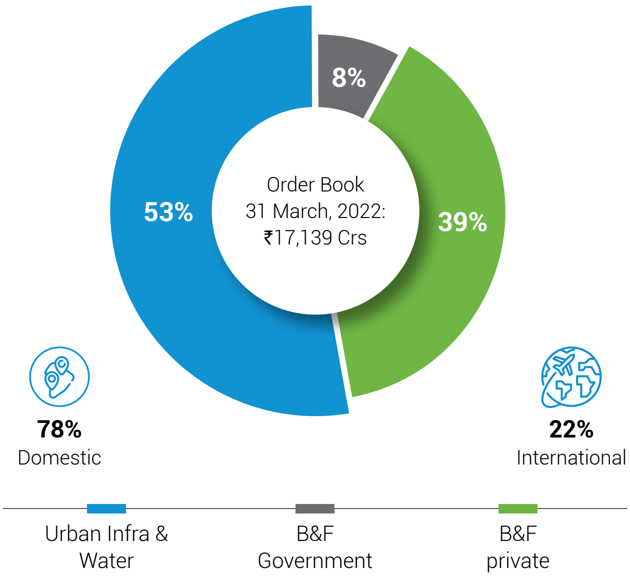


ECONOMIC VALUE GENERATION AND DISTRIBUTION

Over the years, we have built strong client relationships and strengthened capabilities across our focus segments while venturing into newer sectors with high growth potential. Thanks to our immaculate track record of providing quality services, we have been able to establish our brand equity which is now helping us expand internationally. With projects wins across Maldives, Mongolia, and Ghana; JMC is on the path to establish itself in the international market.

Our order book stood at an all-time high of ₹17,139 Crores, because of a robust strategy and highly driven teams. Well-balanced across industries, wins across Water and B&F business has driven our order book growth.





Economic Value Generated

	2021-22 (In ₹ Crores)	2020-21 (In ₹ Crores)
Revenue from Operations	5,519	3,844
Revenue from Other Sources	46	27
Total Revenue	**5,565**	**3,872**
Operating Cost	4,567	3,079
Employee Wages and Benefits	410	325
Interest Payments	249	251
Taxes Paid	(57)	30
Dividend Distributed	12	12
Total Economic value Distribution	**5,181**	**3,697**
Retained Earnings	76	39

NEW GROWTH OPPORTUNITIES

Benefitting from the Merger of JMC Projects (India) Limited (JMC) and Kalpataru Power Transmission Limited (KPTL)

Over the last 2-3 years, JMC has seen incredible growth momentum backed by conducive market dynamics and our strong capability set. Over the last two years, our consolidated revenue and order book has grown by 43% and 80% respectively.

This merger is expected to provide further momentum to the growth trajectory of the two companies by helping them leverage:

- REVENUE SYNERGIES
- COST SYNERGIES
- SUPERIOR BALANCE SHEET STRENGTH

01 Expertise across EPC and Civil contracting business

02 Presence across 67 countries and fast-growing sectors

03 Capability to manage large integrated projects

04 Legacy of strong design and execution capabilities

05 Accelerate growth and enhance value creation for all stakeholders.

This well positions us on path to attain its VISION 2025.

OVERSEAS BUSINESS PLATFORM

JMC has initiate overseas operations by winning new B&F business in 2021-22 and expanded their network in the international EPC market with presence in Sri Lanka, Ghana, Ethiopia, Mongolia and Maldives.

Currently we are involved in following overseas projects,

MALDIVES

₹992 Crores

Social Housing & Water Projects

ETHIOPIA

₹1,145 Crores

Road/ Highway project

GHANA

₹1,155 Crores

Road / Highway project

MONGOLIA

₹746 Crores

Infra & Civil Works for a Refinery project

WAY FORWARD

Infrastructure development is projected to continue to play a critical role in economic growth and development across regions, making this an exciting time for us. Improving connectivity through roads, highways, metro and railways, increasing access to clean water to a larger portion of the population, extension of better housing facilities to rural population, are some of the key focus areas of the governments globally giving rise to a lot of opportunities increased focus on sustainable and fair growth and development. 'On the back of such widespread opportunity along with our heightened capabilities, we aspire to drive long-term growth for the company and all our stakeholders.'

MANUFACTURED CAPITAL

THE BLEND OF CONSISTENT PURSUIT FOR QUALITY AND ON-TIME DELIVERY

JMC Projects is committed to constructing infrastructure not only in India, but also expanding globally, to achieve long-term projects that are completed quickly. Terrains and cityscapes are the Company's major focus. Over the last three decades, it has emerged as a leader and built highways, expressways, bridges, flyovers, townships, tall buildings, hospitals, industrial units, and power plants.

Construction is one of JMC's key areas of focus, as it is one of India's largest and fastest expanding industries. For project implementation, JMC uses the most modern and advanced engineering, ensuring quality and safety and delivery of even complex projects on time. The organisation is also concentrating on implementation of environmentally friendly solutions to reduce its carbon footprint.

MATERIAL TOPICS

- Material Sourcing and Green Procurement
- Opportunities in Green Buildings
- Quality and Service delivery

SDGS COVERED

7 AFFORDABLE AND CLEAN ENERGY

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

11 SUSTAINABLE CITIES AND COMMUNITIES

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

129

Project sites

₹2,731 Crores

Material consumption

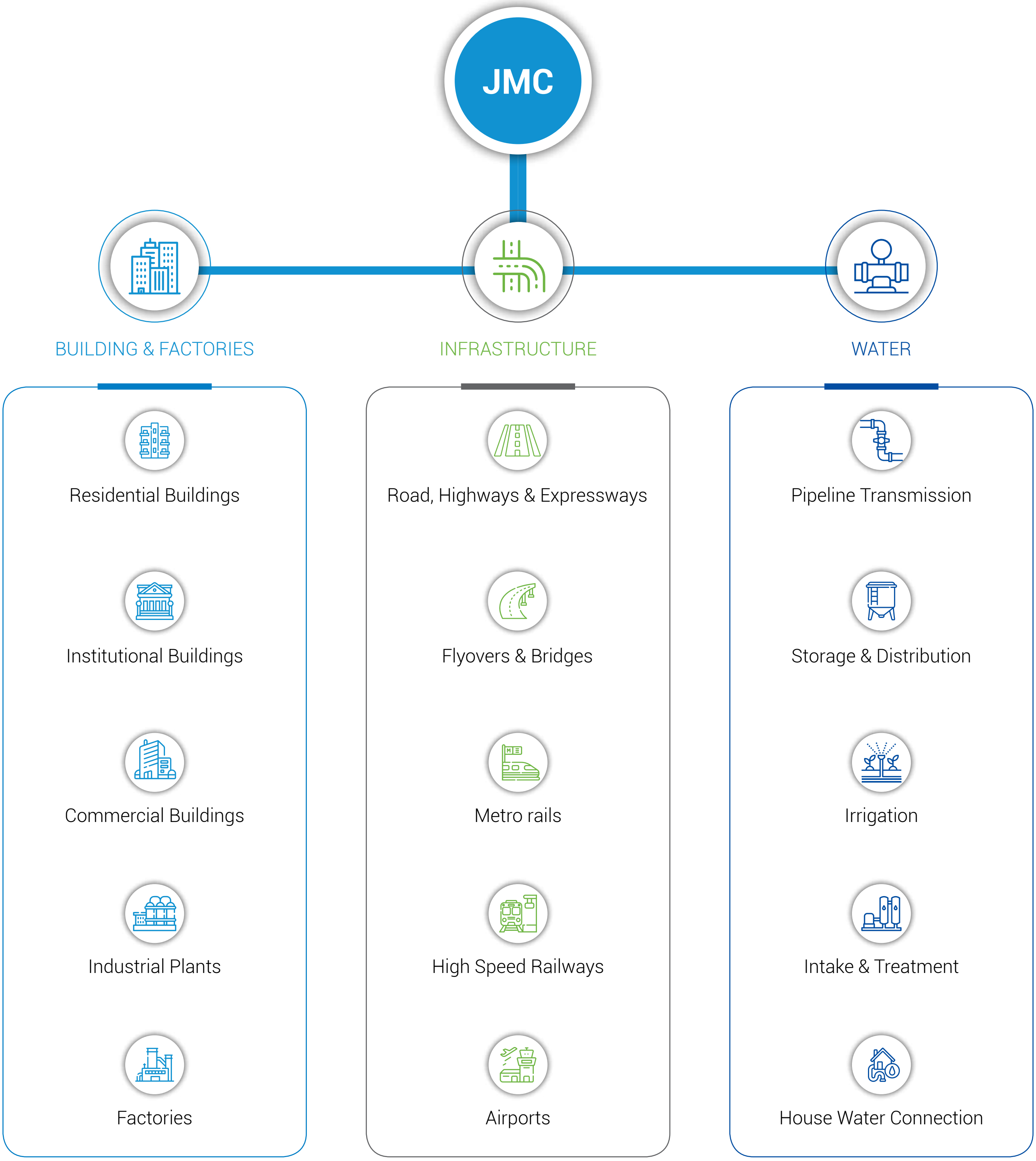
~₹601 Crores

Total value of assets / property / machinery

BUSINESS AREA

JMC is one of the leading civil construction and infrastructure EPC Company with its strong focus on quality backed with proficient project management and execution capabilities, JMC has emerged as market leader in the verticals of Buildings & Factories (B&F), Water, Metros and Highways. JMC has been involved in the construction of landmark edifices and has developed expertise in areas like highways, expressways, bridges, flyovers, townships, high-rise buildings, commercial buildings, ITITES parks, hospitals, educational complexes, industrial units, metro rail, water supply and power plants. JMC has expanded its operations in the international EPC market with presence in Ghana, Ethiopia, Mongolia, Maldives, and Sri Lanka.

We provide services across the following areas both in India and internationally:



Building & Factories

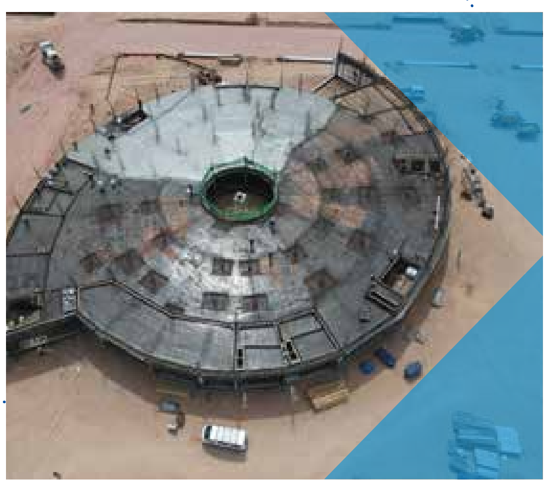
JMC has established itself as a leading civil contracting Company in the buildings & factories sector. With experience spanning across decades, JMC prides itself with its consistent work quality and timely execution. Driven by the strong brand reputation, we have established long-term relationships with majority of our clients and consistently receive repeat business.

Infrastructure

JMC has played an important role in the development of country, contributing to projects ranging from highways and expressways to tunnels and bridges, as well as mass public transportation systems such as metros and railways. We are continuously looking to give the finest output at the lowest possible cost to enhance India's infrastructure dreams, and its expertise in executing projects under the PPP (Public-Private Partnership) model. We have ventured into the international market as well and won two large infrastructure development projects during the fiscal, one each in Mongolia and Maldives.

Water

Over the last few years, JMC has grown its capability in delivering water projects from strength to strength. Through consistent investment in technology and team building, we are today, one of the leading players in the water sector and aim to play a key role in driving the nation's water mission to fruition. During 2021-22, JMC won orders over ₹3,200 Crores of various water projects. Till date, we have completed 50+ projects and have 31 ongoing projects in the sector.



WAY FORWARD

Customer centricity is integral to the culture of JMC and hence the Company is consistently focused on delivering high-quality projects and services on schedule, using innovative tools and solutions. We are consistently working towards improving our execution capabilities through process improvement and enhancements while embracing technology. Our consistent efforts will help us improve business predictability and certainty.

INTELLECTUAL CAPITAL

STRIVING FOR GROWTH AND INNOVATION THROUGH CLEAN TECHNOLOGY AND EXCELLENCE IN WORK

MATERIAL TOPICS

- New Growth Opportunities
- Investment in clean technology and environmentally friendly products

SDGS COVERED

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

Innovative interventions are an important component of our journey to becoming the industry leader. We are making progress across markets by focusing on innovation, digitalisation, and sustainability. We are executing our strategic expansion plan with efficient integrated operations and a clear vision for the future. Our goal is to provide technologically advanced, world-class infrastructure solutions by driving innovation across the mobility value chain, all while reducing our environmental footprint and ensuring our ecosystem's viability.

Our short-term goal is to bring value to our business by providing personalised solutions to our customers on time and according to their needs. We aspire to constantly adapt and flourish because of our continuous innovation and research talents. To future-proof our Company, we're embracing clean technologies, streamlining our current processes, and augmenting our existing R&D infrastructure.

75

Design specialists and engineers

₹8 Crores

Invested in software

₹11 Crores

Invested in new technology adoption in 2021-22

DIGITAL INTERVENTIONS

We are constantly integrating automation, digital initiatives, and R&D breakthroughs to capture market growth and promote sustainability objectives. To ensure that we stay on top of all industry best practices, we hired a Chief Technology Officer during the fiscal. Our CTO is tasked with identifying and helping our businesses to adopt new technologies, like pre-casting, to help us achieve our technology and sustainability goals. Our innovative ideas, backed by cutting-edge technology, enable us to deliver best-in-class projects throughout our businesses, setting new industry standards. Following is the list of technological/ digital solutions provided by JMC:

REAL TIME MIS

SOLUTION

- SAP backed Management Dashboards
- Digital Control Tower

DESIGN MANAGEMENT

SOLUTION

- Engineering Design Management System

WORK FROM ANYWHERE

SOLUTION

- Comprehensive Ecosystem to support Work from Anywhere
- Microsoft Teams + DMS + Workflow Tools + Digital Signature Tool + Productivity Tracking

WORKMEN WELFARE

SOLUTION

- Digital App for Subcontractors – DISHA

RISK MANAGEMENT

SOLUTION

- Risk Management Module in SAP

PROCESS AUTOMATION

SOLUTION

- RPA Initiatives across functions and locations

PLANT & MACHINERY

SOLUTION

- GPS + Fuel Management System (Remote Asset Monitoring)
- Touchless IoT-device linked Apps
- Solar Power Systems
- Power Savers
- Fuel Savers
- Remote operations of Conveyor at batching plant

Our digital initiatives are majorly aimed at,

DASHBOARDS AND REVIEWS

JMC has designed a dashboard and review system that helps us provide a performance snapshot on identified key performance indicators. The data for the dashboard gets automatically pulled from the back end and is updated regularly. These systems have helped us get real time updates as well as detailed management reviews that has in turn enhanced our efficiency and effectiveness.

CONNECTED EQUIPMENT

- Collecting data from across equipment to monitor, analyse and optimise performance
- Also support Company's sustainability objectives
- GPS + Fuel Management System (Remote Asset Monitoring)
- Touchless IoT-device linked Apps
- Solar Powered Systems and Equipment

CONNECTED MANPOWER

For our subcontractors, JMC created DISHA, a mobile app that allows them to better monitor their deployed workforce and conduct back-end procedures such as attendance management, payroll closing, and more from anywhere. Biometric attendance and geotagged workspaces are helping us improve our skills. Our extensive digital ecosystem and platforms, such as Microsoft Teams, DMS, Workflow Tools, Digital Signature Tool, and Productivity Tracking, also enable corporate personnel to work from anywhere.

ENHANCING PROCESS MANAGEMENT

- **Document Tracking:** With this, we can track the documents since conceptualisation to final deliverable for EPC projects on a single platform. This also enables the workflow automation for document reviews and approval cycle including reminders and escalations thus enhancing the productivity and efficiency. We are also able to generate extensive MIS reports including delay analysis reports regularly.
- **Risk Management:** We have successfully deployed SAP's risk module across the entire Company. It helps in better tracking and monitoring of possible risks that JMC might be vulnerable to.

DESIGN CAPABILITIES

JMC has worked extensively to attract talent and create a pool of specialists and designers that helps us leverage talent and deliver quality work and excellence in the execution for all our projects. We currently have a team of 75 design specialists and engineers that are hand picked and developed by JMC. Almost 50% of those have completed their M.Tech and delivers with extensive industry experience.

The following figures shows the breakup of the same.

Professional post Graduates(M.E/M.Tech)

Professional Diploma (Civil/Mech)

Other (I.T.I/Programmer/modeller)

Professional Graduates(B.E/B.Tech/B.Arch)

General Graduates (B.A/Bsc)

Qualification	No of staff
M.E/M.Tech	32
B.E/B.Tech/B.Arch	20
DCE/DME	9
B.A/ Bsc	8
I.T.I/Programmer /modeller	6
TOTAL	75

LEVERAGING KNOWLEDGE WITH LEADING EDUCATIONAL INSTITUTES

JMC has always worked with a sense of collaboration over the years, and we take up every opportunity that helps us grow and excel in our delivery of work. Thus, to enhance our capabilities further, we have tied-up with leading educational institutes as provided below were we get an opportunity to collaborate with the best minds and leverage their experiences and wisdom that is then incorporated in our operations.

Following is the list of educational institutes tie-ups and the area of association.

Education Institute	Areas of Association
IIT, Roorkee	Hydraulic Modelling, proof checking and value engineering, Surge Analysis
	Irrigation modelling, Water structures.
IISC Bengaluru	Surge Analysis, Hydraulic network design
IIT Bombay	Bridge Structures analysis and design
VJTI, Mumbai	Structure Analysis and design
IIT Madras	Soil investigation
CoEP, Pune	Hydraulic modelling and Structure Design
MNIT, Allahabad	Hydraulic modelling and Structure Design
NIT, Rourkela	Hydraulic modelling and Structure Design

WAY FORWARD

We are constantly integrating automation, digital initiatives, and engineering and mechanisation upgrades to capture market growth and promote sustainability objectives. With a single-minded focus on digitisation, mindset development, and our culture of innovation, we will chart our future course. We anticipate enhanced processes, quality, safety, and productivity in our operations.

HUMAN CAPITAL

FOCUSING TO ENHANCE EMPLOYEE'S SOCIAL AND PROFESSIONAL GROWTH BY PROVIDING A GOOD WORKING CONDITIONS AND REGULAR TRAININGS.

MATERIAL TOPICS

- Employee Learning & Development
- Diversity & Inclusion
- Employee Health and Safety

SDGS COVERED

- 3 GOOD HEALTH AND WELL-BEING
- 5 GENDER EQUALITY
- 8 DECENT WORK AND ECONOMIC GROWTH

32.81 hours

Average hours of training per employee

64%

New hires in the year 21-22

1000+

Training courses completed by employees

OUR EMPLOYEE STRENGTH

At JMC, we place a great emphasis on our human capital and invest in their growth and well-being on a regular basis. We believe that motivated employees are the main drivers of an organisation's success. Therefore, we invest in their growth and development on a regular basis to ensure that their personal and professional abilities are enhanced. We also aim to increase employee happiness by offering a variety of engagement activities and benefits. Our human resource management system is based on the SAP Success Factors platform. It is a cloud-based system that allows us to access various modules designed for the entire employee life cycle, from hire to retirement, such as employee central, recruitment, on-boarding and off-boarding, performance management, learning, and workforce analytics modules for managing all our employees.

TOTAL EMPLOYEE STRENGTH	2021-22	2020-21
Top Management	34	28
Senior Management	87	68
Middle Management	221	184
Junior Management	2,391	2,160
Staff	1,310	1,253
Trainees	180	73
Total	**4,223**	**3,766**

LEARNING & DEVELOPMENT

JMC encourages a culture of continuous learning. We believe that learning is a constant process, and it helps our employees to sharpen their skills, stay updated with the evolving business landscape, and enhance their productivity levels. Therefore, we conduct regular training and development programs for our employees to help them reach their full potential. These programs are made available across to all the employees in the Company from the executive level, staff grades to labour class. The programmes are divided into three categories: technological, functional, and behavioural (for example, trainings on MS-projects, sap, formwork, assertiveness skills, contracts management, and quality, amongst others). The purpose of these trainings is to impart knowledge, develop skills and transform the attitude of our employees. Trainings are held at various administrative offices and project locations. Faculty is sourced from both external providers and internally available SMEs. We also sponsor external programmes for our staff to strengthen their functional areas in some cases.

JMC delivers training in both technical and behavioural domains, depending on our worker's learning requirements:

Leadership Development programs

During the year JMC tied up with leading educational institutes and Industry Coaches to conduct Leadership Development Workshops (LDP) and Individual Mentoring programs for Senior Leaders. We tied up with IIM-Ahmedabad, Narsee Monjee Institute of Management Studies (NMIMS) and some leading coaches.

CERTIFICATION	CERTIFYING INSTITUTE	NO. OF PARTICIPANTS CERTIFIED
Learning Development Program	IIM Ahmedabad	10 Senior Leaders
Learning Development Program	NMIMS	30 Emerging Leaders
Personal one-on-one Coaching	Leading Industry Coaches	3 Top Management

Project Management skill enhancement program

SP Jain Institute's online project management classes for mid/senior level personnel helped them improve their project management abilities. External and internal faculty were used to teach MS-Project skills to Regional officers and site staff.

Technical Skills upgrading Programs

Employees' technical capabilities in construction and function were upgraded across locations through a variety of in-person, online, and virtual trainings. For example, Scaffolding Inspector Training, Multi-Skill Training for Site Workers, Contracts Management System Training, Procurement Management Training, Hazard Identification Training, Risk Assessment Training etc.

CERTIFICATION	CERTIFYING INSTITUTE	NO. OF PARTICIPANTS CERTIFIED
Certificate Course on International Logistics	Bombay Chamber of Commerce & Industry	4
Certificate Course on Arbitration	IMC Chamber of Commerce & Industry	9
Certification on Information Security	Bombay Chamber of Commerce & Industry	2
Certificate Course on Energy Mgt and Climate Action	CII	1

Learning Management System

JMC deployed SAP Success Factors platform as the Human Capital Management System for its employees. SAP Success Factors' Learning Module has been termed "PROPEL" since it attempts to improve employee's advancement in their professions by enhancing their learning and development curve.

PROPEL offers a variety of e-learning courses in the following disciplines that employees may access at any time and from any location:

MANDATORY MODULES

TECHNICAL MODULES

BEHAVIOURAL MODULES

All technical training modules on PROPEL have been developed by internal SMEs. All modules comprehensively cover the latest industry trends and innovations while at the same time are highly relevant and customised for JMC processes.

The online library already has 25 learning modules, and our employees have completed more than 1000 courses in 2021-22. JMC has also partnered with various external companies' agencies to build more than 100 behavioural modules, which will be available in 2022-23.

EMPLOYEE BENEFITS

Employees are extremely essential to our Company's growth and success. Therefore, we want to want to foster an environment that encourages and recognises their constant passion and commitment. We have implemented significant benefits for our employees to offer them a sense of belonging and caring. Employees at JMC retire at the age of 58. We immediately settle the employee's financial obligations, including salary, gratuity, and Provident Fund, when he or she retires (PF). In other situations, we retain the retiring employee's services as per mutually agreed contract conditions, based on the retiring employee's interest and the Company's requirements. Our employees are also covered by term life insurance. Our Mediclaim policy covers not only our employees but also their parents. Additionally, JMC workers and employees are covered by the group personal accident policy, and employee's compensation insurance.

NEW HIRES AND ATTRITION

JMC is committed to hiring fresh talent every year to the extent of 5% of its executive workforce. Bringing in a new viewpoint to the way we work requires attracting, integrating, and retaining new employees. At JMC, we strive to attract and retain new talent by investing in their growth and development through a various means.

Total number of New Hire (Number)	2021-22		2020-21	
	Male	Female	Male	Female
Less than or equal to 30 years	515	25	346	13
Between 31- 50 years	802	11	450	06
Greater than 50 years	49	-	37	01
Total	**1366**	**36**	**833**	**20**

Attrition %	2021-22	2020-21
	23.7%	18.7%

EMPLOYEE HEALTH & SAFETY (EHS)

At JMC, safety is priority. We are always striving to enhance our procedures, work methods, and leadership in order to develop and nurture EHS talents within our Company. We consistently encourage our employees to abide by the EHS management system across all the levels. Furthermore, we strive to include safe working practises and encourage our colleagues to do the same to achieve the organisational goal of zero harm. Our EHS management system outlines the structured strategy, that requires all operations to manage EHS-related risks and make necessary improvements in a consistent and systematic manner.

We are committed to promoting and fostering a safe working environment by incorporating appropriate EHS initiatives in our daily operations, which will enable us better to safeguard our employees, contractors, and visitors by implementing preventative measures. We are also committed to the promoting best practices and ensuring compliance with the corporate, state, and local rules and regulations.

Restricted Workday Cases (RWC)

2 Nos.	9 Nos.
2021-22	2020-21

Lost Workday Cases (LWC)

8 Nos.	7 Nos.
2021-22	2020-21

First Aid Cases

2489 Nos.	1,782 Nos.
2021-22	2020-21

Man-Days Lost

319 Nos.	501 Nos.
2021-22	2020-21

LTIFR

0.048	0.091
2021-22	2020-21

IDENTIFICATION OF RISKS

JMC understands the significance of identifying and assessing the health and safety concerns. Therefore, we carefully identify and monitor all existing and potential hazards at our workplace and project sites. Furthermore, officials from all departments are included in the risk assessment process. The approach through which we identify work-related hazards on a regular and non-regular basis is as follows:

1. Conducting Group Risk Assessment
2. Identification of hazards that possess significant risk
3. Evaluation of the risk level for all the identified risks
4. Implementation of suitable control measures

In addition to the above, we train our workers to report any potentially hazardous situation through the following channels:

- Dedicated toll-Free number to contact and report any incident pertaining to health and safety
- Installation of a drop box at the prominent place to report hazardous situation
- Verbal communication reporting to other employees

During the evaluation process of the risks associated with specific hazards, we use certain risk management techniques that include elimination, substitution, engineering controls, administrative controls, and personal protective equipment.

INVESTIGATION OF RISKS

In the event of an EHS incident, we have a protocol in place that allows us to address and investigate the situations. The procedure outlines the steps that must be performed to mitigate the negative impacts of these incidents. The main purpose of the procedure is to identify the root or primary cause(s) and eliminate it to prevent further occurrences of the event.

The following is the step-by-step procedure we use to investigate the incidents:

01 Collection of complete information pertaining to the incident

02 Identification and analysis of the root cause(s) through various methods

03 Determination and implementation of corrective or preventive actions

04 Monitoring the implementation to ensure non-occurrence in the future

SAFETY COMMITTEE

We have a well-defined safety committee that meets once a month across all JMC's project locations to monitor the safety related aspects and implement essential strategies for ensuring a safe and healthy environment. The committee facilitates productive discussions between the management and employees on safe workplace practices. It provides strategic initiatives to improve workplace safety and finds and executes innovative safety outreach. Furthermore, the committee collects feedback and suggestions on safety procedures to determine the areas for improvement. It also explores new opportunities to minimise workplace injuries, accidents, and health issues. The committee promotes staff training on applicable safety requirements to improve awareness of safe procedures. It examines the safety training on a regular basis and makes recommendations for adjustments, enhancements, and updates. Moreover, it conducts safety inspections and audits, and performs other related duties as assigned.

HEALTH & SAFETY TRAINING

JMC's policy ensures that every employee and worker, including contractor's personnel, is trained and upskilled to perform their work in a safe manner. The training calendar is designed based on the work-related hazards. The training can take place in a classroom setting or online, and the curriculum is tailored to the specific needs of the participants. Furthermore, these trainings are offered in the employees' choice language.

Health & Safety Training Activities

- Job specific training – 5 hours, per person, per month
- Tool-box talk on daily basis
- Induction training

DIVERSITY, INCLUSION AND EQUAL OPPORTUNITY

We place a strong emphasis on cultivating a culture, that values diversity and inclusion. It is our belief that a diverse workforce can contribute towards the organisation's success as it encourages fresh ideas and new perspectives. Therefore, we ensure that we promote diversity and equal opportunity within our organisation by offering opportunities to individuals irrespective of their age, gender, caste, creed, or religion.

TOTAL EMPLOYEE STRENGTH	2021-22 Male	2021-22 Female	FY 2021 Male	FY 2021 Female
Top Management	34	-	28	-
Senior Management	87	-	68	-
Middle Management	216	05	180	04
Junior Management	2,281	110	2,052	108
Staff	1,310	-	1,253	-
Trainees	162	18	63	10
Total	4,090	133	3,644	122

HUMAN RIGHTS

For JMC, promoting human rights is amongst our highest priorities. We support the rights and freedom of individuals, and practice zero tolerance towards any kind of breach with respect to the human rights principles. We recognise and endeavour to protect the dignity and fundamental rights of all human beings, regardless of their age, gender, caste, creed, and religion. We undertake measures to ensure non-violation of human rights. We prohibit child labour or forced labour either directly or through our retainers, consultants, and sub-contractors. Furthermore, our security personnel are given inputs on treating all employees, labour, and visitors with due dignity and fairness, as part of the behavioural trainings imparted from time to time.

WAY FORWARD

Ensuring a safe work environment for our employees is of paramount importance to us and we will continue to focus on upliftment of our health & safety practices. We aim to providing women with opportunities for advancement within the organisation and therefore we are laying great emphasis on updating the recruiting practices to incorporate more women. We want to focus on a thorough employee satisfaction survey to have a better understanding of their needs and experience. Also, we are looking forward to future consultations with our workers as we build and prepare guidelines and SOPs.

SOCIAL AND RELATIONSHIP CAPITAL

DEEPENING OUR RELATIONS WITH ALL OUR STAKEHOLDERS WITH INCREASED FOCUS TOWARDS HOLISTIC AND SUSTAINABLE GROWTH

MATERIAL TOPICS

- Local Community Engagement
- Vendor management and development
- Customer Centricity

SDGS COVERED

- 1 NO POVERTY
- 2 ZERO HUNGER
- 3 GOOD HEALTH AND WELL-BEING
- 4 QUALITY EDUCATION
- 8 DECENT WORK AND ECONOMIC GROWTH
- 10 REDUCED INEQUALITIES
- 11 SUSTAINABLE CITIES AND COMMUNITIES

JMC gives immense focus towards enhancing the relationship with all its stakeholders including suppliers, customers, and local communities. We constantly undertake various activities at our workplaces to fulfil the social objectives through our committed employees who go beyond the call of duty. While we work, we promote safe work practices which can protect environment and communities around. Our social welfare initiatives aim at uplifting the vulnerable sections of society by providing them the access to the necessities that are crucial for human life.

For JMC, customer satisfaction is vital and the same is mapped for needful improvement on a continual basis. We are committed to a robust customer relationship management practice, with focus on repeat orders from private sector and our entry into new business domains in the public sector. We maintain healthy and mutually beneficial relationships with our suppliers, leading to uninterrupted supply of quality raw materials. We believe in supporting local procurement and for hiring various services and sourcing of goods, we rely on suppliers from nearby areas.

₹1.95 Crores

Allocated on CSR initiatives

23,000+

Lives impacted

50+

Nos. of customer base

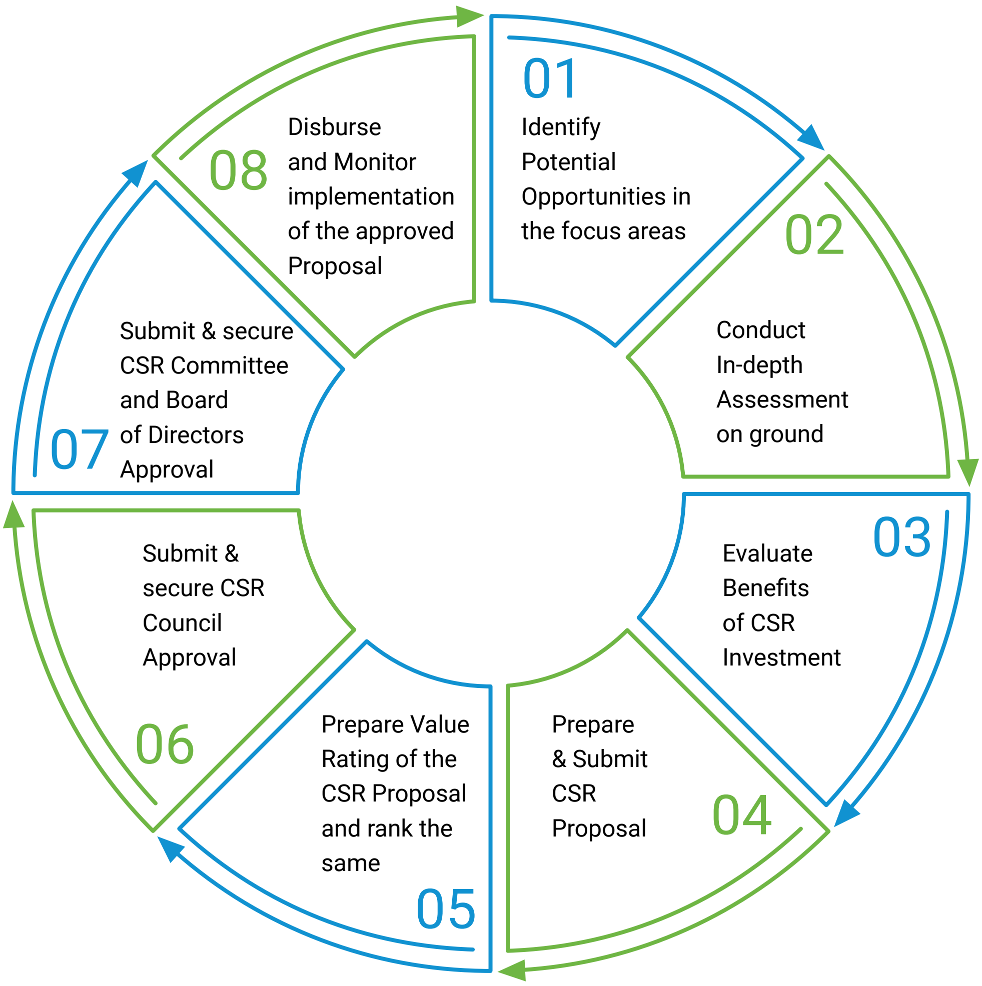
9000+

Number of suppliers

LOCAL COMMUNITY ENGAGEMENT

CSR Framework

JMC has established a CSR Committee that considers, approves, and monitors CSR activities on a quarterly basis with the following framework:



The CSR Council comprises of the MD & CEO, CFO, CS, Head (Project Control), Head (HR), Head (EHS) and the Business Division Heads. As a policy, JMC promotes inclusive development initiatives and giving active support to both national and local initiatives and thereby endeavour to be a responsible corporate citizen in construction industry.

CSR proposals received from the Business Division Heads are considered and shortlisted based on whether the basic needs of the community are addressed, are there any similar projects ongoing in the same area, how is the project adding value to the widespread community at large, ensure the enduring and sustainable nature of the outcome from the contribution and to address a gap in Government programs on poverty alleviation, education, and healthcare. Based on these parameters the effectiveness of the program is evaluated and then the more important programs are then prioritised.

We consider a critical responsibility to cater to the needs of the marginalised sections and uplift them to realise true economic growth. Therefore, every year, we develop mindful initiatives that are focused in the areas of education, healthcare, social welfare etc. to improve the quality of life of our local communities.

The CSR projects around the local communities are run under the following issues:

Education (JMC Shiksha Abhiyan)

As the name suggests, the project focuses on providing better educational infrastructure to the marginalised needy children around our project sites. The COVID-19 pandemic saw a major disruption in the continuity of education. Children in urban schools were able to pivot to the online learning because of the early exposure to digital learning. The most affected were children in the rural areas and semi-urban areas from low-income communities who had no access to technology. With the schools reopening across the country, setting up of Digital Smart classrooms was initiated. The project aims at replacing the traditional rote-learning with interactive, innovative, and fun way of learning. This program compliments the National Education Policy 2020.

17,924 students are being benefitted through this innovative intervention and has helped train teachers to use innovative methodology of teaching. The project has also supported printing of books on 'Ahimsa and Peace' that a core ethical values of Mahatma Gandhi. These books are helping a large population through value education.

Healthcare (JMC Swasthya Abhiyan)

Under the Swasthya Abhiyan project, the focus has been to provide basic health infrastructure to the needy population around our project sites. During the second wave of COVID-19, there was a huge dearth of oxygen concentrators in the country. While the urban population had access to some of these basic needs, majority of hospitals in remote locations were facing acute dearth of medical equipment. Identifying these critical needs an Ambulance was donated in Bangalore to ferry the patients to nearby hospitals during the pandemic. 15 ventilators & 53 oxygen concentrators were donated across 63 hospitals in remote locations of India.

With an aim of strengthening the medical infrastructure, not limiting to pandemic, efforts were taken to create strong healthcare ecosystem near our project sites. From a long-term sustainable impact, a fully equipped mobile healthcare unit is being run for ferrying patients from remote villages to health centres and hospitals. This healthcare van is available 24 hours for any medical emergencies. Since there are limited primary health centres in Igatpuri, the local village Padali had requested for a construction of a Primary Health centre that will help cater to the medical needs of the nearby villages and will serve as a hub. The centre is under construction and will be complete in 2022-23.

JMC SWASTHYA ABHIYAN IN ACTION

A tribal lady working in a remote brick kiln experienced labour pains unexpectedly. The villagers contacted the driver because they were aware of the mobile health care service, which has contact numbers posted for any such emergency in distant regions. The driver quickly arrived on the scene and rushed the patient to the nearest government hospital, realizing the urgency of the situation. Both the mother and the new-born were spared thanks to the doctor's prompt action. The rural primary health centre/hospital doctors and paramedics, as well as the isolated villages, have praised the ambulance service.

Community Development with special focus on water and sanitation and other infrastructure requirement (JMC Unnati Abhiyan)

"Unnati" means progress. The project focusses on the overall progress development of the communities around the project sites. These are local needs that are identified in providing drinking water solutions and sanitation facilities. The project supported in providing safe drinking solutions in 13 locations covering schools, orphanages, and health centres across multiple locations.

Environment (JMC Paryavaran Abhiyan)

Environmental steps are being conducted as part of the Pariyavaran Abhiyan to create a greener habitat. More than 9000 seedlings were planted utilising the Miyawaki plantation technique as part of the project. This planter technique necessitates three years of care after which it develops into a dense, sustainable forest. This afforestation project was carried out in UttarPradesh's Lalitpur. The project will not only help to create a greener ecology, but it will also help to enhance the local flora and fauna.

VENDOR MANAGEMENT AND DEVELOPMENT

Green procurement processes have been implemented across our organisation to incorporate social, ethical, and environmental performance criteria into procurement decisions and supplier selection procedures. All the materials and equipment used in our construction projects are obtained responsibly, considering emission regulations, safety, human rights, and ethics, as well as meeting the high criteria set forth in tender documents by various government and private clients. We also ensure that our value chain partners comply the labour principle and applicable regulations at their individual places. The transportation of materials at multiple project sites is also optimised utilising reverse auction in accordance with the project execution strategy. Furthermore, we believe in promoting local procurement, and we use it to outsource various services and purchase goods.

JMC Disha

For easier and wider empanelment of local merchants from the communities surrounding the project regions, we have enhanced our vendor portal and deployed a mobile application (named JMC Disha). These initiatives have made it possible for local and small suppliers to engage in the commercial opportunities provided by our projects in a competitive and fair market.

Vendor Management and Development

At JMC, the Supply Chain Management (SCM) system encompasses integrated planning and execution of processes required to manage the movement of materials, information and financial capital in activities that broadly include demand planning, sourcing, production, inventory management and storage, transportation, and returning excess or defective products.

CUSTOMER CENTRICITY

JMC is an ISO 9001, 2015 certified Company and constantly strives towards delivering customer centric solutions driven by Quality. We place a great emphasis on ensuring customer health and safety by undertaking various significant initiatives. Our Quality Management System has established a customer satisfaction feedback procedure to ensure continual improvement and meet the expectations of our clients. During 2021-22, the feedback has been secured for all the businesses.

Quality and Service Delivery

Quality Consciousness

We believe that quality is a continuous process rather than a one-time event. As a result, over the years, we've strived to establish a system that encourages and rewards quality-oriented behaviour. We have a detailed Quality Policy in place, as well as a Company-wide Quality Pledge. Before each review meeting, the Quality Pledge is displayed to remind employees of the importance of this practise. We hold Quality Awards to acknowledge staff' contributions across all sites and the corporate offices. Employees at all our locations have access to a complete and consistent Quality Training calendar. In addition, November is designated as Quality Month, during which numerous trainings and events are held for the benefit of all employees.

Quality Rating System

We created a Product Quality Rating System based on a process comparable to the Singapore Quality Assurance System (CONQUAS). On a monthly basis, this system is used to assess the quality of all our projects. The score includes quantitative targets, which are also included in the Key Responsibility Areas (KRAs) of leadership teams. Every month, the scores are reviewed, and corrective steps are established and implemented as needed.

Quality Audits

We conduct frequent Quality Audits, and all deviations and non-conformity reports (NCR) are dealt with as quickly as possible. All NCRs and customer feedback are responded to within the specified timeframes.

Digitisation

We have developed a mobile application for Quality that has been rolled across our business units. The App has assisted us in increasing Quality function productivity and ease of monitoring, as well as improving consistency, timeline adherence, accuracy, and process standardisation. This has also aided the department's progress toward its aim of going paperless.

Process Updates

All our project execution processes are reviewed on a regular basis, and any improvements found are implemented across all our locations. Recent process improvement projects include a partnership with a government-approved hazardous waste recycler, solar lights, and LED bulbs, and Mivan shuttering formwork for wood waste efficiency.

Customer Satisfaction

Customer satisfaction is crucial to JMC, and it is reviewed on a regular basis. As a result, in our yearly QMS feedback procedure, which is conducted for continuous improvement, we received excellent grades in the customer satisfaction metric. In addition, we are dedicated to a strong customer relationship management strategy, with an emphasis on repeat purchases from the private sector and our expansion into new public-sector business fields.

While for all ongoing projects customer feedback is sought by the site teams on an ongoing basis, JMC conducts yearly customer feedback surveys to adjudge the project delivery and customer satisfaction levels. As per the same, the customer satisfaction scores are 85% and above, for all business units for 2021-22.

JMC PROJECTS (INDIA) LTD.	HEAD OFFICE MUMBAI	Quality Management System	
		Procedure for Customer Satisfaction	
		01000/JMC/JMCH19F/00005	R0

Customer Feedback Format

Project Name:		Date :
Section A : Project Details		
1	Customer	
2	Consultant	
3	Area of work and Project name	
4	Quarter	
5	Percentage of Project Completion	
Section B : Feedback		
No.	**Description of item**	**Feedback (Scale=1 to 10) ;with 1 as minimum**
1	Quality Of material used for Construction of Permanent Works	
2	Tools, Machines and Equipment used for construction	
3	Compliance of process, procedure and sequence of operation by front line team	
4	Training and Competency of the workmen engaged in site	
5	Quality of Product	
6	Work planning , monitoring and continual improvement	
7	Value Engineering/ improvisation / use of new technology proposals by Team	
8	Timely Response to Customer Feedback/ Complaints	
9	Effectiveness of Actions to prevent recurrence of issues	
10	Material Handling & Housekeeping during storage and execution of work	
Over all (average of feedback) :		
Section C: Other Details		
1	Area of concern (if any) :	
2	Area of strength (Apparent if any) :	
3	Any other Comment :	
	Customer / Consultant Name :	
	Designation:	
	Signature :	

Note: This customer satisfaction Feedback is a part of Quality Management System in line with ISO 9001 - 2015 to know customer satisfaction level and has no financial relation with Project Contracts.

Approved By: - Mr. Rupesh Kumar (HOD – Quality)	Date: - 01/10/2020

WAY FORWARD

Going forward, our aim is to develop more result-oriented initiatives that will be instrumental in driving a meaningful change in the lives of our surrounding communities and help them thrive. We endeavour to conduct more impact assessment programmes for enhanced impact our initiatives. We also aim towards development of EIA and SIA checklist comprising comprehensive ESG indicators. We want to inculcate ESG aspects as part of supplier assessments pre and post on-boarding process. We would continue our efforts towards enhancing the customer experience and delightness through all our services.


PATIENT TRANSPORT
AMBULANCE

NATURAL CAPITAL

JMC STRIVES TO REDUCE ITS ENVIRONMENTAL FOOTPRINT, IMPROVE OPERATIONAL EFFICIENCY, AND OPTIMISE RESOURCE CONSUMPTION TO ENHANCE ITS SUSTAINABILITY PERFORMANCE

MATERIAL TOPICS

- Energy and Emission Management
- Water-Positive Approach
- Waste Generation and Recycling
- Climate change and related financial risk

SDGS COVERED

6 CLEAN WATER AND SANITATION
7 AFFORDABLE AND CLEAN ENERGY
12 RESPONSIBLE CONSUMPTION AND PRODUCTION
13 CLIMATE ACTION
14 LIFE BELOW WATER
15 LIFE ON LAND

The statements/calculations made in the natural capital of the integrated report by the Company are based on the workings carried out by internal teams and assume no obligation to update or revise to reflect new events or circumstances unless otherwise required by a regulatory body.

Global environmental issues address and establishing a green economy, based on the UN Sustainable Development Goals (SDGs), are a priority for JMC. We focus on environmental initiatives as major objectives, as they strive to be a firm that evolves sustainably with society. As part of our continuous improvement strategy, we take thoughtful efforts to operate in a sustainable and environment friendly manner, which aligns with its goal of integrating ESG and technology for long-term value creation.

JMC considers it their obligation to adopt environmental management principles at all its facilities. The ISO 14001:2015 Integrated Management System (IMS) including an Environmental Management System (EMS), covers all our facilities. Furthermore, our policies and code of conducts motivates us to comply with regulatory standards and enhance environmental performance by establishing and executing appropriate business processes and rules.

100% sites

ISO 14001 (Environment Management System) certified

7,339 MT

Recycled material consumed

75,000 Kwh

Renewable energy from the installed solar panels

1,21,090 KL

Water recycled

ENERGY AND EMISSION MANAGEMENT

Energy, according to JMC, is an important component of nation-building and a crucial cog in the wheel that moves the country toward a more sustainable future. But we also believe that a fundamental transition toward a more low-carbon approach is the need of the hour.

Companies which have effective sustainability management systems such as enhanced operational efficiency, conservation practises, and higher absorption of renewable energy sources into the energy mix will prosper in a resource constrained future, and they will be well prepared to support their clients, the organisation has built an energy efficient culture.

In 2021-22, we have implemented the following energy consumption and emission reduction measures.

Fuel management

We implemented Global Positioning System (GPS) and fuel management systems in our vehicles and equipment operating across all our project sites in India. This has enabled us in lowering its fuel consumption, which has directly decreased our carbon footprint, while also increasing profits. Further, we have started using fuel catalyst across our equipment to reduce impurities and ensure complete combustion.

Renewable Energy

We strive towards increasing the contribution of renewable energy sources in our energy consumption mix. Therefore, we have taken the following steps

- Installation of solar powered machinery
- Installation of solar panels powered weigh bridges
- Installation of solar powered lighting masts to replace Diesel Generators (commissioned 5 masts with combined of 2KW).
- Workmen accommodation powered through solar energy

About 75,000 Kwh of renewable energy from the installed solar panels were used in our operations which has avoided CO2 emissions equivalent to 60,230 Kg.

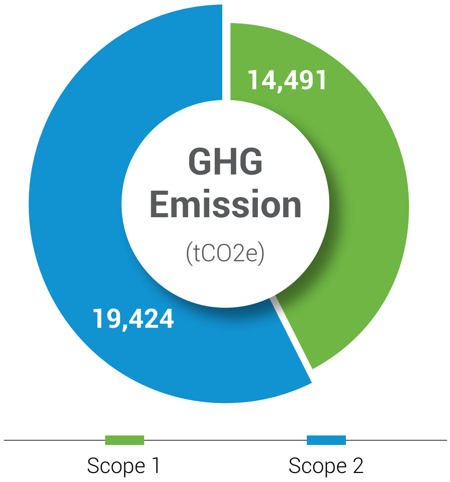
Energy efficient fixtures

JMC is consistently replacing conventional light fittings with energy-saving and motion-sensing lighting to enhance energy efficiency across all offices and project sites. We are also aiming to replace traditional welding equipment with new generation IGBT-based welding machines to save energy.

Green Products

Cement is the most polluting component of concrete. We've substituted cement with pozzolanic materials like Flyash and Ground Granulated Blast Slag (waste products from the thermal power and steel sectors), which has helped us lessen the environmental effect of concrete while maintaining the facility's structural integrity as well as adopting circular strategies facilitating waste resource utilisation.

Measures	Unit	2021-22
Direct Energy Consumption	GJ	2,09,263
Indirect Energy Consumption	GJ	85,565
Total Energy Consumption	GJ	2,94,828



POWERING OPERATIONS THROUGH SOLAR POWER

Weigh bridge operated by solar power

We are constantly exploring opportunities to innovate and find newer ways to use solar energy instead of conventional energy with the main of reducing carbon emissions. In this endeavour we were successful in converting the conventional energy-based weigh bridges to solar operated weigh bridges. After a feasibility analysis, 6 solar-powered weigh bridges with a capacity of 2 KW each were installed. This increased the existing solar capacity by 12 KW.

The Solar weighbridges along with solar light mast are few of the initiatives, which we have implemented as pilot to ensure feasibility without any operational issues. Once these efforts have been demonstrated, they will be widely implemented throughout our sites.

WATER STEWARDSHIP

JMC recognises the importance of water to its operations. Therefore, it has developed water conservation and reduction programmes to optimise water consumption in line with the environmental requirements.

Rainwater harvesting solutions were implemented by creating water holding ponds at various project sites. About, 6,000 KL of fresh water was collected in the pond which was available for use during the 2021-22. Furthermore, we also initiated rainwater harvesting through tube wells to replenish the ground water level.

Using alternate methods of curing like drip curing, membrane curing as well as use of multistage curing pump for both water and electricity conservation.

STP Plant for project operation and workmen accommodation to recycle industrial wastewater and biological wastewater respectively for domestic use.

Parameter	Unit	2021-22
Water Consumed	KL	13,13,922
Water Discharged	KL	1,35,874
Water Withdrawn	KL	14,49,795
Water Recycled/ Reused	KL	1,21,090

WASTE MANAGEMENT

JMC is conscious that its commercial operations generate a large amount of waste. Our environmental management system seeks to manage activities in such a way that will minimise and regulate waste to reduce environmental consequences. The system enables us to respond to and reduce environmental concerns and enhance its operational effectiveness.

We maintain compliance with waste management regulatory standards and aim to implement the circular economy philosophy. We strongly believe in applying waste management techniques proactively throughout our value chain, beginning with reduction and recycling operations within its own facilities.

Key waste management initiatives are:

At JMC we adhere the principle of 3R – Recycle, Reduce, Reuse and Recover to reduce the risk of contamination.

We encourage green supply chain procurement system with suppliers/vendors, who follow their green values and environment practices.

The generated waste is segregated as hazardous and non-hazardous waste and mange through a robust waste management system. Currently, the firm recycles less than 5% of the waste generated at each project, and it is disposed of through government-approved recycling agencies for recycling.

Parameter	Unit	2021-22
Waste Generated	MT	24,363

Our activities include procurement and use of raw materials such as Steel Bars, Readymade Concrete, Structural Steel, Pipe and Pipe Fittings, and Cement, among others. To reduce waste, we actively monitor our material consumption and ensure effective utilisation.

Parameter	Unit	2021-22
Non-Recycled Material Consumed	MT	12,17,321
Recycled Material Consumed	MT	7,339

WAY FORWARD

At JMC, we are conscious of wisely managing our footprint on the environment to obtain our right to operate as a Company. With multiple initiatives running across businesses and functions, over the next few years we aim to reduce our emissions and carbon footprint, while actively working towards increasing energy consumption from renewable sources, water recycling and waste management initiatives.

BOARD OF DIRECTORS

Mr. D. R. Mehta
Chairman – Independent Director

Mr. D. R. Mehta, B.A., LL.B and Management Graduate of Royal Institute of Public Administration, London and Alfred Sloan & School of Management MIT - Boston, USA, joined the Indian Administrative Service in 1961. He has extensive experience of more than 40 years during which, he held various important positions in Government of Rajasthan, Government of India. He was Deputy Governor of RBI, Chairman of SEBI etc.

Mr. Shailendra Raj Mehta
Independent Director

Mr. Shailendra Raj Mehta has done Bachelor of Arts from St. Stephen's College and Master of Arts from the Delhi School of Economics, M.Phil from Balliol College, Oxford University and his Ph.D. in Economics from Harvard University. He is currently the President & Director of Mudra Institute of Communications (MICA). Earlier he served as Chairman of the Board of Management of Auro University, Provost/Vice Chancellor of Ahmedabad University and also Visiting Professor of Business Policy at the Indian Institute of Management, Ahmedabad. He has done extensive research in the areas of Entrepreneurship, Industrial Organisation, Information Economics and Experimental Economics.

Ms. Anjali Seth
Independent Director

Ms. Anjali Seth has over 30 years of experience in advising top banks, financial institutions and corporates on a range of matters including M&A, PE Investments, industrial and employee relations, corporate governance, real estate negotiation, legal matters, statutory issues and litigations. She has been associated in various positions with leading banks, financial institutions and corporates. She holds Bachelor's Degree in Law.

Mr. Hemant Modi
Non-Executive Director

Mr. Hemant Modi has a Master's Degree in Civil Engineering from Rutgers, the State University of New Jersey, U.S.A. and a Bachelor's degree in Civil Engineering from M.S. University of Baroda. He has over 30 years of experience in the field of management and execution of construction of Industrial structures and factory buildings. Mr. Modi has extensive experience in the design and construction management of various Civil Engineering projects. He has worked with many private and government agencies on small and large projects both in India and in the United States.

Mr. Manish Mohnot
Non-Executive Director

Mr. Manish Mohnot is a qualified Chartered Accountant and a Cost Accountant. He has also done an advanced management program from Harvard University, U.S.A. He has more than two decades of experience in areas related to power, oil & gas, infrastructure, consulting, banking and business development. He has also been associated with reputed multinational banks and consulting firms. He serves as Managing Director & CEO of JMC's parent Company Kalpataru Power Transmission Limited.

Mr. Shailendra Kumar Tripathi
CEO & Managing Director

Mr. Shailendra Kumar Tripathi is a Civil Engineer from Government Engineering College, Jabalpur, Madhya Pradesh. He has over three decades of experience in the field of project planning and execution of large size infrastructure projects involving roads and airports. His technical, strategic decisions and leadership skills coupled with his sound financial and business acumen has helped JMC to build leading position in the infrastructure and civil construction business. He joined JMC Projects (India) Limited in 2008.

Mr. Amit Uplenchwar
Non-Executive Director

Mr. Amit Uplenchwar has done his Bachelor of Engineering in Mechanical from Nagpur University and Master of Business Administration in Finance and IT from Maastricht University. He has rich and varied experience in Corporate Strategy, Operations, Business Development, Mergers and Acquisitions in sectors of Transportation, Power, Water, Oil & Gas, Aerospace & Defense and Logistics. Presently, he is associated with Kalpataru Power Transmission Limited as Director – Group Strategy & Subsidiaries Operations.

Mr. Kamal Jain
Non-Executive Director

Mr. Kamal Jain is a Chartered Accountant having over three decades of experience in the field of finance, taxation, corporate affairs and human resource developments. He serves as Director (Integrity & Chief Ethics Officer) of JMC's parent Company Kalpataru Power Transmission Limited.

LEADERSHIP TEAM

MR. S K TRIPATHI
CEO & Managing Director

MR. AMIT UPLENCHWAR
Non-Executive Director

MR. AZAD SHAW
Chief Financial Officer (upto 30 May 2022)

MR. D N REDDY
Director (B&F International)

MR. G M SHANTHAKUMAR
President (B&F Business – South India)

MR. SUBRAMANIAN SADASIVAM
Deputy President (B&F Business - East, West & North India)

MR. OM PRAKASH PANDEY
President (Water Business)

MR. SANJIB LOCHAN BHATTACHARYA
Vice President (Infra Busines)

MR. NARAYANAN NEELAKANTESWARAN
Deputy President (Project Controls)

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. D. R. Mehta
(DIN: 01067895)
Chairman – Independent Director

Mr. Shailendra Kumar Tripathi
(DIN: 03156123)
CEO & Managing Director

Mr. Shailendra Raj Mehta
(DIN: 02132246)
Independent Director

Ms. Anjali Seth
(DIN: 05234352)
Independent Director

Mr. Hemant Modi
(DIN: 00171161)
Non-Executive Director

Mr. Manish Mohnot
(DIN: 01229696)
Non-Executive Director

Mr. Kamal Jain
(DIN: 00269810)
Non-Executive Director

Mr. Amit Uplenchwar
(DIN: 06862760)
Non-Executive Director

BOARD COMMITTEES

Audit Committee

Mr. D. R. Mehta, Chairman
Mr. Shailendra Raj Mehta
Ms. Anjali Seth
Mr. Kamal Jain

Stakeholders Relationship Committee

Mr. Kamal Jain, Chairman
Mr. S. K. Tripathi
Mr. Manish Mohnot
Ms. Anjali Seth

Nomination and Remuneration Committee

Mr. Shailendra Raj Mehta, Chairman
Mr. D. R. Mehta
Mr. Manish Mohnot

CSR Committee

Mr. D. R. Mehta, Chairman
Mr. S. K. Tripathi
Mr. Kamal Jain

Risk Management Committee

Mr. Shailendra Raj Mehta, Chairman
Mr. S. K. Tripathi
Mr. Manish Mohnot
Mr. Azad Shaw (upto 30.05.2022)
Mr. Narayanan Neelakanteswaran

CHIEF FINANCIAL OFFICER

Mr. Azad Shaw (upto 30.05.2022)

COMPANY SECRETARY

Mr. Samir Raval

STATUTORY AUDITORS

B S R & Co. LLP
Chartered Accountants

BANKERS

State Bank of India
Axis Bank
ICICI Bank
IDBI Bank
Indian Bank
Union Bank of India
Punjab National Bank
Karur Vysya Bank
Yes Bank
Export Import Bank of India
IndusInd Bank
IDFC First Bank
HDFC Bank
Karnataka Bank
Indian Overseas Bank

DEBENTURE TRUSTEE

Catalyst Trusteeship Limited

REGISTERED OFFICE

A-104, Shapath 4,
Opp. Karnavati Club,
S. G. Road, Ahmedabad – 380015
Tel: +91 79 68161500
Fax: +91 79 68161560
E-mail: cs@jmcprojects.com
Website: www.jmcprojects.com
CIN: L45200GJ1986PLC008717

CORPORATE OFFICE

6th Floor, Kalpataru Synergy,
Opp. Grand Hyatt, Santacruz (East),
Mumbai - 400055
Tel: +91 22 68851500
Fax: +91 22 68851555

REGISTRAR & TRANSFER AGENT

Link Intime India Private Limited
Unit: JMC Projects (India) Limited
506 to 508, 5th Floor,
Amarnath Business Centre-1,
Nr. St. Xavier's College Corner,
Off C. G. Road, Navrangpura,
Ahmedabad - 380009, Gujarat
Tel & Fax: +91 79 26465179
E-mail: ahmedabad@linkintime.co.in
Website: www.linkintime.co.in

AWARDS

International Safety Awards by British Safety Council

Safety Award by CII

CIDC Vishwakarma Awards for 6 Projects

Safety Awards by RoSPA

CIDC Vishwakarma National Awards for 14 Projects

MANAGEMENT DISCUSSION AND ANALYSIS

Global Economy

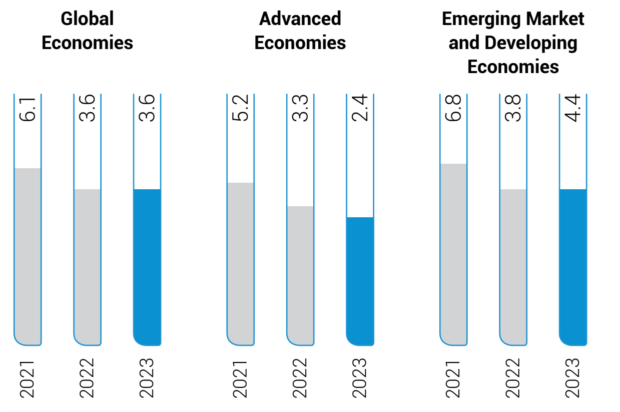
While the last year was marred by rising infection, volatile commodity cycles, supply chain challenges, rising logistics expenses and inflation, as a consequence of fast immunisation programmes and continued fiscal and monetary relief measures adopted by economies worldover, there have been some green shoots emerging in the global economic recovery during 2021-22. While the effects of the pandemic were waning off across regions, the Russia-Ukraine war that commenced in February 2022, has again shaken up the world order, sending economies into a turmoil, with energy and supply chains being impacted in a big way. The economic implications of the war are expected to create a significant downturn all through the CY 2022. Further, it has lead to additional inflationary pressures, with the fuel and food prices, running up significantly. The general rise in prices, have disproportionately harmed the low-income countries with vulnerable populace. As a result, the International Monetary Fund in its World Economic Outlook (WEO) report, published in April 2022, project the Global growth to slow down from 6.1% estimated in CY 2021 to 3.6% in CY 2022, which is lower than its January, 2022 estimates.[1]

Outlook

As the global economy is experiencing a downturn, regulators throughout the world are considering tightening monetary policies to decrease inflation expectations and remove excess liquidity from their systems. In CY 2022 and CY 2023, advanced nations are anticipated to grow by 3.3% and 2.4%, respectively. The emerging nations are expected to grow by 3.8% and 4.4%, respectively in CY 2022 and CY 2023. Overall, the global GDP growth is expected to be at 3.6%, in both CY 2022 and CY 2023.

Collaborative efforts by nations is the need of the hour, which will enable a response to the humanitarian crisis caused as a result of the Russia-Ukraine conflict. Also the need to ensure no further economic fragmentation, can't be downplayed anymore. Alongside, the need to tackle climate change, manage global liquidity and the end of the nCov pandemic are required.

Growth Projections (%)[2]



Indian Economy

India's economic growth, which is estimated to touch 8.9% in CY 2022 has been aided by a favourable business climate, strong industrial production, and extensive vaccination coverage. A conflict in Russia and Ukraine i.e. one area of the world has had an influence on the entire world economic order. Supply chain disruptions, increase in energy prices, and the inflationary pressures have all impacted India as well. Despite these, India's goods exports reached a record high of USD418 Billion in 2021-22. Due to its rapidly growing domestic consumer market and enormous industrial activites, India has become a very popular investment destination for across manufacturing, infrastructure, and services segments.[3]

Outlook

Owing to the extensive vaccine coverage, gains from supply-side reforms, regulatory easing, export growth, and the availability of fiscal leeway to enhance capital investment, India's GDP is expected to grow by 8.2% in 2022-23. The year ahead looks bright for Private sector investment, with the economy in good health and a stable financial position. The growth prediction for 2022-23 is based on the assumption that there would be no more interruptions or economic hardship. Besides, in line with the expectations, India is expected to continue to grow as one of the world's fastest-growing economies during the next decade.[4]

[1] *issuu.com*

[2] *World Economic Outlook Report by IMF, April 2022*

[3] *World Economic Outlook Report by IMF, April 2022*

[4] *www.livemint.com*

Construction and Infrastructure Industry

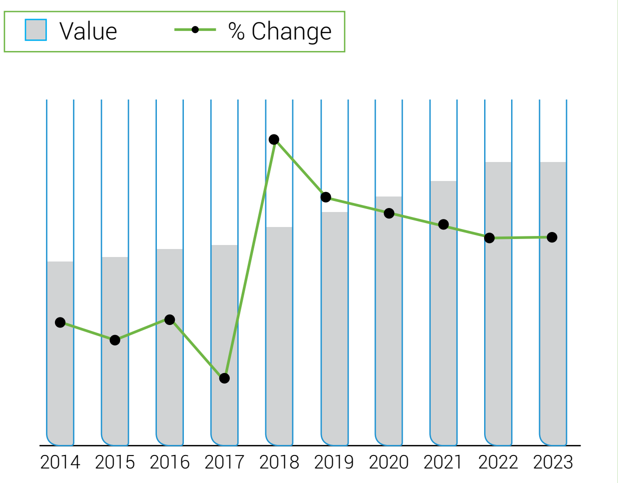
The Indian economy relies heavily on the infrastructure industry. The sector is critical to India's overall growth and consequently the government has placed it on a high priority for enacting regulations that would assure the development of world-class infrastructure on time. Power, bridges, dams, highways, and urban infrastructure development are all part of the infrastructure industry. The construction industry market in India works across 250-sub-sector with linkages across sector.

The infrastructure and construction sectors in India have progressed well in the aftermath of slowdown and lockdowns, after the economy has started opening up. The global construction survey states that the construction industry in India is expected to grow by 16.5% over CY 2021 to reach USD42,127 Billion in CY 2022. The country's focus on developing infrastructure is expected to lead to the growth of the construction sector as well.

In the latest Union Budget, the Government of India (GoI) has announced significant allocations towards infrastructure development. A budget of ₹1.9 Trillion has been allocated towards the Roads sector, which is ~52% higher than the revised estimates for 2021-22. ₹2.5 Trillion, ~14% higher than the revised estimates for 2021-22, has been allocated to Railway infrastructure development focussing on new lines, guage conversion, electrification and other performance and efficiency enhancement initiatives. Affordable housing, smart cities, data centres etc. also witnessed heightened focus and budget allocations.

Focus and rigour displayed by GoI is expected to auger well for the infrastructure sector and create multiple opportunities for companies.[5]

Construction overview till 2023



Sectorial Opportunity

Buildings (Residential & Commercial) and Factories

Overcoming the pandemic-related challenges, the real estate industry remained resilient and grew steadily in 2021. For a time, India's first wave of Covid-19 brought the industry to a halt. However, by the fourth quarter of 2020, the market had began to pick up speed, owing in part to increased development of residential space. Just as the economy had started to bounce back, the second wave of Covid-19 disrupted the growth progress. However, unlike the first wave, the second wave had less lasting and conspicuous consequences. Vaccination campaigns and decreased infection rates boosted market confidence. Furthermore, the holiday season aided the sector's expansion. The Indian real estate sector is predicted to reach a market size of USD1 Trillion by 2030, up from USD200 Billion in 2021, and to contribute 13% of the country's GDP by 2025.

Residential

In the residential category, India's real estate market is expected to rise by roughly 5% in capital value by 2022. According to some estimates, sales momentum will go up in 2022 as potential home buyers favour larger houses with more facilities. Furthermore, in the following year as employees and employers favour the work-from-home or hybrid working model, the luxury home market in suburban locations is expected to reach greater levels.

The Central Government, in collaboration with the State governments, has launched several initiatives to promote growth in the industry. The Smart City Project, which aims to develop 100 smart cities, represents excellent potential for real estate corporations. The proposals made in the Union Budget 2022-2023 are expected to aid in the development of a robust real estate market.

- High priority on affordable housing while also searching for methods to improve the current finance processes in order to offer liquidity to stalled real estate projects.
- Grant ₹2.17 Lakhs Crores in additional Central and State financing to the main rural plan, Pradhan Mantri Awas Yojana-Gramin, in order to meet its aim of constructing 2.95 Crores dwellings
- Under the Pradhan Mantri Awas Yojana (PMAY), 80 Lakhs houses have been completed, with ₹48,000 Crores allotted for urban and rural PMAY in 2023-24[6]

[5]*www.businesswire.com*

[6]*ibef.org* | *timesofindia.indiatimes.com*

Healthcare

The COVID-19 has offered India with both obstacles and chances for growth in healthcare sector. Hospitals in India are in high demand from both international and indigenous investors. Healthcare demand is increasing in Tier 2 and Tier 3 cities across the country, in addition to urban areas. These cities have cheaper costs for resources like land and labour. In the hospital/medical infrastructure sub-sector, there are roughly 600 investment possibilities totaling USD32 Billion (₹2.3 Lakhs Crores).[7]

Airports

India is the third-largest civil aviation market, with a market size of USD16 Billion in July 2021. According to the International Air Transport Association (IATA), India is predicted to surpass China and the United States as the world's largest air passenger market by 2030. The aviation industry is on track for substantial expansions and enhancements. The Ministry of Civil Aviation plans to build 21 additional airports across India in the next four to five years. Further, over the same time period the Airports Authority of India (AAI) plans to expand and upgrade many current airports at an investment of ₹25,000 Crores. This includes the widening and modification of existing terminals, the construction of new terminals, the expansion or strengthening of existing runways, technical blocks, and the control towers of the Airport Navigation Services.[8]

[7]niti.gov.in | pib.gov.in
[8]ibef.org | financialexpress.com

Urban Infrastructure

The transport sector in India is enormous and diversified, serving the demands of 1.1 Billion people. The industry generated around 5.5% of the nation's GDP, with road transportation accounting for the lion's share. According to the ICRA, the transportation industry is likely to grow by 6-9% in the current financial year while domestic road transportation sector is likely to grow by up to 12% till 2023.

National Transport Master Plan (NTMP)

With an estimated investment of ₹10 Lakhs Crores, various transport ministeries (road & highways, shipping, aviation and railways) of India are jointly working on the National Transport Master Plan (NTMP) aimed at providing seamless movement of freight and passengers across multiple modes of transport. NTMP is a strategic framework and investment plan for sustainable development of the transport infrastructure envisaged to include construction of multi-modal transport hubs that will have railway stations, light railway stations (metro) and bus terminals under one roof.

The roads ministry plans to develop 10 such hubs across the country in partnership with railways and shipping ministries.

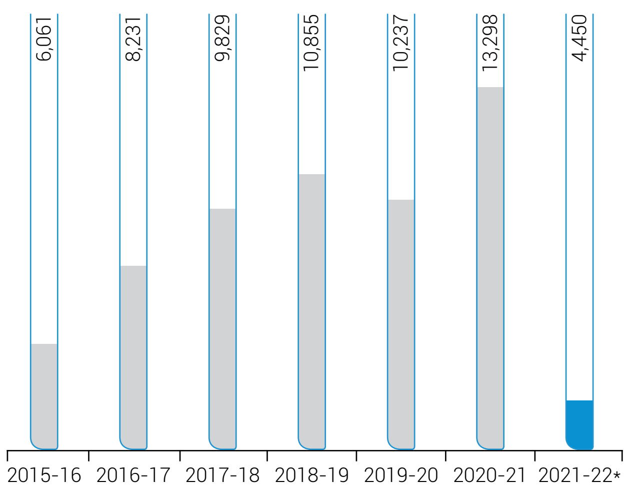
Road Networks and National Highways

Physical connections in urban and rural areas are critical to economic progress. Roads being the most common means of transportation in India, transport about 85% of the country's passenger traffic and more than 60% of its freight. With a total length of 5.23 Million kilometres, India boasts of having the world's second-largest road network (in kms).

While the quality of road transportation and overall infrastructure in the country has progressively risen over time, however, further infrastructure development continues to be of high priority for the government with significant budget allocations every year. Between 2016-17 and 2021-22, the highway development in India grew at 17% CAGR. Amidst the pandemic and lockdowns, India built 13,298 kilometres of roadways in 2021-22. The Ministry of Road Transport and Highways has been given ₹199,107.71 Crores (USD26.04 Billion) in the Union Budget 2022-23. Over next five years, the road sector is expected to contribute for 18% of capital spending.

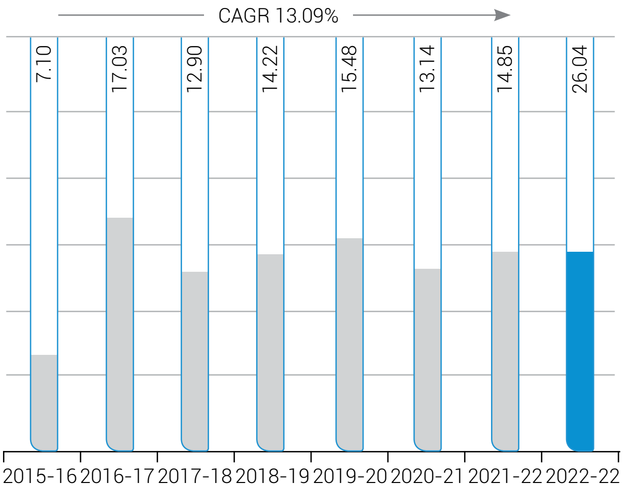
[9]orfonline.org | worldbank.org | mordorintelligence.org | ibef.org

Highway Construction in India 2021-22 (kms)



*2021-22 data is till October, 2021.

Outlay for roads under the respective Union Budgets (USD billion)[9]



Railways

India houses the fourth largest railway network globally and aims to contribute about 1.5% to the country's GDP by building infrastructure to support 45% of the modal freight share of the economy.

The rail sector was not immune to the impacts of the coronavirus pandemic, although travel and transportation have gradually resumed. With nations opening up and demand for both passenger services and freight transportation of products beginning to revive, the Indian Railways clocked an 18% increase in the freight loading during 2021-22 upto 31.12.2021.[10]

Metro Rail

Metro transportation is a rapidly expanding sector all over the world. The metro is the ideal transit option due to its versatility, accessibility, comfort, and safety. With a Budget allocation of ₹19,130 Crores in 2022-23, multiple Metro projects are being planned and built in India as well. Currently, ~700 kms of conventional metro is operating in the country across 18 cities, while another ~1,000 km of metro and RRTS are under development across 27 cities (18 existing + 9 new). The government plans to implement two new technologies, 'MetroLite' and 'MetroNeo,' to deliver metro rail systems at a lower cost while providing the same experience, convenience, and safety in Tier-2 cities and Tier-1 city outskirts.

Regional Rapid Transport System (RRTS)

RRTS is a new, dedicated, high speed, high capacity, comfortable commuter service connecting regional nodes in National Capital Region (NCR). This region, which covers around 35,000 km, includes complete NCE as well as portions of the bordering states of Haryana, Uttar Pradesh, and Rajasthan. RRTS is different from conventional Railway as it aims to provide reliable, high frequency, point to point regional travel at high speed along dedicated path way.

[10]indianrailways.gov.in

High-Speed and Semi High-Speed Rail

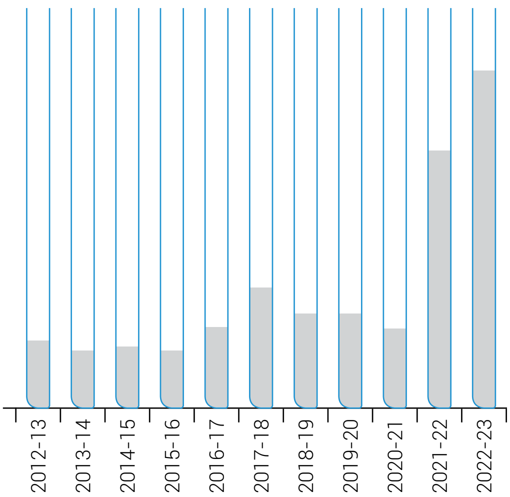
India, like Japan and China, sees high-speed rail as a way to cut travel times, expand capacity, and boost economic activity. All big cities in north, west, and south India shall be connected by high-speed rail, according to an ambitious National Rail Plan released in 2021. Towns with populations of at least one Million people between 300 and 700 kilometres apart are being selected by the government for the development of high-speed rail. India has hired Japanese technology, engineers, and financing to help build its first railway line, a 508-kilometer link between Mumbai and Ahmedabad in western India.[11]

Water

Water is one of the key necessities of life and currently across a world, a significant portion of the population lives without access to potable water. It is also an essential element for agricultural production and plays a key role in food security. Given its vitality, governments across the world, including India, have focussed their investments towards programs to ensure water availability for masses.

Jal Shakti Ministry, created in 2019 by integrating the Ministries of: (i) Water Resources, River Development, and Ganga Rejuvenation, and (ii) Drinking Water and Sanitation, received an allocation of ₹86,189 Crores in the 2022-23 budget – a 24.8% increase over the revised estimates of 2021-22.

Expenditure by the Department of Drinking Water and Sanitaton (in ₹ Crores)[12]



Note: Values for 2021-22 are revised estimates and 2022-23 are budget estimates. Allocation before 2019-20 were towards the erstwhile Ministry of Drinking Water and Sanitation.

Source: Union Budgets 2014-15 to 2022-23; PRS.

Drinking Water and Sanitisation

The Department of Drinking Water and Sanitation administers programs for safe drinking water and sanitation in rural areas. In 2022-23, 78% of the total budget allocation to Jal Shakti was towards these programs.

Jal Jeevan Mission (JJM) - envisioned to provide safe and adequate drinking water through individual household tap connections by 2024 to all households in rural India, also focusses on implementing source sustainability measures such as recharge and reuse through grey water management, water conservation, rain water harvesting etc. In the financial year 2021-22, more than ₹40,000 Crores grant was released to States/ UTs based on the output in terms of providing household tap water connections and utilisation of available Central grant with matching State share. The JJM budget for 2022-23 has been enhanced to ₹67,000 Crores, thereby making it evident, the importance of 'Har Ghar, Nal Se Jal' programme.[13]

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[11] edition.cnn.com | indianrailways.gov.in

[12] prsindia.org

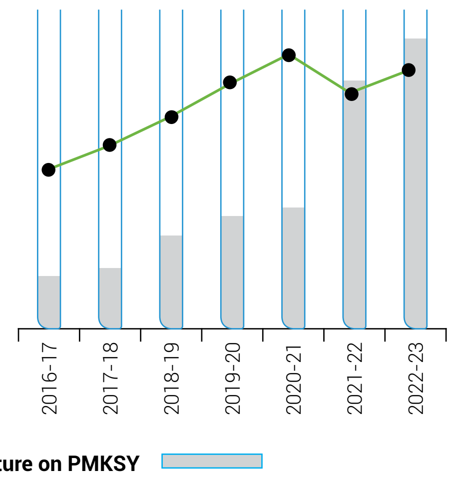
[13] pib.gov.in

Water Resources and River Development

With a budget allocation of ~₹19,000 Crores – a 5% increase over the revised estimate of 2021-22 – 58% of this expenditure is estimated to be on the Pradhan Mantri Krishi Sinchai Yojna (PMKSY).

With 52% of the total net sown area in India still unirrigated (The Economic Survey: 2016-17) and with the changing weather patterns, it is more needed that ever to increase the irrigation coverage of the country and support consistent productivity of farming.

Expenditure on PMKSY over the years (in ₹ Crores)[14]



Note: Estimate for 2021-22 are revised estimates and 2022-23 are budget estimates.

Under the mission name Har Khet ko Pani, the program focusses on (i) creation of new water sources, (ii) restoration and repair of traditional water bodies, (iii) command area development, and (iv) strengthening of distribution network from irrigation sources to the farm etc. Thus creating opportunities for companies to participate in construction of such government driven initiatives.

Outlook, Opportunities and Challenges

The Indian economy following the pandemic's recovery has bounced back. As a result of the vaccination programmes and preventive measures, economic activity has revived. Despite the challenges, the sector's ever-growing potential suggests a speedy recovery. Many variables will influence infrastructure requirements, including:

Outlook

Demograhic development

Aging population, population increase, urbanisation tendency, and migration from rural and coastal areas to urban areas are all factors to consider.

Environmental Factor

Growth is also fueled by environmental issues such as climate change and increased resource requirements.

Infrastructural spending

Any economy relies heavily on the infrastructure sector. Governments across the world are focused on enacting regulations that will assure building of world-class infrastructure in a timely manner. Consequently, with the easing of economic environment, the infrastructure spending is expected to rise globally; albiet with high degree of sensitivity towards economic sentiments.

Technological Advancements

The pandemic has further emphasised the importance and need of technology for businesses. While technology led investments have become common globally, India is the world's third most appealing investment location for technology deals. Modern India has placed a high emphasis on science and technology, realising that it is a critical component of economic development.

[14]Union Budgets 2016-17 to 2022-23; PRS

Opportunities

Real Estate

Many elements are likely to lead to Real Estate's strong expansion. Both luxury as well as affordable housing are seeing increased demand. Demand is further fueled by the availability of low-interest loans, tax breaks, and a burgeoning middle class with more money to save.

Healthcare

The pandemic has glaringly highlighted the need for wider and more advanced healthcare system in the country. Government as well as private players are consciously directing investments towards strengthening the nation's healthcare infrastructure to increase its reach and ability to tackle larger and more complicated scenarios. This has created widespread opportunity in the sector for construction companies.

Airports

Internal passenger traffic and international outbound traffic are expected to continue to expand due to the favorable demography and strong economic expansion. With increased investment and commerce activity, as well as marketing India's rich legacy and natural beauty to foreign leisure travellers, international inbound tourism will develop fast. Modernisation and upgradation of exisiting infrastructure along with development of new airports are expected to auger well for the industry.

Transport Infrastructure

Comprehensive and reliable transport infrastructure is seen as vital to India's economic progress. With financing currently in place, the government intends to significantly expand spending on bulding roads, highways, railways, water ports, airports etc. a major portion of this will be built through public-private partnerships.[15]

Water

Availability of water is the basic requirement for any social and economic activity. The government has earmarked significant investments towards ensuring water availability across rural parts of the country while also working towards improving water resource quality.

[15]*news.un.org*

Challenges

Geopolitical Risks

Given the interconnected nature of world today, economic and/or political uncertainty across any part of the globe has the potential of impacting the geopolitical landscape across other countries. Any such event may further lead to postponement of large development plans which pose a risk for companies focussed on infrastructure development.

Environmental Risks

With rising economic activity across countries, the world is facing the threat of widespread climate change. Based on the latest Intergovernmental Panel on Climate Change (IPCC) findings, unless governments everywhere reassess their energy policies, the world will be uninhabitable. Despite the 2015 Paris Agreement, the world is on a pathway to global warming of more than double the 1.5-degree (Celsius, or 2.7-degrees Fahreinheit) limit.

It has become essential for countries and in-turn corporates to actively work towards studying their environmental footprint and implement plans to reduce their emmissions and contribute positively towards the environment.[18]

Commodity Risk

Infrastructure industry relies heavily on commodities like Steel, Aluminium and Zinc etc. Any volatility in the commodity cycle can impact the industry significantly.

As a consequence of fluctuations in commodity prices, development projects can get delayed while construction Company margins are severely impacted.

Competitive Intensity

As governments across the globe chart ambitious growth plans for nations, the infrastructure development opportunities are expected to rise going forward. As a result, many new companies have ventured into the industry increasing the competitive intensity. Amidst the competition between companies to win contracts to gain technical experience, the overall industry profitability is adversely impacted.

Talent Availability

As the world reels out of the impact of the pandemic, employee preferences have evolved with respect to the industry and nature of work. Further with increased competitive intensity, the demand and supply equation has become imbalanced while the pool of talent has various options available for them. This is led to a talent crunch across the industry with attrition also becoming a key issue attraction management attention.

Company Overview

With an industry presence of over three decades, JMC Projects (India) Limited (JMC) has emerged among the leading Indian Civil Construction EPC companies. The Company is renowned for possessing excellent execution skills, adherence to safety & quality standards and efficiency in using advanced technology. Our presence is spread across Buildings & Factories (residential complexes and townships, hospitals, hotels, commercial complexes, institutions, power plants etc.), water supply and irrigation projects, roads and highways, airports, flyovers and elevated corridors, metro rail and other urban infrastructure projects.

The Company aims at contributing towards sustainable nation-building efforts and improving its reach in international markets. Presently, JMC carries out operations in South Asia, East Asia, East Africa and West Africa. The organisation has made investments over the last few years to gain a foothold in the international market as well. We have setup strong teams led by industry leaders with

international market know-how, to drive the Company's international growth. We expect to receive more orders from international market, eventually contributing towards our overall growth. Furthermore, with the overall development in India's infrastructure, JMC is well positioned to ride the growth wave while strengthening its roots both within the country and internationally.

Business Strengths and Strategies

Over the years, JMC has undertaken conscious efforts to ensure that it adheres to its core values of Business Ethics, Quality and Prudence while catering to our customers' both stated and latent needs. We have set-up a holistic ecosystem to deliver best-in-class services:

Human Capital

- Accumulated human capital to establish a committed and competent team
- Always foster an efficient and extremely valuable workforce through focus and relentless efforts towards building professional and skilled employees
- Committed towards the welfare of workmen providing upskilling, multi-skilling and other trainings while also enhancing their living conditions at the project sites
- Always maintain high levels of subcontractor satisfaction while continuously identifying further ways to of enhancement

Developing Assets

- Acquired best-in-class fixed assets and equipments required for business delivery and growth across all areas of operations
- Cash flow driven growth strategy for business sustainability amid uncertainties

Process Excellence

- Focused on continuous improvement, productivity and utilisation enhancement, reducing wastage and minimising cycle times/turn-around times
- Driving innovation, sustainability and engineering excellence through a collaborative approach with the client to provide the best and environment friendly solution
- Practice the 'Right First-Time' approach in Quality management, through process assurance framework, mockup/trials, skill development and behavior-based quality
- Practice 'Zero Fatality' approach in Safety management through near-miss incident reporting, transparency and behavior-based safety
- Committed to a robust vendor relationship management to maximise the value proposition and driving Procurement Excellence

By delivering services with Pride, Respect and Humility with Customer Centricity as key focus, JMC has ensured that it has:

- Strong credentials for undertaking projects of various sizes in all areas of its business operations
- Capability to compete in challenging and complex projects backed by deep expertise and rich industry experience
- Expertise to undertake and complete projects within time, backed by best-in-class technology, using digitisation and mechanisation
- Strong Brand Equity in building, industrial, infrastructure and water sector
- Strong clientele ranging from Governments to private entities

Operational Highlights and Achievements

During the year under review, the Company has received new contracts of more than ₹10,000 Crores including projects in Maldives, Ethiopia and Ghana. As of 31 March, 2022, the aggregate value of orders in hand stands at approx. ₹17,139/- Crores. Details of some of the major / prestigious projects won during the year are as follows:

Buildings & Factories

- Construction of one residential and one commercial project for Brigade Group at Bengaluru
- Construction of a commercial project for Verde Commercial Real Estate at Bengaluru

- Construction of a residential project for Puravankara Limited at Bengaluru
- Construction of a residential project for Bagmane Developers at Bengaluru
- Design and Construction work for a residential tower for Indis Appa Two Projects Private Limited at Telangana
- Construction of a commercial project for Kukatpally Developers Private Limited of Lakeshore Group at Hyderabad
- Construction of a residential project for Garden City Realty Private Limited and Cybercity Developers at Vizag, Andhra Pradesh
- Construction of 3 downtown & service block at DLF Downtown, Taramani, Chennai
- Construction of 2 residential project for Prestige Group at Ranga Reddy, Telangana and Noida, Uttar Pradesh
- Construction of Vellor Institute of Technology Campus at Chennai

Urban Infrastructure

- Design & Construction of 60 KM Expressway in Ethiopia
- Design & Construction of 83 Km Highway in Ghana

Water

- Construction of Water and Sewerage Network at Maldives
- Construction of water supply infrastructure for Gorakhpur, Meerut & Prayagraj districts of Uttar Pradesh.
- Construction of Rural Water Supply project in Cuttack and Sundergarh districts of Odisha
- Construction of Piped Water Supply Projects at Gajapati & Kandhamal District and Koraput District of Odisha

Financial Highlights

On a standalone basis, the Company achieved revenue from operations of ₹5,352.93 Crores in 2021-22 as against

₹3,688.78 Crores in 2020-21, an Increase of 45%. The Company ended the year with an order book of ₹17,139 Crores versus ₹14,009 Crores as on end of 2020-21.

Core EBIDTA [excluding other income and expected credit loss (ECL) provision for loans and advances given to JV] for 2021-22 was ₹420.72 Crores as compared to ₹331.55 Crores for 2020-21. Core EBIDTA margin has decreased to 7.9% in 2021-22 from 9.0% in 2020-21. The operating margins decreased due to increase in prices of major raw materials and rise of labour costs.

Net property, plant and equipment (including capital work in progress and Intangible assets), at the end of 2021-22 stood at ₹690.50 Crores as against ₹620.11 Crores in the previous year. During the year under review, depreciation was at ₹167.20 Crores and addition in the property, plant and equipment (including capital work in progress) is ₹208.56 Crores. Net current assets decreased to ₹658.81 Crores as against ₹834.67 in the previous year due to the increase in short term borrowings. Borrowing levels of the Company are ₹987.78 Crores in 2021-22 as against ₹795.39 Crores in 2020-21. The finance cost was around 2.25% of the revenue during 2021-22 as against around 3.09% of the revenue during 2020-21.

During the year under review, CARE Ratings has upgraded the rating/outlook as CARE AA-/Stable (Double A minus/ Outlook: Stable) to Long Term Bank Facilities & Non-Convertible Debentures of the Company. Further, it has also upgraded the rating as CARE A1+ (A One Plus) to Short Term Bank Facilities of the Company. India Ratings & Research has affirmed the rating as IND AA- (Double A Minus)/Outlook: Stable to Long Term Bank Facilities & Non-Convertible Debentures and IND A1+ (A One Plus) to Short Term Bank Facilities of the Company. In accordance with the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018, the Company is required to provide details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor.

Ratios

Particulars		2021-22	2020-21	% change	Reason for variance
Current Ratio (Current Assets / Current Liabilities)	Times	1.21	1.33	9%	-
Debt-Equity Ratio Debt (Long term borrowings + Short term borrowings Including current maturities) / (Equity share capital + Other equity)	Times	1.11	0.77	(44%)	Due to increase in long term and short term borrowings
Debt Service Coverage Ratio (PAT+Interest+Depreciation+Loss/gain on sale of FA+Expected credit loss provision for loans and advances given to joint venture / others+ Exceptional items)/(Gross interest+Lease payment+Repayment of long term debt excluding prepayments)	Times	1.52	1.32	(15%)	-
Return on Equity Ratio (Annualised) (Net Profits after taxes / Average Shareholder's Equity)	%	(16.54%)	7.15%	331%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items
Inventory turnover ratio (Annualised) (365 days / (Cost of materials consumed / Average Inventory))	Days	36	53	32%	Due to increase in sales
Trade Receivables turnover ratio (Annualised) (365 / (Net Sales / Average Trade Receivable))	Days	72	99	27%	Due to improvement in realisation
Trade payables turnover ratio (Annualised) (365 / (Net Purchase / Average Trade Payable)	Days	209	308	32%	Due to vendor payments
Net capital turnover ratio (Annualised) (Net Sales / Average Working Capital)	Times	7.17	4.57	(57%)	Due to increase in sales
Net profit ratio (Net profit after tax (Before OCI) / Sales)	%	(2.93%)	1.93%	252%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items

Particulars		2021-22	2020-21	% change	Reason for variance
Return on Capital employed (Annualised) (PBT+Interest+Expected credit loss provision for loans and advances given to joint venture / others+ Exceptional items / Average capital employed)	%	13.94%	10.72%	(30%)	Due to increase in sales
Return on investment (Annualised) (Net Profits after taxes / Average Equity)	%	(40.59%)	18.38%	321%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items
Interest service coverage ratio (ISCR) (times) ((PAT + Interest + Depreciation + Loss/gain on sale of FA + Expected credit loss provision for loans and advances given to joint venture / others + Exceptional items) / Gross interest)	Times	4.26	2.88	-48%	-Due to increase in profit after tax (excluding Expected credit loss provision for loans and advances given to joint venture/ others and Exceptional items)
Operating margin Operating profit / Sales (Operating profit is profit before exceptional items and tax, Expected credit loss provision for loans and advances given to joint venture / others, depreciation, finance costs and other income)	%	(40.59%)	18.38%	321%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items

Further, the Return on Net worth ratio (Standalone) during 2021-22 was 17.5% as compared to 10.3% during 2020-21 which improved by 720 bps majorly on account of revenue growth due to healthy execution in B&F and Water business in 2021-22

Risk Management

1. Performance of construction industry and real estate market

Risk	Risk Remediation
A slowing economy and changes in the regulatory environment might harm the construction sector and real estate market, affecting the Company's operations.	The Company is in a good position to take advantage of expanding market prospects. Every quarter, the Company examines its policy with a focus on accomplishing its major business objectives within the policy framework, which includes growth, profitability, and risk mitigation measures. The Company has expanded into numerous categories and geographies as part of its effort to ensure long-term growth.

2. Availability and Price of Raw Materials:

Risk	Risk Remediation
The enforcement Steel, ready-mix concrete, steel, pipe and pipe fittings, and cement are only a few of the basic resources that the Company needs. Due to a supply and demand mismatch, severe competition, and fluctuations in production levels, its price and availability may be affected. Price changes and failure to purchase items on schedule may influence the Company's brand value and profitability	The Company has maintained positive, mutually beneficial relationships with its suppliers, ensuring a steady supply of high-quality raw materials. It also gets into contracts with clients to establish the base price of raw materials in many cases. It also engages in contracts where the conditions include a general escalation clause based on the wholesale price index of materials, which transfers the risk of fluctuating input prices to the client. Seasonal changes in raw material costs, however, are unavoidable and are accounted for in the cost calculations.

3. Changes in the Competitive Landscape:

Risk	Risk Remediation
The construction business is vulnerable to both new and established competitors. The intense rivalry may result in pricing pressure, affecting the Company's profitability and growth.	In In small tasks, the Company is aware of new rivals, as well as preapproval limits in bigger projects. Internally, the Company is devoted to boosting efficiency, decreasing wastage, and cost optimisation, among other things, to remain competitive and secure projects without sacrificing profitability. Furthermore, the Company is dedicated to a strong customer relationship management strategy, with an emphasis on repeat purchases from the private sector and expansion into new public-sector business fields.

4. Information Technology and Cyber Threat

Risk	Risk Remediation
Due to insufficient IT infrastructure, there is an increased risk of cyber-attack and data loss as a result of digitalisation. This might lead to data loss, which could lead to financial losses, Company and customer service disruptions, and the loss or leaking of personal information.	The Company is always working to strengthen the security of its digital assets by implementing steps to effectively combat and manage cyber-attacks. The Company has implemented cutting-edge technologies to boost operational efficiency and cross-departmental communication. To avoid cyber-attacks, a variety of cybersecurity measures, such as firewalls, suspicious mail quarantines, and port restrictions, have already been implemented.

5. Retention and Acquisition of Skilled Employees:

Risk	Risk Remediation
The key to an organisation's success is having skilled and competent personnel. The Company's capacity to effectively pursue its growth goals may be hampered if it is unable to retain or hire qualified and experienced staff.	A robust engagement and development policy are in place at the Company. It routinely conducts training and development programs, involves staff in a variety of activities, and fosters talent through mentorship programs. HR policies, procedures, and processes have been built at the Company which makes it highly appealing to qualified and talented people to join.

6. Management of Currency Risk:

Risk	Risk Remediation
Because of its foreign operations, the Company is subject to currency risk. Currency rate fluctuations may have a negative influence on the Company's profitability due to the fluctuating market conditions.	Hedging interest rate swaps, and currency contracts are some of the tools the Company uses to manage the risks of currency fluctuations.

7. Business Disruption and Uncertainty:

Risk	Risk Remediation
The operations were hit by a second wave as a result of the current Coronavirus epidemic, which caused substantial supply chain risk and poor client demand. It might result in a drop in growth and profitability.	For such an unusual event, contingency plans were devised and reassessed as circumstances changed. Senior management and operational teams continued to keep an eye on the situation in order to provide timely education and assistance.

Environment, Health and Safety Management System (EHS)

JMC strives to promote & foster a safe working environment by proactively incorporating EHS into daily operations. Thereby, the Company ensures implementation of the following five pillars for achieving EHS excellence and sustenance.

The EHS-way of life

- Comprehensive Policies and SOPs
- Implementation of IFC Guidelines
- Linkage of EHS KRA at all Level
- Detailed EHS Risk Assessments
- Empowerment letter to BU/RO/site from MD/ EHS head
- Integration of EHS in planning & designing stage of every new project
- Regular incorporation of client feedback
- Toll free number (1800 833 7979) for convenient reporting of unsafe act/conditions

Monitoring and Measurement

Monitoring

- **Daily:** Project-wise EHS data collation and review
- **Monthly:** Rapid Quantitative EHS assessment of each site
- **Quarterly:** Team Assessments and EHS updates to Chairman / Board of Director
- SCOUT (Safety Check Observation User Tool) implementation

Measurement

- Detailed dashboard with company-level consolidated view and site-level issues drill down
- 3-Layer cross entity audits / Iz Audits

Training & Development

- Detailed training during Induction
- Regular workshops and on-the-job training for contractors & project managers
- IMS Internal Auditor Training
- Behavioral based safety – cultural transformation
- EHS E-Journal
- Emergency Drill
- Safety Passport
- EHS Visitor Pass
- EHS Award & disciplinary Policy

In-Depth Incident Investigation

- Fast track Incident Call tree
- WHY-WHY Analysis
- Knowledge Management System: Sharing of Lessons learnt from incidents to prevent recurrence
- Detailed Direct and indirect cost analysis

JMC has inculcated Environment, Health and Safety Management System (EHS) as a core value proposition and is committed to continuous improvement of business processes by implementing globally recognised standards such as ISO 45001:2018 (OHSMS) and ISO 14001:2015 (EMS).

The Company encourages teams across sites and levels to translate the EHS policy into practice and motivate employees to incorporate safety procedures in all our operations and functions. To achieve the goal of 'ZERO harm' across all organisational levels, we integrate safety in all our construction activities. Moreover, we adopt safe working practices in the daily business operations, to ensure prevention of injury and illness among employees, contractors & visitors, within the corporate, state and local statutory obligations governing the business.

EHS Performance

JMC Achieved 132 Safe Million Man-Hours (SMH) during 2021-22

B&F
112 SMH

WATER
14 SMH

INFRA
5 SMH

INTERNATIONAL
1 SMH

In 2021-22, JMC worked towards aligning the Management, employees, contractors, interested parties and stakeholders with the organisation's goal of preventing and mitigating incidents/accidents. This is achieved through a focused approach and enhanced awareness among the organisation's workforce by involving them in various campaigns and workplace monitoring programmes through regular audits and checks. At JMC, the team implemented the following areas effectively:

Process Driven Structure

Reporting and Monitoring

- Weekly inspection by project leader, team leaders and EHS personnel.
- Regular follow-ups for monitoring the efficacy of Covid-19 preventive measures.
- Mitigation of risks through safety reporting and joint inspection of P&M and work equipment safety compliance.
- Encouraging and ensuring reporting of Near-Miss Incidents (NMC) to deploy organisation-wide preventive measure.

Technology Initiatives

- Development and adoption of EHS Digital Reporting Tool for monitoring and evaluating the Company's EHS performance.
- Ensuring employees' safety backed by relevant, real-time updates shared simultaneously with the Management, workplace custodians and process owners.
- Installation of GPS tracking systems on vehicles for monitoring vehicle speed to prevent risks while travelling.

Adopting Best Practices

- Integration of EHS in planning and designing stage through IFC audits/checks – conducting audits at regular intervals, to ensure safety practices are in place and being followed effectively.
- Procurement of uniform and standard safety gears/ appliances from centralised vendors, with the help of an Annual Rate Contract (ARC).
- Supervision and monitoring of safety at work during extended work hours, through work permit systems.
- Implementation of period health check-ups for food processers & handlers and half-yearly eye test for equipment operators and drivers.
- Allocation of electricians and drivers/operators through internal licensing process in addition to statutory requirements.
- Strict adherence to the Company's ten core life-saving rules.
- Empowerment of the EHS personnel for restricting unsafe working conditions.

New Initiatives

- Conceptualised and designed safety parks at JMC project sites
- Installation of anti-smog guns to reduce environmental pollution across Delhi-NCR projects

More Focus on Training

During 2021-22, the Company

- Conducted 19,529 internal trainings for staff and workers, clocking over 4,85,685 training man-hours
- Accomplished training & certification for Scaffolding Inspector
- Identified various trainings as per skill matrix and conducted it on a monthly basis (4 trainings every month for workers and 2 trainings for staff)

Safety Walkthrough/Audit Mechanism

- Carried out 4,337 weekly walk-through inspections/ audits by PM/PIC/ PC
- Involved seamless management in audit process through 3-layer EHS audit mechanism
- Held joint inspections of plant & machinery equipment on a weekly basis, by P&M and EHS function
- Carried out jointed inspections of EHS function/ mechanism and workmen camp by admin & for ensuring welfare facilities to workers, on a fortnightly basis

Awareness Campaigns during 2021-22

World Environment day (WED)

Organised theme-based World Environment Day celebration on a week-long basis, planted 7,839 saplings, 519 seeds distributed, installed 108 solar lights and saw a participation of 2,629 for green run.

National Safety Week/Day (NSD)

Organised theme-based National Safety Day celebration on a week-long basis, and conducted 548 trainings with 23,289 participants, alongside slogan/drawing/quiz competitions that saw participation from 1,150 employees . These events were organised with an aim of spreading awareness and motivating employees through recognition of their efforts and rewards.

Organised Various Social Welfare Awareness Campaigns for Noble Cause

Internal Controls and its Adequacy

The Company has put in place an internal control system to guarantee that all assets are secured and protected from unlawful use or disposal and that all transactions are properly approved, recorded, and reported. Internal controls over financial reporting is included in the framework, which maintains the integrity of the Company's financial statements and decreases the risk of deception. Internal Audit and corporate risk assessment and mitigation procedures are well-developed within the Company.

The department of Corporate Audit & Assurance offers well-documented operational procedures and authority with suitable built-in controls. These are done at the start of any activity and during the process to keep note of any significant changes.

They also examine the design of important processes from the standpoint of control adequacy as part of the audits. The Corporate Audit team tests the efficacy of internal controls across all of the Company's project sites and departments, and the results are evaluated by management for corrective actions regularly.

According to the yearly plan agreed upon with the Audit Committee, the Internal Audit covers all business sites and activities of the Company. The Audit Committee approves the audit coverage plan at the start of each year. Every quarter, the Board's Audit Committee receives a summary of important control concerns and measures done in response to issues raised in the preceding report.

For self-assessment of business risks, operating controls, and compliance with Corporate Policies, Business Risk Assessment processes have been established. Tracking the evolution of risks and delivering mitigating action plans is a continuous activity.

The Company's internal financial control architecture is appropriate for the Company's size and operations, and it complies with the provisions of the Companies Act of 2013. The 'three lines of defense approach' underpin the Company's internal financial controls. To manage the business's operations, the Company has established Standard Operating Procedures and rules. Unit heads are accountable for ensuring that the management's policies and procedures are followed.

The Company's internal monitoring procedures that are robust and ongoing guarantee that risks and concerns are identified quickly. The Company's control environment is rigorously tested by management, statutory auditors, and internal auditors.

They also examine the design of important processes from the standpoint of control adequacy as part of the audits. Periodic reports are prepared as part of continuous monitoring to discover exceptions using data analysis. The

Corporate Audit team tests internal controls for design and operational effectiveness across all of their locations and operations, and control failures are assessed by management regularly for corrective measures.

Policies in underlying IT systems for authorisation are also checked regularly to ensure that users have access to just the transactions that their responsibilities need. An Information Security Management System is used by JMC's main office in Mumbai, in their offices across India, and in all of their key factories.

The whistle-blower mechanism is a crucial part of the internal control system because it encourages Directors and employees to disclose legitimate concerns, wrongdoing, or fraud without fear of being punished or treated unfairly. The Audit Committee oversees the operation of the whistle-blower process in the Company.

Human Resource Management

At JMC, we consider human capital as our most valuable resource, and believe in facilitating their development through holistic engagement. Our workforce is motivated and resilient, coupled with a can-do attitude. We have put in place robust and structured HR processes and policies to focus on talent acquisition, talent management and talent development. As of 31 March, 2022, we have 4223, employees on our rolls – 457 added during the year, net of attrition.

We hired employees by recruiting laterally from the industry, and acquired new and fresh talent from various technical institutes. The aim of our recruitment process is to carry out need-based hiring for projects while maintaining employee costs.

During the year, we focused on designing and delivering comprehensive training programmes for enhancing the technical and managerial skills of our employees across all levels. We continued with our online training delivery methodology, and also re-started our classroom trainings to build capabilities for our people, overall, enhancing their performance. While delivering programmes through our internal SMEs and external faculty, we also tied up with IIM-Ahmedabad to develop our identified senior leaders in strategic areas.

We did not let our guards down in this fiscal, and took all measures to ensure the mental and physical well-being of our employees, providing safety during the challenging period of the Covid-19 pandemic. Numerous health checkups and vaccination camps were conducted throughout the year for all our employees. Thereon, continued good health of our employees resulted in higher levels of productivity and efficiency in organisational performance throughout the year.

Information technology

The Company strives to digitise its operations to increase integration, transparency, ease of monitoring, efficiency and hence reduce errors and defects. The implementation of SAP HANA with Commercial Project Management (for project budgeting and controls) allowed us to improve collaboration among various departments. The Company has implemented SAP Dashboards for data visualisation as a single point of truth for senior management and leadership meetings. Our auditors successfully completed IT General Controls (ITGC) audit and have found the controls at various levels to be satisfactory.

The Company implemented SAP Success Factors (Human Capital Management System) to transform HR practices and deploy the best practices for effectively managing our human capital. The modules that have gone live are: Employee Connect JAM, Employee Central, Performance Management System, Learning and development & Recruitment and are part of HR process.

The Company's data security efforts are regularly reviewed and appropriate actions are initiated pro-actively to further improve and adopt new technologies with a dedicated CISO (Chief Information Security Officer) at Kalpataru group level. JMC also has a dedicated resource focusing on the IT Security needs of the Company to strengthen monitoring and protection of our digital assets from any internal/ external threats.

As the industry is heading towards Industry 4.0, we have deployed multiple tools and enhancements using technologies like Robotic Process Automation (RPA), Chatbot and IoT (to connect various equipment and gather data for ensuring optimum utilisation of P&M equipment and fuel management systems) and many other digital initiatives as a part of our Vision 2025. Drones are being used for aerial surveys to improve the land survey and monitoring of various projects.

The Company has implemented Project Life Cycle Monitoring (PLCM) system to improve execution and collaboration between various stakeholders at project sites, regional offices and head-office level, for gathering of data from source location using mobiles/smart phones through real-time information system dashboards for various departments including Quality, Environment, Health & Safety, Plant & Machinery, Project Management, Contracts Management, Subcontractors etc.

The Company implemented a vendor registration portal, followed by an evaluation for execution of an e-sourcing platform and a transparent vendor rating process. To improve the co-ordination for engineering process. We introduced Integrated Design/ Estimation/ Planning process using 3D tools. Internal and partner collaboration and review for Engineering Drawings for any project happens using the EDMS tool.

Master Data Management, Site Safety monitoring based on Video Feed AI Analytics and Cloud-based Face Recognition/ Attendance are some other key projects in progress where the overall aim is to sustain higher growth of the organisation with an improved productivity. One of our key objectives is to setup a command control center at Head Office (HO) for remote monitoring of various site activities including project progress, site EHS, movement of people, vehicles, equipment, and more. The digital journey at JMC projects has delivered great business value in terms of increased productivity and employee safety with overall cost reduction. There is also a well-defined roadmap chalked out with clearly formed, actionable steps in line with Vision 2025.

Cautionary Statement

Information in the Management Discussion and Analysis that describe the Company's aims, plans, or projections may be considered forward-looking under applicable securities laws and regulations. Actual outcomes may differ significantly from those stated in the statement. Strong competition leads to price cuts, high volatility in prices of major inputs such as steel, cement, building materials, and petroleum products, changes in government regulations, tax laws, economic developments within the country, and other factors such as litigation and labor relations are all important factors that could affect the Company's operations.

Board's Report

Dear Members,

Your Directors are pleased to present their report and financial statements of the Company for the financial year ended 31 March, 2022.

Financial Results

The standalone financial highlights and performance of the Company for the financial year ended 31 March, 2022 is given herein below.

(₹ in Crores)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Total Revenue	5,385.9	3,715.5
Profit before Depreciation, Interest, Expected credit loss provision, Tax and Exceptional items	453.7	358.3
Less: Depreciation	167.2	142.4
Interest	120.4	113.8
Profit before Expected Credit Loss Provision, Tax and Exceptional items	**166.1**	**102.1**
Expected Credit loss provision for loans and advances given to JV	227.1	-
Exceptional items	153.5	-
Tax Expenses	(57.5)	31.0
Profit for the period	**(157.0)**	**71.1**
Other Comprehensive Income (net of Tax)		
Items that will not be reclassified subsequently to Profit or loss	0.1	0.8
Items that will be reclassified subsequently to Profit or Loss	30.2	(11.7)
Total Comprehensive Income for the period	(126.7)	60.2
Add: Surplus brought forward from previous year	567.5	521.3
Profit available for Appropriation	**440.8**	**581.5**
Appropriation:		
Dividends	11.7	11.7
Transfer to General Reserve	-	2.2
Balance carried to Balance Sheet	429.1	567.6
TOTAL	**440.8**	**581.5**

Overview & State of the Company's Affairs

Standalone Highlights: During the year ended 31 March, 2022, your Company has achieved total Revenue (i.e. Revenue from Operations & Other income) of ₹ 5,385.9 crores as against ₹ 3,715.5 crores for the previous year ended 31 March, 2021. Your Company has achieved Profit / (loss) before tax of ₹ (214.5) crores for the current year as against ₹ 102.1 crores for the previous year after making provision aggregating ₹ 380.6 crores consisting impairment of ₹ 153.5 crores and expected credit loss amounting to ₹ 227.1 crores against the loans / advances given to JV Company. Your Company has achieved Profit / (loss) after tax of ₹ (157.0) crores for the current year as against ₹ 71.1 crores for the previous year.

Consolidated Highlights: During the year ended 31 March, 2022, your Company's Consolidated Revenue stood at ₹ 5,565.0 crores as against ₹ 3,871.7 crores for the previous year ended 31 March, 2021. Your Company has achieved Profit / (loss) before tax of ₹ (38.7) crores for the current year as against ₹ 3.4 crores for the previous year on consolidated basis. Your Company has achieved Profit / (loss) after tax of ₹ 18.2 crores for the current year as against ₹ (26.2) crores for the previous year on consolidated basis.

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

Board's Report (Contd.)

Dividend

In view of the Company's performance during the financial year under consideration, your Directors are pleased to recommend a dividend of ₹ 1/- per equity share of face value of ₹ 2/- each (previous year ₹ 0.70 i.e. 35% per equity share of ₹ 2/- each) on 16,79,05,170 equity shares of the Company. The proposal is subject to the approval of members in the ensuing Annual General Meeting. If approved, the total outgo on account of the dividend on existing equity capital would be ₹ 16.79 crores.

Dividend Distribution Policy

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations'), your Company has adopted the Dividend Distribution Policy. The Policy is available on Company's website at https://www.jmcprojects.com/investor/corporate_governance

Unpaid / Unclaimed Dividend

In terms of the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, an amount of ₹ 89,738/- of unpaid / unclaimed dividend was transferred during the year to the Investor Education and Protection Fund.

Appropriations

During the year under review, your Company has not transferred any amount to the General Reserve and other appropriations out of profits as mentioned in note no. 12 of the standalone financial statements.

Share Capital

As on 31 March, 2022, the paid-up equity share capital of the Company stands at ₹ 33,58,10,340/- comprising of 16,79,05,170 equity shares of ₹ 2/- each fully paid up. As on 31 March, 2022, 99.87% of the total paid-up capital of the Company stands in the dematerialized form.

Non-Convertible Debentures & Credit Rating

During the year under review, your Company has issued and allotted 990 Nos. of 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 10,00,000/- (Rupees Ten lakh Only) each, for an aggregate nominal value of ₹ 99,00,00,000/- (Rupees Ninety Nine crores Only) on private placement basis. The said NCDs are listed on Wholesale Debt Market Segment of BSE Limited. Further, the Company has fully utilized the proceeds of issue of said NCDs for the purposes as mentioned in the offer document.

As on 31 March, 2022, the total outstanding Non-Convertible Debentures (NCDs) issued and allotted on private placement basis stands at ₹ 319,00,00,000/- (Rupees Three Hundred Nineteen crores Only) comprising of (a) 1,200 Nos. of 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 10,00,000/- (Rupees Ten lakh Only) each, for an aggregate nominal value of ₹ 120,00,00,000/- (Rupees One Hundred Twenty crores Only) (b) 1,000 Nos. of 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 10,00,000/- (Rupees Ten lakh Only) each, for an aggregate nominal value of ₹ 100,00,00,000/- (Rupees One Hundred crores Only) and (c) 990 Nos. of 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 10,00,000/- (Rupees Ten lakh Only) each, for an aggregate nominal value of ₹ 99,00,00,000/- (Rupees Ninety Nine crores Only). All above stated NCDs are listed on the Wholesale Debt Market Segment of BSE Limited.

During the year under review, CARE Ratings has upgraded the rating/outlook as CARE AA-/Stable (Double A minus/Outlook: Stable) to Long Term Bank Facilities & Non-Convertible Debentures of the Company. Further, it has also upgraded the rating as CARE A1+ (A One Plus) to Short Term Bank Facilities of the Company. India Ratings & Research has affirmed the rating as IND AA- (Double A Minus)/ Outlook: Stable to Long Term Bank Facilities & Non-Convertible Debentures and IND A1+ (A One Plus) to Short Term Bank Facilities of the Company.

Review of Business Operations

During the year under review, the Company has received new contracts of more than ₹ 10,000 crores including projects in Maldives, Ethiopia and Ghana. As of 31 March, 2022, the aggregate value of orders in hand stands at approx. ₹ 17,100/- crores.

The details of some of the major / prestigious contracts received during the year are as follows:

Buildings & Factories:

- Construction of one residential and one commercial project for Brigade Group at Bengaluru.
- Construction of a commercial project for Verde Commercial Real Estate at Bengaluru.

Board's Report (Contd.)

- Construction of a residential project for Puravankara Limited at Bengaluru.
- Construction of a residential project for Bagmane Developers at Bengaluru.
- Design and Construction work for a residential tower for Indis Appa Two Projects Private Limited at Telangana.
- Construction of a commercial project for Kukatpally Developers Private Limited of Lakeshore Group at Hyderabad.
- Construction of a residential project for Garden City Realty Private Limited and Cybercity Developers at Vizag, Andhra Pradesh.
- Construction of 3 downtown & service block at DLF Downtown, Taramani, Chennai.
- Construction of 2 residential project for Prestige Group at Ranga Reddy, Telangana and Noida, Uttar Pradesh.
- Construction of Vellor Institute of Technology Campus at Chennai.

Urban Infrastructure:

- Design & Construction of 60 Km Expressway at Adama, Ethiopia.
- Design & Construction of 83 Km Highway at ACCRA, Ghana.

Water:

- Construction of Water and Sewerage Network at Maldives.
- Construction of water supply infrastructutre for villages under Gorakhpur, Meerut & Prayagraj districts of Uttar Pradesh under State Water and Sanitation Mission (SWSM).
- Construction of Mega Pumping Water Station (PWS) project for Cuttack District and select blocks of Sundergarh District of Odisha under Rural Water Supply & Sanitation (RWSS).
- Construction of Piped Water Supply Projects at Gajapati & Kandhamal District and Koraput District of Odisha under Rural Water Supply & Sanitation (RWSS).

Impact of second wave of COVID-19 Pandemic

In compliance with various directives issued by the State / Central authorities, your Company suspended the operations at the project sites and shut the offices during the first quarter of financial year 2021-22 with a view to safeguard the risks to the health of the employees and workers of the Company. The site operations were resumed gradually upon revocation of the restrictions imposed by the State / Central Governments.

Subsequently, the prices of primary materials such as Reinforcement Steel, Cement, Aggregates, Sand, Structural Steel, Prestressing Strands, Plywood and Diesel increased substantially, due to the demand-supply gap. The increase in material cost was not fully compensated through the price adjustment mechanism in respective contracts, including on account of the lag effect in indices.

In order to mitigate the impact of Covid-19 across multiple domains, the Company deployed a cash flow driven execution strategy. The Company finally emerged from Covid-19 pandemic to achieve its highest ever Revenue in Q4 of financial year 2021-22 and ended the financial year with a healthy positive cash flow from operating activities.

Years Ahead and Prospects

Your Company has been able to build up good order book in all segments and sectors in domestic market. Your Company continues to work towards strengthening domestic order book and improving the international order book going forward. The present order book and the opportunities in the Indian Infrastructure space as well as International market gives good visibility towards a sustainable and profitable growth going forward. Continuous thrust on using latest technologies, digital platform and better processes would ensure further improvement of margins going forward.

Your Company has set out the Goal for financial year 2024-25 in line with its Vision.

Your Company has consolidated its businesses under four Divisions as below:

1. Buildings & Factories
2. Water Supply
3. Infrastructure
4. International

Board's Report (Contd.)

Your Company recognises the importance of competitiveness in the business for sustainable and profitable growth. Accordingly, the Company is committed to invest in people, process and technology initiatives including digitalization and mechanization that will improve productivity, increase utilization, reduce wastage and minimize cycle times & turnaround times. The Company is committed to zero fatality in its journey towards zero harm. The Company is committed to enhance its ESG compliance level to global standards.

Scheme of Amalgamation of the Company with its Holding Company M/s. Kalpataru Power Transmission Limited

Draft Scheme of Amalgamation of the Company with its Holding Company M/s. Kalpataru Power Transmission Limited ('KPTL') and their respective shareholders was approved by the Board of Directors of the Company and KPTL on 19 February, 2022. The Scheme is subject to receipt of necessary approvals from the Hon'ble National Company Law Tribunal, stock exchanges, the Securities and Exchange Board of India, shareholders, creditors and such other authorities, as may be required. The necessary application along with the requisite documents including the draft Scheme of Amalgamation were submitted to the stock exchanges pursuant to Regulation 37 of the Listing Regulations as amended from time to time. The observation letter from the Stock Exchanges / SEBI is yet to be received by the Company.

Finance

During the year, your Company has invested ₹ 140.4 crores as loan in Special Purpose Vehicles (SPVs) incorporated for its Road Projects, which was funded through internal accruals.

Total addition in the fixed assets was ₹ 189.9 crores during the year, which was funded through Rupee Term Loans and internal accruals. Your Company has sufficient fund based & non-fund based limits to cater to its existing fund requirements.

Consolidated Financial Statements

In compliance with the Listing Regulations and Section 129 of the Companies Act, 2013 (hereinafter referred to as the 'Act'), the Consolidated Financial Statements which have been prepared by the Company in accordance with the applicable provisions of the Act and the applicable Indian Accounting Standards (Ind AS) forms part of this Annual Report.

Subsidiaries and Associate / JV Company

A statement containing the salient features of the performance and financial position of the Subsidiaries, Associates / Jointly Controlled Entity as required under Rule 5 of the Companies (Accounts) Rules, 2014 is provided in Form AOC-1 marked as Annexure 1 and forms part of this report. The details of the Policy on determining Material Subsidiary of the Company is available on Company's website at https://www.jmcprojects.com/investor/corporate_governance

The Annual Report of the Company containing the standalone and consolidated financial statements has been disseminated on the website of the Company at www.jmcprojects.com. Audited Annual Accounts of the Subsidiary Companies have also been placed on the said website and are available for inspection by the members at the Registered Office as well as Corporate Office of the Company. Members interested in obtaining copy of the Audited Annual Accounts of the Subsidiary Companies may write to the Company Secretary at the Company's Registered Office or Corporate Office address.

Kurukshetra Expressway Private Limited, a Joint Venture Company in which your Company holds 49.57% equity stake has vide its letter dated 07 October, 2021 submitted Notice of Termination of Concession Agreement to NHAI due to forcible suspension of toll collection / user fee on account of the farmer's agitation / protest with effect from 25 December, 2020. The event of forceful suspension of toll collection / user fee due to farmer's agitation / protest amounts to Force Majeure Event of Concession Agreement.

Board's Report (Contd.)

The performance and financial position of the Company's Subsidiaries and Jointly Controlled Entity are summarized herein below:

(₹ in Crores)

Name of the Company	% share	Total Income	Profit / (Loss) for the year	Share of Profit / (Loss)
Brij Bhoomi Expressway Private Limited (CIN: U74900MH2010PTC261958)	100	42.20	10.50	10.50
Wainganga Expressway Private Limited (CIN: U45203MH2011PTC264642)	100	67.59	(53.44)	(53.44)
Vindhyachal Expressway Private Limited (CIN: U45203MH2012PTC271978)	100	69.34	(6.49)	(6.49)
JMC Mining and Quarries Limited (CIN: U45201GJ1996PLC028732)	100	-	(0.18)	(0.18)
Kurukshetra Expressway Private Limited (CIN: U45400HR2010PTC040303)	49.57	18.32	(40.12)	(19.89)

Directors' Responsibility Statement

To the best of their knowledge and belief, Directors of the Company make the following statements in terms of Section 134(3)(c) of the Act:

(a) in the preparation of the annual accounts for the financial year ended 31 March, 2022, the applicable accounting standards have been followed and there is no material departure from the same;

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

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

(d) they have prepared the annual accounts for the financial year ended 31 March, 2022 on a going concern basis;

(e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

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

Corporate Governance

In compliance with the Regulation 34 read with Schedule V of the Listing Regulations, a detailed report on Corporate Governance is given as an Annexure and forms an integral part of this Annual Report. A Certificate from the Practicing Company Secretary confirming compliance of the conditions of Corporate Governance as stipulated under the Listing Regulations is appended to the Corporate Governance Report. A Certificate of the CEO and CFO of the Company in terms of Regulation 17(8) of the Listing Regulations is also annexed.

Management Discussion and Analysis

Pursuant to Regulation 34 read with Schedule V of the Listing Regulations, a separate section on Management Discussion and Analysis for the year ended 31 March, 2022 forms an integral part of this Annual Report.

Directors and Key Managerial Personnel (KMP)

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Shailendra Kumar Tripathi is liable to retire by rotation at the ensuing Annual General Meeting (AGM). Mr. Shailendra Kumar Tripathi, being eligible offers himself for re-appointment. Your Directors recommend his re-appointment as Director of the Company. The brief resume of Mr. Shailendra Kumar Tripathi and other relevant details are given in the notice of 36th AGM.

The Company has received necessary declaration from each Independent Director pursuant to applicable provisions of the Act and the Listing Regulations as amended from time to time.

Board's Report (Contd.)

Mr. Azad Shaw, Chief Financial Officer of the Company vide his letter dated 12 May, 2022 tendered his resignation to be effective from 30 May, 2022 after the close of business hours. The Board of Directors placed on record its sincere appreciation for the valuable contribution and guidance provided by Mr. Azad Shaw during his tenure with the Company.

As on date, Mr. Shailendra Kumar Tripathi, CEO & Managing Director, Mr. Azad Shaw, Chief Financial Officer and Mr. Samir Raval, Company Secretary are the KMP of the Company. Details relating to remuneration of the Directors are mentioned in the Corporate Governance Report.

Performance Evaluation

Pursuant to the provisions of Section 134(3), Section 149(8) and Schedule IV of the Act read with Listing Regulations, Annual Performance Evaluation of the Board, the Directors as well as Committees of the Board has been carried out. The performance evaluation of all the Directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board, details of which are provided in the Corporate Governance Report. The properly defined and systematically structured questionnaire was prepared after having considered various aspects and benchmarks of the Board's functioning, composition of the Board and its Committees, performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was carried out by the entire Board and the performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors in their separate meeting. The Board of Directors expressed their satisfaction with the evaluation process.

Familiarization Programme for Independent Directors

The Familiarization Programme seeks to update the Independent Directors on various matters covering Company's strategy, business model, operations, organization structure, finance, risk management etc. It also seeks to update the Independent Directors with their roles, rights, responsibilities, duties under the Act and other statutes.

The policy and details of familiarization programme imparted to the Independent Directors of the Company is available at https://www.jmcprojects.com/investor/corporate_governance

Compliance with Secretarial Standards

The Company has complied with the applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively.

Meetings of the Board

During the year, the Board met 7 (seven) times, the details of which are provided in the Corporate Governance Report.

Committees of the Board

The Board of Directors of your Company has constituted various Committees as follows:

Audit Committee

Nomination and Remuneration Committee

Stakeholders Relationship Committee

Corporate Social Responsibility Committee

Risk Management Committee

Share Transfer Committee

Management Committee

The details with respect to the composition, powers, roles, terms of reference, number of meetings held, attendance at the meetings etc. of Statutory Committees are given in detail in the Corporate Governance Report.

Audit Committee

The Audit Committee of the Board has been constituted in terms of Listing Regulations and Section 177 of the Act. The constitution and other relevant details of the Audit Committee are given in the Corporate Governance Report. All the recommendations made by the Audit Committee were accepted by the Board of Directors.

Statutory Auditors & Auditors' Report

Based on the recommendations of the Audit Committee and the Board, members of the Company at the 35^{th} AGM held on 14 July, 2021 have approved the re-appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company for a period of five consecutive years i.e. till the conclusion of 40^{th} AGM to be held in the year 2026.

Board's Report (Contd.)

During the year, the Statutory Auditors had not reported any matter under Section 143(12) of the Act. Therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Act.

The Auditor's Report on Standalone and Consolidated financial statements is a part of this Annual Report. The Statutory Auditors of the Company has issued Audit Reports on the Standalone and Consolidated Annual Financial Statement of the Company with unmodified opinion. There were no qualifications, reservation or adverse remark or disclaimer made by Statutory Auditor in their report on the Standalone Annual Financial Statement.

The explanations of your Board of Directors in relation to remarks appearing in para (xxi) of Annexure A to Independent Auditor's Report under Companies (Auditor's Report) Order, 2020 (CARO) issued by Statutory Auditors of the Company on consolidated financial statements as a result of remarks by respective statutory auditors of **Kurukshetra Expressway Private Limited** ("**KEPL**" **or** "**Concessionaire**"), a joint venture of the Company and **Wainganga Expressway Private Limited** ("**WEPL**"), a wholly owned subsidiary company, are as under:

Name of the Company	**Clause no. of CARO report of respective company**	**Remarks appearing in respective Company's CARO report**	**Explanation**
KEPL	*Clause (ix)(a)*	*According to the information and explanations given to us and as per the books of accounts and records examined by us, read with the fact that the project has been terminated and there are no operations, in our opinion, the company has defaulted in the repayment of loans and payment of interest thereon to its lenders as and when the same were due and hence the facilities granted by the banks / NBFC have been classified as Non-Performing Assets (NPA). The details w.r.t. the amount of borrowing and interest overdue may be referred to at Note No. 11 of the accompanying financial statements.*	KEPL, a joint venture (49.57%) of the Company, served a notice of termination of Concession Agreement ("CA") vide letter dated October 7, 2021 to the National Highways Authority of India ("NHAI") on account of continuous disruption and blockade of traffic at National Highway-71 due to farmer agitation with stoppage of toll collection that resulted into cash losses. The provisions of Concession Agreement provide for termination where events which are not in control of KEPL, and obliges NHAI paying KEPL for repayment of Debt Due along with Adjusted Equity after necessary adjustments. However, pending receipt of final termination payment from NHAI, KEPL could not pay the loan and interest to its lenders in October 2021 and consequently the outstanding amount of loan and interest was classified as NPA (Non-performing asset) by the lenders. KEPL has received a copy of the letter dated February 3, 2022 from an Independent Engineer ("IE") appointed by NHAI in which the IE has sought to limit the amount payable (net of other deductions) as "Termination Payment". KEPL do not agree to it. Although, the Company and other promoter of KEPL have, jointly and severally given 'shortfall undertakings' to the Senior
	Clause (xvii)	*The company has incurred cash losses of ₹ 3,857.11 Lacs & ₹ 5,652.68 Lacs respectively in the current as well as the immediately preceding previous year.*	
	Clause (xix)	*On the basis of the financial ratios, ageing and expected dates of realisation of assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination*	

Board's Report (Contd.)

Name of the Company	Clause no. of CARO report of respective company	Remarks appearing in respective Company's CARO report	Explanation
		of the evidence supporting the assumptions indicate that a material uncertainty exists as on the date of the audit report indicating that the company may not be able to meet its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. However, as represented to us, the company is reasonably sure of receiving the amount of claims and shall be able to meet the liabilities, though with some delay.	Lenders in case there is any shortfall between amounts received from NHAI and that payable by KEPL to its lenders, however, upon receipt of termination payment and other claims filed against NHAI and based on management's assessment and legal advise, KEPL believes that it will be able to meet its liabilities. The Company has made provision for impairment of its entire Equity investment in KEPL, expected credit loss against the entire amount of loan given (including amount paid on behalf of other promoter) to it and potential Shortfall, if any. The Company has made above provisions without prejudice to its and KEPL legal rights and claims against NHAI and will continue to pursue these amounts against KEPL. Further, it will seek KEPL to pursue their claims and termination payment against NHAI notwithstanding the above recognition.
WEPL	*Clause (ix)(a)*	*According to the information and explanations given to us and as per the books of accounts and records examined by us, in our opinion, the company has defaulted in the repayment of loans and payment of interest thereon to its lenders as and when the same were due, there were delay of 90 days during the year. As at the reporting date the aggregate amount of default pertaining to interest and principal aggregated to ₹ 772.80 Lacs and ₹ 1,222.60 Lacs respectively for which the details may be referred to at Note No. 9(a) of the accompanying financial statements.*	WEPL, a wholly owned subsidiary of the Company has been incurring losses due to development of alternate routes, changes in rules /regulations/ policies by the Government and NHAI. WEPL has initiated arbitration proceedings against NHAI as per the provisions of the Concession Agreement (executed with NHAI) for losses suffered by it on account of aforesaid reasons (including breach of contractual obligations) and sought reliefs in relation to waiver of premium payment, compensation for future shortfall etc. As the matter is currently sub-judice and losses suffered due to aforesaid reasons, there have been delay in payments to lenders. Having said that, while there have been substantial reduction in toll revenue due to traffic diversion to alternate routes, economic slowdown etc., WEPL has been paying its debt obligations through its accruals which is further supplemented by infusion of funds from internal accruals by the Company to maintain the loan account of the lenders as Standard, as per the RBI Guidelines.

Board's Report (Contd.)

Branch Audit

Members' approval is being sought vide item no. 5 of the notice, for authorizing the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by the Resolution at item no. 5) to appoint Branch Auditors for the purpose of auditing the accounts of the Branch Offices of the Company outside India.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Act, M/s. Parikh & Associates, Practicing Company Secretaries had been appointed to undertake the secretarial audit of the Company for the financial year ended on 31 March, 2022. The Secretarial Audit Report is annexed herewith as Annexure 2, which forms an integral part of this report. The said report does not contain any qualification, reservation, adverse remark or disclaimer. During the year, the Secretarial Auditors had not reported any matter under Section 143(12) of the Act. Therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Act.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company has appointed M/s. Parikh & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company for the financial year ending 31 March, 2023. The Company has received their written consent that the appointment is in accordance with the applicable provisions of the Act and rules framed thereunder.

Cost Accounts and Cost Audit

In terms of Section 148 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, it is stated that the cost accounts and records are made and maintained by the Company as specified by the Central Government under sub-section (1) of Section 148 of the Act.

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, your Company is required to appoint Cost Auditor for the audit of cost records of the Company.

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment of and remuneration payable to M/s. K. G. Goyal & Associates, Cost Accountants (Firm Registration No. 000024) and M/s. S. K. Sahu & Associates, Cost Accountants (Firm Registration No. 100807) as the Cost Auditors of the Company to audit the cost records for the financial year ending 31 March, 2023. The Company has received their written consent stating that the appointment is in accordance with the applicable provisions of the Act and rules framed thereunder. As per the statutory requirement, the requisite resolutions for ratification of remuneration of the Cost Auditors by the members of the Company has been set out in the Notice convening 36th AGM of the Company.

During the year, the Cost Auditors had not reported any matter under Section 143(12) of the Act. Therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Act.

Particulars of Loans, Guarantees and Investments

Your Company has extended the support to the financial needs of Wholly Owned Subsidiaries, being the Special Purpose Vehicle formed for the road projects. Details of loans, guarantees and investments are given in the note no. 34 to the standalone financial statements.

Stock Options

Your Company does not have any stock options scheme.

Related Party Transactions

In line with the requirements of the Act and Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is available on Company's website at https://www.jmcprojects.com/investor/corporate governance. This Policy deals with the review and approval of related party transactions.

Omnibus approval was obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and at an arm's length basis. Pursuant to Regulation 23 of the Listing Regulations, all related party transactions were placed before the Audit Committee on a quarterly basis for their review and approval.

There were no material related party transactions entered into by the Company during the financial year under review. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to your Company.

Board's Report (Contd.)

The related party disclosures as specified in Para A of Schedule V read with Regulation 34(3) of the Listing Regulations are given in the Financial Statements.

Vigil Mechanism / Whistle Blower Policy

Your Company has formed a Whistle Blower Policy for establishing a vigil mechanism for Directors and employees to report genuine concerns regarding unethical behavior and mismanagement, if any. The said mechanism also provides for strict confidentiality, adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in appropriate cases. No personnel have been denied access to the Audit Committee pertaining to the Whistle Blower Policy.

The said Whistle Blower Policy has been disseminated on the Company's website at https://www.jmcprojects.com/investor/corporate_governance

Remuneration Policy

The Board of Directors have framed a Policy which lays down a framework in relation to remuneration of Directors, KMP and other employees of the Company. The salient features of this Policy is given in the Corporate Governance Report. The said Policy is available on the Company's website at https://www.jmcprojects.com/investor/corporate_governance

Particulars of Employees

The statement of disclosure of Remuneration under Section 197(12) of the Act read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('Rules') is appended as Annexure 3 to this Report.

The information as per the provisions of Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Rules is provided in a separate annexure forming part of this Report. However, the Annual Report is being sent to the Members of the Company excluding the said annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office as well as Corporate Office of your Company. Any Member interested in obtaining a copy of the said statement may write to the Company Secretary of the Company.

Corporate Social Responsibility (CSR)

In accordance with the requirements of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended, your Company has constituted a CSR Committee, which comprises of Mr. D. R. Mehta, Chairman, Mr. S. K. Tripathi and Mr. Kamal Jain as its members. The Company has framed a CSR Policy in compliance with the provisions of the Act and the same is placed on the Company's website at https://www.jmcprojects.com/investor/corporate_governance

Annual Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been annexed to this Report as Annexure 4 which forms an integral part of this report.

Extract of Annual Return

In accordance with Section 92(3) read with Section 134(3)(a) of the Act, the extract of the annual return in Form MGT-9 for the financial year ended 31 March, 2022 is available on the website of the Company at https://www.jmcprojects.com/investor/financials

Conservation of Energy, Technology Absorption & Foreign Exchange Earnings and Outgo

Your Company gives significant emphasis on improvement in methods and processes in its areas of Construction and Operations. Your Company focuses on Research & Development across various functions in the Organization. The primary focus of research is to continually refine the frequently used systems at our project sites to derive optimization, reduction in breakdowns, improve effectiveness and efficiency of use. All the above leads to get a competitive edge for any project.

Some of the new initiatives implemented during the year includes:

1. Saving power requirements for construction works through increased use of solar power systems, energy efficient equipment, power saving devices and IoT solutions;
2. Saving fuel requirements for construction works through deployment of fuel management devices in plant and machinery, fuel catalysts and IoT solutions;

Board's Report (Contd.)

3. Saving water requirements for construction works through discharge control, filtrations, treatment and reuse for construction purposes.

The Company has undertaken the following initiatives for overall efficiency improvement:

- Raising productivity of employees, through structured manning norms, with the support of PwC and
- Developing the JMC Control Tower, a web and mobile app for its project site teams.

Your Company has tied up with specialized Vendors and Joint Venture partners for complex EPC projects such as the Steel Plant in Aurangabad and the mega Irrigation Project in Jhabua. The Company is committed to absorb the technology needed for sustainable business operations in these areas going forward.

The information as required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 for the financial year ended 31 March, 2022 with respect to the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo has been annexed to this Report as Annexure 5 which forms an integral part of this report.

Business Responsibility Report

As stipulated under the Listing Regulations, the Business Responsibility Report describing the initiatives taken by the Company from an environmental, social and governance perspective has been annexed to this Report as Annexure 6 which forms an integral part of this report.

Public Deposits

During the year under review, your Company has not accepted any public deposits under Chapter V of the Act.

Risk Management

Your Company has constituted Risk Management Committee as per the statutory requirement. The Risk Management Committee identifies the risks at both enterprise level and at project level.

The Company has formulated a Risk Management Policy and has in place a mechanism to inform the Board Members about risk assessment. The risk assessment includes review of strategic risks of the group at the domestic and international level, including Sectoral developments, risk related to market, financial, geographical, political and reputational issues, Environment, Social and Governance (ESG) risks, cyber security and risk minimization initiatives. The Committee periodically reviews the risk to ensure that executive management controls risk by means of a properly designed framework.

More details in respect to the risk management are given in the Management Discussion and Analysis Report forming part of this Annual Report.

Internal Financial Control and its Adequacy

Your Company has in place policies and procedures for ensuring the orderly and efficient conduct of its business which includes adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial disclosures etc. Internal Financial Controls being an integral part of the risk management process takes care of financial risks and its reporting risks.

As a part of an internal process, the effectiveness of internal financial controls is being observed and obtained by way of management reviews, continuous monitoring by functional experts and testing of the internal financial control systems by the internal auditors during the internal audit process. Your Company's internal financial controls are designed effectively considering the nature of the industry it belongs and it is operating as anticipated.

More details in respect to internal control system and its adequacy are given in the Management Discussion and Analysis Report forming part of this Annual Report.

Human Resource Management

Your Company has endeavoured, as always, to give due importance to its people resources and in supporting business through acquisition of right talent from the market and all-round development of the existing talent. Your Company has built a strong workforce of dedicated and motivated human resources by focusing on manpower development through upskilling and re-skilling of the workforce in this dynamic business environment, developing an internal leadership pipeline through development programs organized by leading management institutes, coaching of key personnel, strengthening communication internally across the organization as well as externally on social media and through several other people initiatives.

During the year, your Company has enrolled hundreds of apprentices under National Apprenticeship Promotion Scheme (NAPS) and is continuously providing them with inputs to develop their technical skills and to meet organization needs. Your Company has maintained its focus on measures to safeguard the health and well-being of its human resources by undertaking continuous health-check drives and immunization drives across all locations to combat Covid-19. The people resources continue to excel in their personal journey and to strengthen your Company in meeting the current as well as future challenges in the industry.

Quality, Health & Safety Management System

Your Company has an established Integrated Management System comprising Quality Management System (QMS) confirming to ISO 9001:2015, Environmental Management System (EMS) conforming to ISO 14001:2015 and Occupational Health & Safety Management System (OHSMS) conforming to ISO 45001:2018 at all offices and projects. During the year under review, TUV-SUD Asia Pacific (TUV-SUD Group) has audited the Company's Management System and confirmed compliance to the requirement of the International Standards.

Your Company is adequately maintaining the system to ensure customer satisfaction, process driven working, quality of products and services, protection of environment, safeguarding the occupational health, safety of all employees and compliance to applicable legal and other non-regulatory requirements pertaining to environment, health and safety along with continual improvements to the system.

During the year under review, your Company took extra precautions to safeguard its employees, workmen and other personnel at the project sites from the adverse impact of Covid-19 Pandemic.

Your Company has been consistently adopting best construction practices, latest technology equipment and IT software with uncompromising Quality, Environment, Health and Safety standards which are appreciated by our clients / associates and Govt. bodies through awards / accreditations in the recent past i.e. National Safety Council Awards, CIDC Vishwa Karma Awards for Best Construction Project and EHS, Global HR Excellence Award in training and development and Innovative retention strategy, Gold Award from RoSPA (UK), British Safety Council Merit Certificate International Award and OHSAI 4Star Award.

Your Company has put in considerable efforts in Training workmen and Staff, Knowledge sharing by arranging seminars from IIT professors, Quality Council of India, CIDC, Eminent Industry experts / Product Specialists. Your Company as an Industry Expert has also taken Seminars of relevant topics for Indian Concrete Institute, NHAI, Engineering colleges and others for skill upgradation.

Your Company has overall secured a very high Customer Satisfaction score in its annual QMS feedbacks and has followed a very efficient and professional process for continual improvements.

Other Disclosures and Information

a) **Significant and Material Orders passed by the Authority**

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

b) **Sexual Harassment of Women at workplace**

Your Company has adopted a Policy under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaint about sexual harassment during the year under review.

c) **Material Changes and Commitments affecting financial position**

There are no material changes and commitments affecting the financial position of the Company,

Board's Report (Contd.)

which have occurred between the end of the financial year under review and the date of this report.

Appreciation

Your Company has been able to perform better with the continuous improvement in all functions and areas which coupled with an efficient utilization of the Company's resources led to sustainable growth of the Organization. Your Directors expresses their deep sense of appreciation and extend their sincere thanks to every employee and associates for their dedicated and sustained contribution and they look forward the continuance of the same in future.

Acknowledgement

Your Directors wish to place on record their appreciation for the continuous assistance, support and co-operation received from all the stakeholders viz. financial institutions, banks, governments, authorities, shareholders, clients, suppliers, customers and associates.

For and on behalf of the Board of Directors

Shailendra Kumar Tripathi
CEO & Managing Director

Manish Mohnot
Non-Executive Director

Date: 12 May, 2022
Place: Mumbai

Annexure 1

FORM AOC-1

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

[Pursuant to Section 129(3) read with Rule 5 of the Companies (Accounts) Rules, 2014]

PART "A": SUBSIDIARIES

(₹ in Crores)

Sr. No.	Particulars	Name of the Subsidiary			
		Brij Bhoomi Expressway Private Limited	**Wainganga Expressway Private Limited**	**Vindhyachal Expressway Private Limited**	**JMC Mining and Quarries Limited**
1	Date since when Subsidiary was formed / acquired	06 December, 2010	02 June, 2011	16 January, 2012	01 February, 1996
2	Reporting currency & exchange rate	INR	INR	INR	INR
3	Share capital	*42.49	*99.71	*174.66	0.50
4	Reserves & Surplus	(53.81)	(288.29)	(54.41)	(0.49)
5	Total Assets	169.01	617.56	767.56	0.72
6	Total Liabilities	180.33	806.14	647.31	0.71
7	Investments	-	-	-	-
8	Turnover – from Operations	31.98	67.39	66.51	-
9	Profit before taxation	11.17	(52.65)	(7.12)	(0.18)
10	Provision for taxation (Deferred Tax)	0.67	0.79	(0.62)	-
11	Profit after taxation	10.50	(53.44)	(6.49)	(0.18)
12	Proposed Dividend	-	-	-	-
13	% of shareholding	100%	100%	100%	100%

*Includes subordinate debt which is a part of sponsors equity from the Promoter of the Company.

(1) There is no subsidiary which is yet to commence operations.

(2) No subsidiary has been liquidated / sold during the year under review.

(3) The reporting period of all the subsidiaries is 31 March, 2022.

Annexure 1 (Contd.)

PART "B": ASSOCIATES AND JOINT VENTURES

(₹ in Crores)

Sr. No.	Particulars	Name of Joint Venture Kurukshetra Expressway Private Limited
1	Date since when Associate / Joint Venture was formed / acquired	29 March, 2010
2	Latest audited Balance Sheet Date	31 March, 2022
3	Shares of Joint Venture held by the Company on the year end in numbers	5,16,82,990
	Amount of Investment in Joint Venture	98.27
	Extent of Holding %	49.57%
4	Description of how there is significant influence	Share Ownership of 49.57%
5	Reason why the Joint Venture is not consolidated#	Not Applicable
6	Net worth attributable to Shareholding as per latest audited Balance Sheet	(131.89)
7	Profit / (Loss) for the year	(40.12)
	i. Considered in Consolidation	(19.89)
	ii. Not Considered in Consolidation	(20.23)

Notes:

(1) There is no Associate Company.

(2) There is no Joint Venture which is yet to commence operations.

(3) No Joint Venture has been liquidated / sold during the year under review.

(4) #Joint Venture entities Aggrawal - JMC JV, JMC - Sadbhav JV, JMC - CHEC JV, JMC-Ramky JV, JMC–JWIL JV, JMC Laxmi Wilo JV, JMC–LCESPL JV and JMC-SPML JV are not consolidated as the same are considered as exception for proportionate consolidation as per para 28 of AS-27 "Financial Reporting of Interest in Joint Ventures" as explained in detail in Note no. 25 to the Consolidated Financial Statement.

For and on behalf of the Board of Directors

Shailendra Kumar Tripathi
CEO & Managing Director

Manish Mohnot
Non-Executive Director

Samir Raval
Company Secretary

Azad Shaw
Chief Financial Officer

Date: 12 May, 2022
Place: Mumbai

Annexure 2

FORM No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

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

To,
The Members,
JMC Projects (India) Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JMC Projects (India) Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information to the extent provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs and The Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2022, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2022 according to the applicable provisions of:

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

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

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

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

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

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

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (Not applicable to the Company during the audit period)

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client; (Not applicable to the Company during the audit period)

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period) and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)

(vi) Other laws applicable specifically to the Company namely:-

Annexure 2 (Contd.)

i. The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996;

ii. Maharashtra Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Rules, 2007; and

iii. The Building and other Construction Workers' Welfare Cess Act, 1996.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

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

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. The Company was required to spend Rs. 190.90 lakh towards CSR in accordance with the provisions of Section 135 of the Act read with rules made thereunder, out of which the Company has spent Rs. 189.29 lakh during the F.Y. 2021-22. There is an unspent CSR amount of Rs. 5.33 lakh during the year, for which the Company has already identified Ongoing CSR Projects to be implemented through implementing Agency viz. Kalpataru Foundation, Section 8 Company of Kalpataru Group.

We further report that:

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

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

Decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period the following event occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc:

a) The Company has redeemed 300 nos. of 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures issued under ISIN: INE890A07062 (Series I Debentures) of Face value of Rs. 10 lakh each, aggregating to Rs. 30 Crores on August 27, 2021.

b) The Board of Directors at its meeting held on October 29, 2021 approved raising of funds upto Rs. 150 Crores by issue of Listed, Rated, Secured/Unsecured, Redeemable Non-Convertible Debentures (NCDs) of the Company on private placement basis, in one or more tranches/ series within the borrowing limits approved by the shareholders. Based on authorization given by the Board to the Management Committee of the Company, the Committee issued 990 nos. of Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures of Face value of Rs. 10 lakh each, aggregating to Rs. 99 crores on private placement basis which were allotted by the Management Committee on December 15, 2021.

c) The Board of Directors of the Company at its meeting held on February 19, 2022 has considered and approved the Scheme of Amalgamation of the Company with Kalpataru Power Transmission Limited ("Transferee Company") and their respective shareholders. The Scheme is subject to receipt of necessary approvals from the Hon'ble National Company Law Tribunal, stock exchanges, the Securities and Exchange Board of India, shareholders, creditors and such other authorities, as may be required.

For **Parikh & Associates**
Company Secretaries

Sarvari Shah
Partner
FCS No:9697 CP No:11717

Place: Mumbai
UDIN: F009697D000310052

Date: May 12, 2022
PR No.: 1129/2021

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

Annexure 2 (Contd.)

'ANNEXURE A'

To,
The Members,
JMC Projects (India) Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management Representation about the Compliance of laws, rules and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Parikh & Associates**
Company Secretaries

Sarvari Shah
Partner
FCS No:9697 CP No:11717
UDIN: F009697D000310052
PR No.: 1129/2021

Place: Mumbai
Date: May 12, 2022

Annexure 3

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. Median Remuneration of Employees during the financial year 2021-22: ₹ 5.34 lakh p.a.
2. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2021-22:

Name of Director	Ratio
Mr. S. K. Tripathi	95.32
Mr. D. R. Mehta	7.16
Mr. S. R. Mehta	6.46
Mr. Hemant Modi	6.27
Ms. Anjali Seth	3.00

No sitting fees or remuneration paid to Mr. Manish Mohnot, Mr. Kamal Jain and Mr. Amit Uplenchwar.

3. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2021-22

Name of Director, CEO, CFO & CS	% increase
Mr. S. K. Tripathi, CEO & Managing Director	48.25
Mr. D. R. Mehta, Independent Director	4.79
Mr. S. R. Mehta, Independent Director	2.99
Mr. Hemant Modi, Director	4.69
Ms. Anjali Seth, Independent Director	14.29
Mr. Azad Shaw, Chief Financial Officer	Not comparable*
Mr. Samir Raval, Company Secretary	13.31

*Mr. Azad Shaw was appointed as a Chief Financial Officer of the Company w.e.f. 10 May, 2021.

4. The percentage increase in the median remuneration of employees in the financial year 2021-22: 7%

   Median remuneration of the employees calculated based on remuneration paid for financial year 2021-22.

5. The number of permanent employees on the rolls of Company: 4223 (as on 31 March, 2022)
6. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

   Average increase in salaries of employees during the financial year 2021-22 was around 9.15% whereas average increase in salaries of managerial remuneration on comparable basis was 37.42% (excluding remuneration of Mr. Vardhan Dharkar, Director Finance who was appointed with effect from 11 August, 2020 and resigned with effect from 31 December, 2020 after the close of business hours). Increments in remuneration of employees are as per the appraisal / remuneration policy of the Company.

7. Affirmation that the remuneration is as per the remuneration policy of the Company.

   The Nomination and Remuneration Committee of the Company has affirmed that the remuneration is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors

Shailendra Kumar Tripathi
CEO & Managing Director

Manish Mohnot
Non-Executive Director

Date: 12 May, 2022
Place: Mumbai

Annexure 4

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended

1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY.

JMC Projects (India) Limited (JMC) undertakes appropriate Corporate Social Responsibility (CSR) measures having positive economic, social and environmental impact on the community including on the local areas around where it operates. JMC being a dominant player in the construction sector believes in giving back to the society and to honour social responsibility. The Board of the Company has framed a CSR Policy in consonance with Section 135 of the Companies Act, 2013 (Act). The broad content of the CSR Policy, inter-alia, includes CSR philosophy, objectives, extent of CSR activities, CSR projects, programmes & its implementation, monitoring, reporting and disclosure of the said activities.

In line with CSR Policy and in accordance with Schedule VII to the Act, the Company has undertaken CSR activities in the area of Education, Healthcare and Environment. The Company has also identified Ongoing CSR Projects in the area of Environment.

2. COMPOSITION OF CSR COMMITTEE:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. D. R. Mehta	Chairman – Independent Director	04	04
2.	Mr. S. K. Tripathi	CEO & Managing Director	04	04
3.	Mr. Kamal Jain	Non-Executive Director	04	04

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

   Web-Link of composition of the CSR Committee –
   https://www.jmcprojects.com/pdf/jmc-committee-members-new.pdf

   Web-Link of CSR Policy –
   https://www.jmcprojects.com/cms/data_content/statutory_documents/csr_policy_20151014060800.pdf

   Web-Link of CSR projects approved by Board –
   https://www.jmcprojects.com/pdf/investors_centre/List-of-CSR-Projects-approved-by-the-Board-of-Directors-for-the-FY-2021-22.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). – N.A.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set- off for the financial year, if any (in ₹)
-	-	-	-

Annexure 4 (Contd.)

6. Average net profit of the Company as per Section 135(5). ₹ 9,544.77 lakh

7. (a) Two percent of average net profit of the Company as per Section 135(5). ₹ 190.90 lakh
   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. Nil
   (c) Amount required to be set off for the financial year, if any. Nil
   (d) Total CSR obligation for the financial year (7a+7b-7c). ₹ 190.90 lakh

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount (in ₹)	Date of transfer	Name of the Fund	Amount (in ₹)	Date of transfer
1,89,29,281/-	5,32,980/-	16.04.2022	N.A.	N.A.	N.A.

(b) Details of CSR amount spent against **ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation –Through Implementing Agency	
				State	District						Name	CSR Registration Number
1.	Contribution towards forest plantation near Water Project sites of the Company	Ensuring Environmental Sustainability	Yes	Uttar Pradesh	Lalitpur	3 years (Including year of commencement)	23,62,500/-	18,29,520/-	5,32,980/-	No	Kalpataru Foundation	CSR00001842

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration Number
1.	Contribution towards purchase of portable ventilator and oxygen concentrators for hospitals nearby Company project sites	Promoting Healthcare	Yes	Odisha, Madhya Pradesh, Maharashtra, Tamil Nadu, Bihar, Chhattisgarh, Haryana, Jharkhand, Uttar Pradesh, Punjab, West Bengal	Koraput, Nabrangpur, Dhar, Jhabua, Bhagalpur, Dewas, Khargone, Mayurbhanj, Baleshwar, Bhandara Madurai, Rajgir, Bastar, Pune, Gurugram, Raipur, Deoghar, Lalitpur, Mahoba, Munger, Amritsar, Malkangiri, Kandhamal, Bulandshahr, Kolkata, Aurangabad, Thane, Nashik	1,01,59,947/-	No	Kalpataru Foundation	CSR00001842

Annexure 4 (Contd.)

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration Number
2.	Contribution towards Digital Smart Class setup at 15 schools nearby Company project sites	Promoting Education	Yes	Madhya Pradesh, Bihar, Odisha, Maharashtra, Tamil Nadu, Uttar Pradesh, Jharkhand, Telangana	Burhanpur, Munger, Nabrangpur, Jamda & Bhutiya, Nagpur, Ghaziabad, Deoghar, Nalanda, Nashik, Hyderabad, Chennai, Bengaluru	25,53,828/-	No	Kalpataru Foundation	CSR00001842
3.	Contribution towards purchase of Ambulance equipped with medical facility for charity foundation	Promoting Healthcare	Yes	Karnataka	Bengaluru	22,42,700/-	Yes	-	-
4.	Contribution towards construction of Oxygen Shed at Madgaon Hospital	Promoting Healthcare	Yes	Goa	Madgaon	1,43,286/-	No	Kalpataru Foundation	CSR00001842
5.	Contribution towards publishing books on 'Ahimsa and Peace' core ethical values of Mahatma Gandhi	Promoting Education	No	Rajasthan	Jaipur	10,00,000/-	No	Prakrit Bharati Academy	CSR00007883
6.	Contribution towards propagation of the thoughts and values of Mahatma Gandhi among the children of various schools in Rajasthan including by way of distribution of books and conduct of examination on this topic	Promoting Education	No	Rajasthan	Various District Schools in Rajasthan	10,00,000/-	No	Rajasthan Rajya Gandhi Smarak Nidhi	CSR00010998
	TOTAL					**1,70,99,761/-**			

(d) Amount spent in Administrative Overheads – N.A.

(e) Amount spent on Impact Assessment, if applicable – N.A.

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) – ₹ 189.29 lakh

Annexure 4 (Contd.)

(g) Excess amount for set off, if any

Sr. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the Company as per Section 135(5)	190.90 lakh
(ii)	Total amount spent for the Financial Year	189.29 lakh
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	2020-21	1,41,40,000/-	51,18,441/-	-	-	-	90,21,559/-

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sr. No.	**Project ID**	**Name of the Project**	**Financial Year in which the project was commenced**	**Project duration**	**Total amount allocated for the project (in ₹)**	**Amount spent on the project in the reporting Financial Year (in ₹)**	**Cumulative amount spent at the end of reporting Financial Year (in ₹)**	**Status of the project - Completed /Ongoing**
1.	JMC Shiksha Abhiyan	Contribution towards various activities related to schools near Project sites of the Company	2021-22	2 years	73,15,000/-	34,82,000/-	34,82,000/-	Ongoing
2.	JMC Swasthya Abhiyan	Contribution towards various activities related to healthcare near Project sites of the Company	2021-22	2 years	32,00,000/-	13,84,441/-	13,84,441/-	Ongoing
3.	JMC Unnati Abhiyan	Contribution towards various activities related to social welfare near Project sites of the Company	2021-22	2 years	36,25,000/-	2,52,000/-	2,52,000/-	Ongoing
		Total (₹)			**1,41,40,000/-**	**51,18,441/-**	**51,18,441/-**	

Annexure 4 (Contd.)

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year - **N.A.**

    (asset-wise details).

    (a) Date of creation or acquisition of the capital asset(s). – N.A.

    (b) Amount of CSR spent for creation or acquisition of capital asset. – N.A.

    (c) Details of the entity or public authority or beneficiary – under whose name such capital asset is registered, their address etc. N.A.

    (d) Provide details of the capital asset(s) created or acquired – (including complete address and location of the capital asset). N.A.

11. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per section 135(5).

    The total obligation of the Company towards CSR was ₹ 190.90 lakh, out of which Company has already spent ₹ 189.29 lakh in the area of Education, Healthcare and Environment during the F.Y. 2021-22. The Company had identified CSR Projects worth ₹ 23.62 lakh as an Ongoing Projects in F.Y. 2021-22 in the area of Environment to be implemented through implementing Agency viz. Kalpataru Foundation, Section 8 Company of Kalpataru Group, out of which the Company has already spent ₹ 18.29 lakh & balance ₹ 5.33 lakh will be spent as per the approved timeline.

For and on behalf of the CSR Committee

D. R. Mehta
Chairman of CSR Committee
Jaipur

Date: 12 May, 2022

Shailendra Kumar Tripathi
CEO & Managing Director
Mumbai

Annexure 5

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

Information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014

A) CONSERVATION OF ENERGY:

- **Steps taken or impact on conservation of energy:**

  a. Production of concrete creates a large carbon footprint. Most of the Carbon dioxide equivalent of concrete can be attributed to cement. Part of the cement content in concrete can be replaced with pozzolanic material like Flyash, Ground Granulated Blast Slag (GGBS) in compliance with the contract and codal specifications. By using these pozzolanic materials in producing concrete for the Company's projects reduces the overall associated greenhouse emission. Since these additives are waste products of Thermal Power & Steel manufacturing industries, utilizing them in construction eliminates the need to dispose them as landfills. Therefore, these pozzolanic materials are effectively used as filler materials in Cement ensuring that strength of the structure is not affected while lowering the environmental impact of concrete. With the approval of client / customer, the Company has been using more and more of pozzolanic material in construction projects across the country.

  b. The Company has replaced conventional lighting system with energy-efficient LED lighting systems. The Company has mandated LED lighting systems for new project requirements.

  c. The Company continues phase-wise replacement of power consuming Transformer Welding machines with rectifier welding machines and now with new generation IGBT based welding machine leading to much saving in energy.

  d. The Company has also invested in VFDs & Multi stage pumps to improve energy efficiency in its operations.

  e. The Company has deployed power saving equipment for conservation of energy. Trials have been conducted successfully in case of air-conditioning equipment and junction boxes / switch boards.

  f. The Company has deployed IoT device based digital solutions for remote-controlled switching-off of unnecessary lighting during daytime and switching-off of water pumps used for concrete curing and other construction purposes.

  g. The Company has deployed GPS and Fuel Management System devices to control the movement and reduce fuel consumption of its equipment in major projects across the country.

  h. The Company has deployed Fuel saving solution, Catalyst, in major fuel consuming equipment to optimize fuel consumption by ensuring optimal fuel ionization prior to injection in engines.

- **Steps taken by the Company for utilizing alternate sources of energy:**

  a. The Company has started using Solar renewable products such as Solar lights and Solar Blinkers to promote renewable energy options. Workmen camp area lighting is powered by solar energy now in multiple project sites.

  b. The Company has deployed Solar Powered Weigh Bridges at remote sites.

  c. The Company has deployed Solar Powered Lighting Masts to cut down on Diesel Generators.

  d. The Company has enabled its central storage facility with Solar Power for day to day operations.

  e. The Company is exploring the use of bio-fuel in its plant and machinery and is engaged with OEMs and bio-fuel suppliers in this regard.

- **Capital Investment on Energy Conservation Equipment:**

  a. Traditionally, construction industry in India has been using mechanical equipment at construction sites. The Company has

Annexure 5 (Contd.)

taken a conscious decision to progressively replace the mechanical based equipment with more efficient, energy conserving hydraulic based equipment.

b. Wherever possible, state electricity connections have been availed, to reduce the diesel consumption and opt for cleaner and more efficient power supply option.

B) TECHNOLOGY ABSORPTION:

- **Efforts made towards Technology Absorption:**

a. The Company has taken steps to digitize its systems and processes by the effective implementation of all its Business Processes like HR, Finance & Accounts, Procurement, Stores, Planning using ERP systems, robotic process automations, introduction of Bots and other system improvements.

b. A management Dashboard has been implemented to track key performance indicators on real time basis.

c. A web and mobile app called JMC Control Tower has been developed to improve the efficiency and effectiveness at project sites, in our mission to go 100% paperless in our internal processes.

d. Through Vehicle Tracking System, your Company has been able to improve utilization of the equipment. Fuel management system has been implemented. Besides tracking availability, utilization and fuel consumption, digital tracking solution for the productivity of equipment is also being implemented.

e. The Company engaged with innovation and incubation cells of educational institutions to promote technology development for adoption in our industry.

f. The Company uses Drones for monitoring of Project Progress, Pre Bid Surveys and Topographical Survey.

g. The Company uses 3D BIM technology in its EPC projects to envisage and mitigate delays due to clashes during execution.

h. The Company has implemented an Engineering Management System for effective management of detailed engineering and design of works.

- **Benefits derived like product improvement, cost reduction, product development or import substitution:**

a. Streamlined and standard process that lead to uniformity in results, reduced waiting time.

b. Reduction in cost of operations of equipment.

c. Reduction in full time equivalent requirement of manpower for these processes.

d. The Company has increased the sourcing of materials, plant and machinery from within the country by empaneling and preferring domestic vendors.

- **In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year):**

a. The details of technology imported: None

b. The year of Import: N.A.

c. Whether the technology been fully absorbed: N.A.

d. If not fully absorbed, areas where absorption has not taken place and the reason thereof: N.A.

- **Expenditure incurred on Research and Development:**

The expenditure incurred in this respect are allocated towards the respective projects and not categorised separately.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

(₹ in Crores)

Particulars	Year 2021-22	Year 2020-21
Foreign Exchange earned	594.91	87.47
Foreign Exchange used / outgo	299.87	70.90

For and on behalf of the Board of Directors

Shailendra Kumar Tripathi
CEO & Managing Director

Manish Mohnot
Non-Executive Director

Date: 12 May, 2022
Place: Mumbai

Annexure 6

BUSINESS RESPONSIBILITY REPORT

JMC Projects (India) Limited ('JMC or Company') is fully aware of and committed to fulfilling its economic, environmental and social responsibilities while conducting its business. JMC believes that the foundation of economic growth can be strengthened if the entire society is a part of the growth story. JMC emphasizes on improving social relations with the community in which it operates and generating economic value.

In accordance with Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Business Responsibility Report (BRR) has been prepared and is in alignment with the National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs, Government of India. This Report provides a broad overview of the activities carried out by JMC against the nine principles outlined in the NVGs.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. Corporate Identity Number (CIN)	:	L45200GJ1986PLC008717
2. Name of the Company	:	JMC Projects (India) Limited
3. Registered Address	:	A-104, Shapath 4, Opp. Karnavati Club, S. G. Road, Ahmedabad – 380015, Gujarat, India
4. Website	:	www.jmcprojects.com
5. Email ID	:	cs@jmcprojects.com
6. Financial Year reported	:	01 April, 2021 to 31 March, 2022

7. Sector(s) that the Company is engaged in (industrial activity code-wise):

JMC is an EPC Company engaged in the business of Infrastructure (Highways, Flyovers, Elevated corridors, Metros, Railways, Bridges, Water Supply & Irrigation projects), Construction of Buildings (High-rise, Integrated Township, Residential, Commercial, IT Parks, Institutional, Hospital, Sports Complex, Tourism projects), Factories, Industrial Plants & Power Projects among others. JMC's integrated capabilities span the spectrum of 'EPC' solutions with Safety, Quality and on-time delivery as the 3 pillars.

Industrial Group*	Description
410	Construction of Buildings
421	Construction of roads and railways
422	Construction of utility projects

*As per National Industrial Classification – The Ministry of Statistics and Programme Implementation.

8. List three key products/services that the Company manufactures/provides (as in balance sheet):

1. Construction of Residential, Commercial and Institutional Buildings and Factories;
2. Construction of Water Supply and Irrigation Projects;
3. Construction of Highways and Flyovers.

9. Total number of locations where business activity is undertaken by the Company:

(a) Number of International Locations (Provide details of major 5) –

JMC has undertaken business activity in 05 international locations which are Ethiopia, Sri Lanka, Mongolia, Ghana and Maldives.

(b) Number of National Locations

JMC is undertaking business activity in 142 national locations.

10. Markets served by the Company: Local/State/ National/International: All

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1.	**Paid up capital (₹)**	:	₹ 33.58 crores
2.	**Total turnover (₹)**	:	₹ 5,352.93 crores
3.	**Total profit after taxes (₹)**	:	₹ (157.02) crores

4. Total spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):

The Company has spent ₹ 189.29 lakh on Corporate Social Responsibility in the F.Y. 2021-22. The Company has incurred net loss during the F.Y. 2021-22.

In terms of Section 135 of the Companies Act, 2013, the Company needs to spend two percent of its average Net Profit of the previous three financial years on Corporate Social Responsibility. The total obligation of the Company towards CSR was ₹ 190.90 lakh, out of which Company has already spent ₹ 189.29 lakh in the area of Education, Healthcare and Environment during the

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F.Y. 2021-22. The Company had identified CSR Projects worth ₹ 23.62 lakh as an Ongoing Projects in F.Y. 2021-22 in the area of Environment to be implemented through implementing Agency viz. Kalpataru Foundation, Section 8 Company of Kalpataru Group, out of which the Company has already spent ₹ 18.29 lakh & balance ₹ 5.33 lakh will be spent as per the approved timeline.

5. **List of activities in which expenditure in 4 above has been incurred:**

The Company undertook various activities during the financial year under review in line with its CSR Policy and as prescribed in Schedule VII to the Companies Act, 2013. During the year under review, the major CSR activities were carried out in the field of Education, Healthcare and Environment.

For detailed information regarding CSR Activities of the Company, you may refer Annexure 4 to the Board's Report.

SECTION C: OTHER DETAILS

1. **Does the Company have any Subsidiary Company / Companies?**

Yes, the Company has 04 (Four) Wholly Owned Subsidiary (WOS) Companies in India as on 31 March, 2022.

2. **Do the Subsidiary Company / Companies participate in the Business Responsibility (BR) initiatives of the Parent Company? If yes, then indicate the number of such Subsidiary Company(s).**

The Subsidiary Companies do not participate in the Business Responsibility initiatives of the Parent Company.

3. **Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]**

Other entity / entities (e.g. suppliers, distributors etc.) do not participate in the Business Responsibility initiatives of the Company.

SECTION D: BR INFORMATION

1. **Details of Director / Directors responsible for BR:**

a) **Details of the Director / Directors responsible for implementation of the BR Policy / Policies:**

1.	DIN Number	:	03156123
2.	Name	:	Mr. S. K. Tripathi
3.	Designation	:	CEO & Managing Director

b) **Details of the BR head:**

Sr. No.	Particulars	Details
1.	DIN Number (if applicable)	–
2.	Name	Mr. Narayanan Neelakanteswaran
3.	Designation	Deputy President – Project Controls
4.	Telephone number	+91 22 68851500
5.	E-mail id	Narayanan.N@jmcprojects.com

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2. Principle-wise (as per NVGs) BR Policy / Policies:

(a) Details of Compliance (Reply in Y/N)

Sr. No.	Questions	Ethics, Transparency and Accountability P1	Sustainable & safe Goods and Services P2	Well-being of all employees P3	Interests of all stakeholders, especially disadvantaged, vulnerable and marginalized Stakeholders P4	Promote human rights P5	Protection of Environment P6	Policy Advocacy P7	Inclusive growth and equitable development P8	Provide value to customers and consumers P9
1	Do you have a policy/policies for....	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national /international standards? If yes, specify?	Policies are compliant of respective principles of NVGs, the Companies Act, 2013 and confirm to International standards of ISO 14001:2015 (EMS), ISO 45001:2018 (OH&S) and ISO 9001:2015 (QMS), as applicable to respective policies. EHS Policy are in line with the National / International standards.								
4	Has the policy being approved by the Board? If yes, has it been signed by MD/owner/CEO/ appropriate Board Director?	Y	-	Y	Y	-	-	-	Y	-
5	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	All the policies except HR/EHS/Quality Policies can be viewed at www.jmcprojects.com. HR/EHS/Quality Policies are uploaded on the Company's Intranet accessible to all employees.								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been communicated to relevant internal and external stakeholders, as applicable.								
8	Does the Company have in-house structure to implement the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	-	Y	-	Y	Y

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(b) If answer to the question at Serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the principles	Not Applicable								
2.	The Company is not at stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The Company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next six months									
5.	It is planned to be done within the next one year									
6.	Any other reason (please specify)									

3. **Governance related to BR:**

(a) **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year:**

The Company's Business Responsibility performance is assessed annually.

(b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

This Report comprises the Company's 3rd Business Responsibility Report as per the NVGs and as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which is published as a part of Annual Report. The Company publishes BR Report annually. The Company currently does not publish a separate Sustainability Report.

The Hyperlink for viewing this Report is www.jmcprojects.com

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to ethics, bribery and corruption cover only the Company? Yes / No. Does it extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?**

JMC has adopted Code of Conduct for Directors and Senior Managerial Personnel. The members of the Board of Directors and the Senior Managerial Personnel of the Company are required to affirm annual compliance of this Code.

The Ethics Policy & Code of Conduct serves as the guiding philosophy for all on-roll employees, contract employees, retainers, trainees including Directors of the Company. Fair and just business dealings free from any extraneous consideration ought to be followed by all employees in their day to day work life. This Code requires the Directors and employees of the Company to act honestly, fairly, ethically and with integrity. The Anti-Bribery Anti-Corruption Policy of the Company covers all Officers, Board Members, Key Managerial Personnel, Directors, Employees, Temporary / Contractual staff, Consultant(s), Vendor(s), and third Parties working for or acting on behalf of JMC.

The Company has in place Whistle Blower Policy which serves as a mechanism for its Directors and employees to report any genuine concerns and to freely communicate their concerns about illegal or unethical practices, actual or suspected fraud or violation of the Company's Ethics and Code of Conduct to the Whistle Blowing Investigation Committee. This Vigil Mechanism provides for adequate safeguards against victimization of Director(s) or employee(s) or any other person who avail the mechanism and also provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the**

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management? If so, provide details thereof, in about 50 words or so.

During the year under review, the Company has not received any complaint from its shareholders and employees of the Company. During the year under review, one complaint was received which is being reviewed and investigated in pursuance of the Whistle Blower Policy of the Company.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

Emission Control:

- Reduced Fuel Consumption for construction equipment's - Effective Utilization, Reduced idling, Timely Maintenance of Equipment to prevent pollution.
- Complete Combustion of Fuel - Reduction in Fuel impurities by using Fuel catalyst.
- Explored Bio-Diesel opportunity which reduced Methane, Cox emission.
- Water Sprinklers Installation at site to prevent Dust Pollution.
- Installation of anti-smog gun at various projects in NCR region to control the environmental conditions in and around the sites.

Energy Optimization:

- Weigh bridge operation through solar power and installations of solar panels at Workmen accommodations for our major projects have benefited in optimization of energy.
- Net metering with solar power solutions to reduce energy consumption from power grid.

Reduction in Water Pollution and Consumption:

- Implementation of water harvesting pits at our major projects.
- Usage of multi stage curing pump - Water & Electricity saving.
- STP Plant for Plant Operation and Labour Camp - Process to purify dissolved salts for water purifying and to Recycle the industry waste water for domestic use.
- RO Plant for Workmen Camp - Process to purify dissolved salts.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

(a) **Reduction during sourcing / production / distribution achieved since the previous year throughout the value chain?**

(b) **Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

The Company is committed towards greening its environmental footprint and taken various initiatives towards energy management, water management and waste management.

The Company has reduced the consumption of energy by adoption of new techniques i.e. solar lights/use of LED bulbs which shows improved results every passing year. The Company has set target for Optimization of energy used through implementation of energy saving initiatives i.e. Installations of solar photo voltaic cells to harness the abundance of solar energy and convert it into electricity and utilized at projects and replacing of conventional lights with low power consuming LED lights was carried on across sites which resulted into increased illumination and reduction in energy consumption. Around 75,000 Kwh of renewable energy from our solar panels were used in our operations which has avoided carbon dioxide emissions equivalent to 60,230 Kg.

Also, the Company has substituted to reduce fresh water consumption by implementing initiative of harvest rain water through water holding ponds. Around 60,00,000 Litre of fresh water was substituted by use of harvested rain water. Additionally, the Company also initiated rain water harvesting through tube wells to increase the ground water level.

3. **Does the Company have procedures in place for sustainable sourcing (including transportation)?**

(a) **If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.**

Yes, the Company is into construction business

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and committed to integrate social, ethical and environmental performance factors while sourcing materials and selection of suppliers. All the construction materials and equipments are sourced responsibly with respect to requisite emission norms, safety, human rights and ethics, apart from conforming to the high standards set by various government and private clients in their tender documents.

Conformance to labour principle and related laws are mandatory qualifications for all the supply and services that are abide at respective sites. The Company also provides regular training to all the staff as per the site / office requirements on safe use of equipment, working place / site. It is ensured that quality of occupational health, safety and environment is adhered too.

The transportation of materials at various project sites is also optimized as per the project execution strategy, using reverse auction. Many of our project sites are at remote locations, therefore as per the permissible requirements, activities such as hiring of various services, sourcing of goods meeting expectations are encouraged from surrounded areas.

4. Has the Company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work?

(a) If yes, what steps have been taken to improve the capacity and capability of local and small vendors?

JMC's ambition is to create more societal value through creating more and more opportunities – directly and indirectly by building the competitiveness of India and its local industry by encouraging procurement of material / services / transportation from local and small vendors thereby creating indirect economic impact. These steps have led to creation of employment opportunities and skill development of the local population.

Many of JMC's infrastructure projects are at remote locations and therefore, goods and services majorly in the form of hiring equipment and labour services as well as minor raw materials etc. are procured from local producers and surrounding areas as far as possible. The neighborhood community in operation sites vicinity are engaged as indirect workforce through Contractors under different categories based on their skill set.

However, being an EPC Company, project procurement involves Technology Oriented supplies and has to be done from client approved vendors, out of which most of them are not located near place of work of the Company. However, the Company encourages new and small size vendors and also represents from time to time to get such vendors approved from client.

The Company has strengthened its vendor portal and has deployed a mobile application (called JMC Disha) for easier and wider empanelment of local vendors from the communities surrounding the project areas. These measures have enabled a competitive and fair market place for the local and small vendors to participate in the business opportunities provided in our projects.

5. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste? (Separately as < 5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Yes, every Project of the Company is tied up with government authorized hazardous waste recycler and such waste is disposed-off through Govt. authorized recycling agencies.

The Company promotes recycling and the use of alternative materials. Production of concrete creates a large carbon footprint. Most of the Carbon dioxide equivalent of concrete can be attributed to cement. Part of the cement content in concrete can be replaced with pozzolanic material like Flyash, Ground Granulated Blast Slag (GGBS) in compliance with the contract and codal specifications. By using these pozzolanic materials in producing concrete for the Company's project reduces the overall associated greenhouse emission. Since these additives are waste products of Thermal Power & Steel manufacturing industries, utilizing them in construction eliminates the need to dispose them as landfills. Therefore, these pozzolanic materials are effectively used as filler materials in Cement

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ensuring that strength of the structure is not affected while lowering the environmental impact of concrete. With the approval of client / customer, the Company has been using more and more of pozzolanic material in construction projects across the country.

The Company has consumed Flyash from thermal power plants for highway embankment filling in its flyover projects.

As JMC is a certified organization for ISO 14001 (Environment Management Systems) and adhere to follow and implement the mechanism for waste management. At JMC we follow the principle of 4R's – Recycle, Reduce, Reuse and Recover which minimize the risk of contamination and also, the Company encourages for green supply chain for procurement activities with suppliers/vendors who share/adhere their green values/environment practices.

The generated waste is segregated as hazardous and non-hazardous waste and managed through a robust waste management system. With current operations, the Company recycle less than 5% of its waste generated at each project and such generated waste is disposed-off through Govt. authorized recycling agencies for recycle.

Principle 3: Businesses should promote the wellbeing of all employees

1. Please indicate the total number of employees:

The Company has total 4,223 employees as on 31 March, 2022.

2. Please indicate the total number of employees hired on temporary/contractual/casual basis:

The Company has 880 employees hired on contractual basis as on 31 March, 2022. However, they are on-rolls of the Company. The Company had 4,553 outsourced manpower as on 31 March, 2022.

3. Please indicate the number of permanent women employees:

The Company has 133 permanent women employees as on 31 March, 2022.

4. Please indicate the number of permanent employees with disabilities:

The Company has 01 permanent employee with disabilities as on 31 March, 2022.

5. Do you have an employee association that is recognized by the Management?

No, there is no employee association which is recognized by the management of the Company.

6. What percentage of permanent employees are members of this recognized employee association?

Not Applicable

7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Sr. No.	Category	No. of complaints filed during the financial year	No. of complaints pending as on end of the financial year
1.	Child labour/forced labour/involuntary labour	0	0
2.	Sexual harassment	0	0
3.	Discriminatory employment	0	0

8. What percentage of under mentioned employees were given safety and skill up-gradation training in the last year?

(a) Permanent employees

(b) Permanent women employees

(c) Causal / Temporary / Contractual Employees

(d) Employees with disabilities

The Company is committed to provide the employees a safe and healthy work Environment by regularly communicating, educating & imparting training on safety, health, hygiene and environment to all employees, contractors, contractor staff and consultant, visitor or any interested parties. The Company conducts various training as per training skill matrix and conducts it as per the procedures (i.e. Minimum 2 trainings for staff and 4 training for workers on every month). During the F.Y. 2021-22, the Company has conducted 19,529 internal trainings for staff and workers, clocking over 4,85,685 training man-hours. The Company conducts regular trainings for upgrading the skills of its employees. These trainings cover technical and behavioural skills. The Company has achieved

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above 95% safety and skill upgradation training for permanent employees/women employees/casual/ temporary/contractual employees during the year.

Details of Safety Trainings:

The Company has a process of Safety Induction for all new personnel on basic EHS requirements of the project and significant feature of the construction work and it is mandatory for all employees to conduct and deliver a daily tool box talk at work locations and on monthly basis 2 Trainings are conducted for permanent employees and 4 trainings are conducted for casual/subcontracted employees subject to different target groups.

The Company has done 4,003 safety inductions for permanent employees and 1,28,212 safety inductions to sub-contractor employees during F.Y. 2021-22. A few of the trainings are as follows:

- Energy Lockout & Tag Out
- Working at height
- Safety in Blasting operation
- Safety in Material Handling
- Safety in Rigging and Erection
- Safety in Welding and Gas-cutting work
- Safety in Excavation, trenching and tunneling work
- Scaffolding safety
- Safety in Power tool
- Safety in Confined space work

Details of Skill Upgradation Training:

The Company conducts need-based upskilling and reskilling of employees, especially for those employees who are posted at Project Sites. During the year, the Company has conducted online, classroom and OJT (on-the-job-trainings). These training have covered topics like:

- Masonry
- Carpentry
- Bar Bending
- Grinding
- Plumbing
- Painting
- Finishing Works
- Concrete Work
- Cost of Poor Quality
- Formwork & Shuttering
- Plastering
- Waterproofing

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

1. Has the Company mapped its internal and external stakeholders? Yes/No

Yes, the Company has mapped its internal and external stakeholders along with vulnerable, marginalized and disadvantaged stakeholders. Employees are the internal stakeholders while shareholders, investors, regulators, clients, vendors, bankers, contractors and the community in vicinity of our project sites are the external stakeholders of the Company.

2. Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders.

Yes, the Company has mapped disadvantaged, vulnerable and marginalized stakeholders and is actively working with them towards inclusive growth. The Company implements Corporate Social Responsibility (CSR) measures focused on benefitting the disadvantaged, vulnerable and marginalized communities at or near its project sites.

3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

Yes, the CSR initiatives of the Company are focused on benefitting the disadvantaged, vulnerable and marginalized communities at or near its project sites. Few such activities includes Education, Healthcare and Environment.

An Annual Report on CSR activities carried out by the Company is annexed as Annexure 4 to the Board's Report.

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Principle 5: Businesses should respect and promote human rights

1. Does the Policy of the Company on human rights cover only the Company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?

The Corporate Human Rights Policy covers all employees of the Company, its Subsidiaries and Joint Ventures and Suppliers / Vendors / Contractors of the Company.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the Management?

The Company has not received any stakeholder complaints in the past financial year.

Principle 6: Business should respect, protect and make effort to restore the environment

1. Does the policy related to Principle 6 cover only the Company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?

The Company is committed in conserving of natural resources and minimizing potential harmful environmental effects by setting of objectives & targets for reduction in consumption of energy/ fuel and wastage control in natural resources for construction activities. The Environmental, Health & Safety Policy (EHS Policy) of the Company covers the Company and its Contractors & all other relevant stakeholders. The Policy encourages the Company to consolidate and improve environmental performance through formulation and implementation of environment protection procedures and practices in its operations.

2. Does the Company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc.? Y / N. If yes, please give hyperlink for webpage etc.

Yes, the policy on Environment guides the organization to continually mitigate the impact on climate change and global warming as a result of its operations. JMC continuously strives to improve energy efficiency in its operations and adheres to all legal requirements and norms of energy conservation standards stipulated by the governing bodies. The Company has commissioned a program to plant tree saplings and nurture them over a 3 year time period to develop a dense forest in public lands allocated for this purpose as a part of CSR activities.

The Company as a continuous ongoing activity uses energy efficient machineries and processes at project sites optimizing the use of natural resources on an ongoing basis. The details of such initiatives undertaken by the Company are provided in Annexure 5 - Conservation of Energy & Technology Absorption to the Board's Report.

3. Does the Company identify and assess potential environmental risks? Y/N

Yes, the Company always take an utmost care about the environment and ensure to operate efficiently by assessing environmental risks and opportunities which are integrated with operations and minimize the risks through its Environmental Impact Assessment (EIA). The Company has also implemented robust management system for identifying the areas of improvement across aspects such as Air quality, waste use, Fuel consumption and Water consumption.

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?

The Company is always committed for continual improvement of environmental performance by setting objectives & targets and constantly review the environmental performance. Also, each project of Company carries out environmental monitoring (i.e. Ambient Air, Noise level, Stack Monitoring for DG sets) to ensure that it is within regulatory limits/as per CTE & CTO.

As per the Consent / Environment clearance conditions, the Company submits the Compliance Reports i.e. Environment Compliance Report, Environment Statements, Environment Monitoring Reports (Ambient Air, Noise level, Surface water & drinking water), Solid Water Management, Dust Control, Greenbelt Development etc.

As per the Consent taken by the project the Company monitors the emission limitations by carrying out environmental monitoring for Ambient Air Monitoring, Noise level monitoring, Water Monitoring, DG stack monitoring to ensure that it

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is within regulatory limits/as per CTE & CTO and submits the environment compliance report.

5. Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy etc.? Y/N. If yes, provide hyperlink to web page etc.

Yes, the Company took an initiative towards optimization of energy by implementing of solar lights at major projects and encouraged to use LED bulbs. The Company took an innovative approach to conserve water at its major projects through various water conservation initiatives such as rain water harvesting, monitoring of water discharge, waste water treatment, fresh water consumption minimization and also, organized various awareness campaigns on occasion of World Environment Day.

The details of such initiatives undertaken by the Company are provided in Annexure 5 - Conservation of Energy & Technology Absorption to the Board's Report.

The Company has undertaken following initiatives by setting up of its objectives and target for reducing the amount of energy and fuel, wastage control in natural resources like wood, water, aggregate, sand, cement, steel etc. by adopting various solutions to restore and to protect the environment.

1. The Company has established solar panels for area lighting and use of solar power system at weigh bridge at major projects, obsolete use of incandescent bulbs with LED lighting for energy efficiency.
2. Installation of fuel catalyst/fuel stimulator at major equipment's for improvement of fuel consumption by reducing unburnt fuel quantum.
3. Installation of Sewage Treatment plant at major projects for reuse of treated water for construction use/dust control etc.
4. The Company took an innovative approach to conserve water at its major projects through various water conservation initiatives such as rain water harvesting, monitoring of water discharge, fresh water consumption minimization.
5. The Company has organized theme based awareness campaign across PAN India and overseas on environment on occasion of World Environment Day to restore the ecosystem by planting 7,839 Saplings, 519 seeds distributed, 2,629 numbers participated for green run, regeneration of forests by Miyawiki method etc.

6. Are the Emissions / Waste generated by the Company within the permissible limits given by CPCB / SPCB for the financial year being reported?

Yes, the emissions generated are being maintained within the prescribed permissible limits as per Central Pollution Control Board (CPCB)/State Pollution Control Board (SPCB). Waste generated are as per the norms stipulated in CTE/CTO and the Company has made tie-up with local authorized recycler vendors for recycling & reuse.

7. Number of show cause / legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of financial year.

There are no show cause / legal notices received from CPCB / SPCB during the financial year 2021-22.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. Is your Company a member of any trade and chambers of association? If yes, name only those major ones that your business deals with.

Yes, the Company is a member of the following key associations:

- Confederation of Indian Industry
- Construction Industry Development Council
- Construction Federation of India
- National Highways Builders Federation
- Bombay Chamber of Commerce
- Project Exports Promotion Council of India

2. Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes/No; If yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others):

JMC doesn't engage in any form of lobbying activities. Public Advocacy Policy is in place to

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ensure that advocacy positions are consistent with the principles and core elements contained in Values of the Company and various Policies of the Company, which enhances business responsibility and transparency.

Principle 8: Businesses should support inclusive growth and equitable development

1. **Does the Company have specified programmes / initiatives/ projects in pursuit of the policy related to principle 8? If yes details thereof.**

   JMC undertakes appropriate Corporate Social Responsibility (CSR) measures having positive economic, social and environmental impact on the community including on the local areas around where it operates. JMC being a dominant player in the construction sector believes in giving back to the society and to honour social responsibility. The Board of the Company has framed a CSR Policy in consonance with Section 135 of the Companies Act, 2013. The broad content of the CSR Policy, inter-alia, includes CSR Philosophy, objectives, extent of CSR activities, CSR projects, programmes, its implementation, monitoring, reporting and disclosure of the said activities. The CSR policy of the Company is available on the Company's website at https://www.jmcprojects.com/investor/corporate_governance

   In line with CSR Policy and in accordance with Schedule VII to the Companies Act, 2013, the Company has undertaken CSR activities in the area of Education, Healthcare and Environment.

   The Company provides opportunities to self-help groups in the local communities to render services required by the Company in its projects locations.

   Detailed Report on CSR Activities is attached as Annexure 4 to the Board's Report.

2. **Are the programmes/projects undertaken through in-house team / own foundation / external NGO/ government structures /any other organization?**

   The Company follows multiple models for implementing its CSR initiatives. The Company has undertaken CSR Projects directly and/or through External Registered Trusts, NGOs and Societies.

3. **Have you done any impact assessment of your initiative?**

   The Company undertakes impact assessment of certain CSR Projects on a continuous basis and assess the benefits gained to the community through its CSR initiatives. Also, the certain External Registered Trusts, NGOs and Societies through which Company carries out its CSR initiatives are doing Impact assessment of the CSR Projects/ Programmes.

4. **What is the Company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?**

   The Company's CSR obligation for F.Y. 2021-22 was ₹ 190.90 lakh, out of which Company has already spent ₹ 189.29 lakh in the area of Education, Healthcare and Environment during the F.Y. 2021-22. The Company had identified CSR Projects worth ₹ 23.62 lakh as an Ongoing Projects in F.Y. 2021-22 in the area of Environment to be implemented through implementing Agency viz. Kalpataru Foundation, Section 8 Company of Kalpataru Group, out of which the Company has already spent ₹ 18.29 lakh & balance ₹ 5.33 lakh will be spent as per the approved timeline.

   An Annual Report on details of projects undertaken as CSR activities is annexed as Annexure 4 to the Board's Report.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words or so.**

   Yes, the initiatives undertaken under CSR activities are tracked to determine outcome achieved and benefits to the Community. The Company carries out its major CSR initiatives through Kalpataru Foundation, which tracks the outcome assessment of the CSR projects.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. **What Percentage of customer complaints / consumer cases are pending as on the end of financial year?**

   All customer complaints are addressed promptly, except in case of some ongoing closure actions that are in progress as per the agreed timelines at the time of publishing this report, percentage of which is less than 5%.

Annexure 6 (Contd.)

2. Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./ Remarks (additional information)

Not Applicable

3. Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.

There are no cases filed against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years.

4. Did your Company carry out any consumer survey / consumer satisfaction trends?

Yes, the Company conducts yearly survey. JMC is committed to provide services which consistently comply with agreed contractual requirements and in a manner that results in high degree of client satisfaction.

JMC has been recognized and awarded 8 International EHS Awards i.e. 4 RoSPA Awards and 4 British Safety Council awards and 17 National EHS Awards i.e. 14 CIDC Vishwakarma Awards, 1 Safety Award from CII & 2 Awards from OSHSSAI and received several appreciations from client for achieving exemplary safety milestones and splendid EHS Performance in F.Y. 2021-22. The details of various EHS Awards received by the Company in the Financial Year 2021-22 are as under.

1. The Royal Society for the Prevention of Accidents, United Kingdom : Safety Awards for 4 Projects:
   - Brigade Cornerstone Utopia
   - Indian Institute of Technology Tirupati
   - Aparna Techno polis
   - National Mineral Development Corporation Limited
2. British Safety Council, United Kingdom Awards for 4 Projects:
   - Brigade Citadel
   - Bagmane Rome & Angkor
   - Adhiraj Taloja Township Project
   - Wadhva Chembur Pepsico Project
3. CIDC Vishwakarma National Awards for 14 Projects:
   - Indian Institute of Technology Tirupati
   - Bagmane Rome & Angkor
   - RMZ Ecoworld Infrastructure Private Limited
   - Business Life Space Project
   - Brigade Corner Stone Uthopia
   - Prestige Tranquil
   - Brigade Citadel
   - Aparna IT Hub LLP
   - Brigade world trade center Residencies
   - DLF Amex New Campus
   - Novolipetsk Steel
   - Housing Development Finance Corporation Limited
   - Lakhani Town Flyover, Lakhani
   - Munger Water Supply Project
4. National award from Confederation of Indian Industry (CII):
   - National Mineral Development Corporation Limited
5. National award from OHSSA Foundation:
   - DLF Amex New Campus

For and on behalf of the Board of Directors

Shailendra Kumar Tripathi
CEO & Managing Director

Manish Mohnot
Non-Executive Director

Date: 12 May, 2022
Place: Mumbai

CORPORATE GOVERNANCE REPORT

Corporate Governance is a set of defined principles, processes and systems which governs a Company. The elements of Corporate Governance are independence, transparency, accountability, responsibility, compliance, ethics, values and trust. The Company believes that business excellence is the reflection of the professionalism and ethical values of its management and employees. The basic philosophy of Corporate Governance in the Company is to achieve business excellence and dedicate itself for increasing long-term shareholder value, keeping in view the needs and interests of all its Stakeholders. The Company ensures to comply with the requirements of Corporate Governance listed in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations').

JMC's Philosophy on Corporate Governance

At JMC Projects, we believe and continuously endeavor to achieve good governance through timely disclosures, transparency, accountability and responsibility in all our dealings with the employees, shareholders, clients and community at large. The Board of Directors represents the interest of the Company's Stakeholders and continuously strives for optimizing long-term value by way of providing necessary guidance and strategic vision to the Company. The Board also ensures that the Company's management and employees operate with the highest degree of ethical standards through compliance with the Code of Conduct adopted by the Company.

1. BOARD OF DIRECTORS

1.1 Composition

As on 31 March, 2022, the Board of Directors consists of 8 (eight) Directors, of which 3 (three) are Independent Directors including a Woman Director, 4 (four) are Non-Executive and Non-Independent Directors and 1 (one) is an Executive Director. The Chairman of the Board is a Non-Executive Independent Director. The composition of the Board is in compliance with the provisions of the Companies Act, 2013 (the 'Act') and Regulation 17 of the Listing Regulations.

The names and category of the Directors, their outside Directorships, their other Membership and Chairmanship of Board Committees as on 31 March, 2022 are mentioned hereunder.

Name & DIN of Director	Designation	Category	No. of Directorship in other Companies(1)	Position in outside Committees(2)		No. of Shares held in the Company
				Chairman	Member	
Mr. Devendra Raj Mehta 01067895	Chairman	Independent, Non-Executive	6	1	2	Nil
Mr. Shailendra Raj Mehta 02132246	Director	Independent, Non-Executive	5	Nil	1	Nil
Ms. Anjali Seth 05234352	Director	Independent, Non-Executive	6	4	2	Nil
Mr. Shailendra Kumar Tripathi 03156123	CEO & Managing Director	Executive	Nil	Nil	Nil	Nil
Mr. Hemant Modi 00171161	Director	Non-Independent, Non-Executive	2	Nil	Nil	4,95,070
Mr. Kamal Jain 00269810	Director	Promoter, Non-Executive	2	Nil	Nil	Nil
Mr. Manish Mohnot 01229696	Director	Promoter, Non-Executive	5	Nil	1	Nil
Mr. Amit Uplenchwar 06862760	Director	Promoter, Non-Executive	1	Nil	Nil	Nil

(1) Including Private Companies, but excluding Foreign Companies and Section 8 Companies.

(2) Represents Chairmanship/Membership of Audit Committee and Stakeholders Relationship Committee of Public Companies only.

Corporate Governance Report (Contd.)

Names of the Listed Entities where the Director(s) of the Company i.e. JMC Projects (India) Limited is a Director and the category of Directorship:

Sr. No.	Name & DIN of Director	Name of the Listed Entity	Designation	Category
1	Mr. Devendra Raj Mehta 01067895	Poly Medicure Limited	Chairman	Independent, Non-Executive Director
		Jain Irrigation Systems Limited	Director	Independent, Non-Executive Director
		Glenmark Pharmaceuticals Limited	Director	Independent, Non-Executive Director
2	Mr. Shailendra Raj Mehta 02132246	Poly Medicure Limited	Director	Independent, Non-Executive Director
		Kalpataru Power Transmission Limited	Director	Independent, Non-Executive Director
3	Ms. Anjali Seth 05234352	Kalpataru Power Transmission Limited	Director	Independent, Non-Executive Director
		Endurance Technologies Limited	Director	Independent, Non-Executive Director
		Centrum Capital Limited	Director	Independent, Non-Executive Director
		Nirlon Limited	Director	Independent, Non-Executive Director
4	Mr. Shailendra Kumar Tripathi 03156123	Nil	N.A.	N.A.
5	Mr. Hemant Modi 00171161	Nil	N.A.	N.A.
6	Mr. Kamal Jain 00269810	Nil	N.A.	N.A.
7	Mr. Manish Mohnot 01229696	Kalpataru Power Transmission Limited	Managing Director & CEO	Executive Director
8	Mr. Amit Uplenchwar 06862760	Nil	N.A.	N.A.

There are no inter-se relationships between the Board members. In the opinion of the Board, the Independent Directors fulfills the conditions as specified in the Listing Regulations and are independent of the management.

Attention of the members is invited to the relevant item of the notice of the Annual General Meeting (AGM) seeking their approval for re-appointment of Director. Relevant information as required under the Listing Regulations is appended in the AGM notice.

Corporate Governance Report (Contd.)

1.2 List of core skills/expertise/competencies as identified by the Board of Directors of the Company along with the names of Directors as required in the context of Company's business and sector for it to function effectively and those actually available with the Board.

Skills/expertise/competence	Whether available with the Board or not?	Name of Director having skill / expertise / competence
Industry knowledge/experience (EPC Industry)		
Experience	Yes	Mr. S. K. Tripathi Mr. Hemant Modi Mr. Manish Mohnot Mr. Amit Uplenchwar
Industry knowledge	Yes	Mr. S. K. Tripathi Mr. Hemant Modi Mr. Manish Mohnot Mr. Amit Uplenchwar
Understanding of relevant laws, rules, regulation and policy	Yes	Mr. S. K. Tripathi Mr. Hemant Modi Ms. Anjali Seth
International Experience	Yes	Mr. S. K. Tripathi Mr. Manish Mohnot
Contract management	Yes	Mr. Hemant Modi
Technical skills/experience		
Accounting and Finance	Yes	Mr. D. R. Mehta Mr. Kamal Jain Mr. Manish Mohnot
Business Development	Yes	Mr. S. K. Tripathi Mr. Manish Mohnot
Information Technology	Yes	Mr. S. K. Tripathi Mr. Manish Mohnot Mr. Amit Uplenchwar
Talent Management	Yes	Mr. S. R. Mehta
Leadership	Yes	Mr. D. R. Mehta
Compliance and risk	Yes	Mr. D. R. Mehta Mr. S. R. Mehta
Legal	Yes	Ms. Anjali Seth
Business Strategy	Yes	Mr. S. R. Mehta Mr. Amit Uplenchwar
Behavioral Competencies		
Integrity and ethical standards	Yes	All Directors
Mentoring abilities	Yes	Mr. S. R. Mehta
Interpersonal relations	Yes	Mr. S. K. Tripathi

1.3 Board Meetings and attendance

During the year, the Board met 7 (seven) times on 10 May, 2021, 02 August, 2021, 23 September, 2021, 03 October, 2021, 29 October, 2021, 10 February, 2022 and 19 February, 2022. The maximum gap between any two Board Meetings was less than one hundred and twenty days. The necessary quorum was present for all the meetings. The agenda papers along with the notes thereon, other supporting documents and all information as required under Regulation 17(7) of Listing Regulations were circulated in advance to the Board Members.

Details of Director's attendance in Board Meetings held during the financial year 2021-22 and in the last AGM are as under:

Name of Director	No. of Board Meetings attended/ held	Attendance at last AGM held on 14 July, 2021
Mr. Devendra Raj Mehta, Chairman	7 / 7	Yes
Mr. Shailendra Raj Mehta	6 / 7	Yes
Mr. Shailendra Kumar Tripathi	6 / 7	Yes
Mr. Hemant Modi	7 / 7	Yes
Mr. Kamal Jain	6 / 7	Yes
Mr. Manish Mohnot	6 / 7	Yes
Ms. Anjali Seth	7 / 7	Yes
Mr. Amit Uplenchwar	7 / 7	Yes

1.4 Separate Meeting of Independent Directors

Pursuant to Schedule IV of the Act read with Regulation 25(3) of the Listing Regulations, the Independent Directors met on 10 May, 2021 without attendance of Non-Independent Directors and Members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole. The Independent Directors also reviewed the performance of Chairman of the Company based on the views of Executive and Non-Executive Directors. The Independent Directors also discussed on the quality, quantity and timeliness of flow of information between the Company Management and the Board which is necessary for the Board to effectively and reasonably perform their duties.

1.5 Familiarization Programme

The Company has familiarization programme for the Independent Directors with respect to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company etc. The familiarization programme along with details of the same imparted to the Independent Directors during the year are available on the Company's website at https://www.jmcprojects.com/investor/corporate governance

1.6 Code of Conduct

The Board has laid down the code of conduct for all the Board Members and Senior Managerial Personnel of the Company. The Code of Conduct is available on the website of the Company at https://www.jmcprojects.com/investor/corporate governance. All Board Members and Senior Managerial Personnel have affirmed compliance with the code of conduct for the financial year ended 31 March, 2022 and a declaration to this effect duly signed by CEO & Managing Director of the Company is appended to this report.

1.7 Review of Compliance Report by the Board

The Company has in place a proper system to enable the Board to review on a quarterly basis the Compliance Report pertaining to all applicable laws to the Company and also to assess the steps taken by the Company to rectify instances of non-compliances, if any.

1.8 Prevention of Insider Trading

As per the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has devised the Code of Conduct to regulate, monitor and report trading in Securities of the Company. The Company Secretary is the Compliance Officer for the purpose of this Code. During the year, the Company has taken action against those Insiders, who have violated the Insider Trading Code of the Company and the said violation has been duly reported by the Company to the Stock Exchanges and the penalty amount was credited to the Investor Protection and Education Fund administered by the SEBI.

Corporate Governance Report (Contd.)

2. AUDIT COMMITTEE

As on 31 March, 2022, the Audit Committee comprises of 4 (four) members. All members of the Audit Committee are Non-Executive Directors, out of whom 3 (three) are Independent Directors. The Committee met 6 (six) times during the year viz. 10 May, 2021, 02 August, 2021, 23 September, 2021, 29 October, 2021, 10 February, 2022 and 19 February, 2022. The maximum gap between any two Committee Meetings was less than one hundred and twenty days. The composition of the Audit Committee is in compliance with the Regulation 18 of the Listing Regulations and the provisions of Section 177 of the Act and rules made thereunder.

The details of composition of the Audit Committee and attendance at the meeting during the financial year 2021-22 are as under.

Name of Member	Category	No. of Meetings	
		Attended	Held
Mr. Devendra Raj Mehta, Chairman	Independent, Non-Executive	6	6
Mr. Shailendra Raj Mehta	Independent, Non-Executive	5	6
Mr. Kamal Jain	Non-Executive	5	6
Ms. Anjali Seth	Independent, Non-Executive	6	6

The Chairman of the Audit Committee has attended the last AGM of the Company held on 14 July, 2021. The Company Secretary of the Company acts as the Secretary to the Committee.

Audit Committee meetings are also attended by CFO, CEO, representatives of the Statutory Auditors, Internal Auditors and other executives, as required. The Committee also invites senior executives, where it considers appropriate to attend meetings of the Audit Committee.

The Committee mandatorily reviews information such as internal audit reports related to internal control weakness, management discussion and analysis of financial condition and result of operations, statement of significant related party transactions and such other matters as prescribed.

The powers, role and terms of reference of the Audit Committee includes the matters as specified under the Act and the Listing Regulations, besides other terms as referred by the Board. The broad terms of reference includes; oversight of financial reporting process, review of financial results and related information, approval of related party transactions, review of internal financial controls, risk management, performance of statutory and internal auditors, audit process, relevant compliances, appointment and payment to auditors etc.

3. NOMINATION AND REMUNERATION COMMITTEE

As on 31 March, 2022, Nomination and Remuneration Committee comprises of 3 (three) Non-Executive Directors, out of whom 2 (two) Directors are Independent Directors. The Committee met 1 (one) time during the year viz. 10 May, 2021. The composition of the Nomination and Remuneration Committee is in compliance with the Regulation 19 of the Listing Regulations and the provisions of Section 178 of the Act and rules made thereunder.

The details of composition of the Nomination and Remuneration Committee and the attendance at the meeting during the financial year 2021-22 are as under.

Name of Member	Category	No. of Meetings	
		Attended	Held
Mr. Shailendra Raj Mehta, Chairman	Independent, Non-Executive	1	1
Mr. Devendra Raj Mehta	Independent, Non-Executive	1	1
Mr. Manish Mohnot	Non-Executive	1	1

The powers, role and terms of reference of the Nomination and Remuneration Committee includes the matters as specified under the Act and the Listing Regulations, besides other terms as referred by the Board. The broad terms of reference includes formulation of remuneration policy, set criteria for determining qualifications, positive attributes and independence of a Director, formulation of criteria for evaluation of performance of Independent Directors & the Board and criteria for appointment of directors and senior management.

Performance Evaluation

The Company Policy provides for the manner, mode and unique questionnaires to evaluate performance of the Board, Committees, Independent Directors and Non-Independent Directors. The criteria for the performance evaluation of the Directors includes (a) Attendance of each Director (b) Preparedness of each Director (c) Participation in meaningful discussion (d) Conduct and behavior of each

Director etc. The evaluation process includes review, discussion and feedback from the Directors in reference to set criteria and questions.

Evaluation of Performance of the Board, its Committees, every Independent Director and Non-Independent Directors for the Financial Year 2021-22 has been carried out following the manner and process as per the Policy in this respect. The Directors are satisfied with the performance and evaluation.

4. REMUNERATION OF DIRECTORS

Details of remuneration, perquisites, sitting fees etc. of the Directors for the Financial Year ended 31 March, 2022 are as under.

(₹ in Lakhs)

Name of Director	Category	Remuneration components				
		Salary	Perquisites & retirement benefits	Commission / Profit Linked Incentive	Sitting fees	Total Amount
Mr. D. R. Mehta	Independent, Non-Executive	Nil	Nil	33.00	5.25	38.25
Mr. S. R. Mehta	Independent, Non-Executive	Nil	Nil	30.00	4.50	34.50
Ms. Anjali Seth	Independent, Non-Executive	Nil	Nil	11.00	5.00	16.00
Mr. S. K. Tripathi	Executive	261.85	25.18	222.00	Nil	509.03
Mr. Hemant Modi	Non-Independent, Non-Executive	Nil	Nil	30.00	3.50	33.50
Mr. Kamal Jain	Promoter, Non-Executive	Nil	Nil	Nil	Nil	Nil
Mr. Manish Mohnot	Promoter, Non-Executive	Nil	Nil	Nil	Nil	Nil
Mr. Amit Uplenchwar	Promoter, Non-Executive	Nil	Nil	Nil	Nil	Nil

Service Contracts, notice period, severance fees

(a) Mr. S. K. Tripathi was re-appointed as CEO & Dy. Managing Director of the Company by the Members at the 33rd Annual General Meeting held on 29 July, 2019 for a period of 3 (three) years w.e.f. 22 October, 2019. Further, he was elevated to the position of CEO & Managing Director of the Company w.e.f. 10 May, 2021 for his remaining tenure with the Company i.e. till 21 October, 2022 on terms and conditions including remuneration as approved by the Members at the 35th Annual General Meeting of the Company held on 14 July, 2021. The Agreement dated 17 May, 2021 was executed between the Company and Mr. S. K. Tripathi. The term provides for the termination of contract by either party after giving six months' notice in writing or salary in lieu thereof to the other party.

Remuneration of Mr. S. K. Tripathi comprises of fixed and performance linked incentive components. Profit linked incentive / Commission is payable as may be recommended by the Nomination & Remuneration Committee and as approved by the Board every year, as per the agreement executed, subject to applicable statutory provisions and the criteria of performance, achievements, critical project's performance etc. as per the Remuneration Policy.

The Board of Directors of the Company approved payment of commission to the Non-Executive Directors (excluding Promoter Directors) of the Company in recognition of their performance during the financial year 2021-22, not exceeding in aggregate 1% of net profits of the Company calculated under Section 198 of the Act.

There is no pecuniary relationship or transaction between the Company and any of the Non-Executive Directors, except payment of sitting fees / remuneration including Commission. The Company does not have any stock option scheme.

None of the Directors are eligible for any severance fees.

Corporate Governance Report (Contd.)

4.1 Remuneration Policy

The Board has on the recommendation of the Nomination and Remuneration Committee, approved Remuneration Policy for Directors, Key Managerial Personnel and other employees of the Company.

The Policy describes various aspects and guiding factors in determining the remuneration of Directors, Key Managerial Personnel and employees of the Company with intent to maintain level and composition of remuneration reasonable and sufficient to attract, retain and motivate Directors and employees to run the Company successfully and align the growth of the Company and development. The broad provisions of the Remuneration Policy are summarized here under.

a) Nomination and Remuneration Committee has important role in monitoring the Policy.

b) Non-Executive Directors are entitled to sitting fees and commission on annual basis as may be determined by the Board from time to time and subject to statutory provisions. The Company reimburses expenses to the directors for attending the meeting of the Board and Committees.

c) The Commission will be paid to Non-Executive Directors as per criteria mentioned in this Report.

d) On recommendation of the Nomination and Remuneration Committee, the Board may consider appropriate additional remuneration to such Non-Executive Director who has devoted considerable time and efforts in relation to business matters of the Company.

e) Commission payable to Executive Directors shall be determined based on appointment terms, performance criteria as the Board may consider appropriate keeping in view the performance of the Company, performance by Executive Director, achievements, critical project's performance etc. based on the recommendations of Nomination and Remuneration Committee.

f) Nomination and Remuneration Committee would recommend about the increase, restructure and/or other suggestion in respect to remuneration to members of senior management considering aspects including overall performance of the Company, major role played, responsibilities handled and other relevant factors.

The Remuneration Policy is available on the website of the Company at https://www.jmcprojects.com/investor/corporate_governance

4.2 Criteria for payment to Non-Executive / Independent Directors

Non-Executive Directors (excluding Promoter Directors) are paid sitting fees of ₹ 50,000/- for attending each meeting of the Board and ₹ 25,000/- for attending each meeting of Audit Committee and Nomination and Remuneration Committee. In addition, the Company also reimburses expenses to out station Directors for attending meetings.

The remuneration by way of commission to the Non-Executive Directors (excluding Promoter Directors) is decided, keeping in view the recommendation of Nomination and Remuneration Committee, based on number of factors including attendance in the meetings, contribution in the Board and Committee meetings, involvement in decision-making process etc.

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee oversees, inter-alia, timely redressal of security holders' grievances such as issues involving transfer and transmission of shares, issue of new/duplicate certificates, recording dematerialization/re-materialization, non-receipt of dividend, annual report etc. The Committee comprises of 4 (four) directors out of which Chairman is a Non-Executive Director. The Committee met 2 (two) times during the financial year 2021-22 viz. 10 May, 2021 and 10 February, 2022.

The details of composition of the Committee and the attendance at meeting during the financial year 2021-22 are as under.

Name of Member	Category	No. of Meetings	
		Attended	Held
Mr. Kamal Jain, Chairman	Non-Executive	2	2
Mr. S. K. Tripathi	CEO & Managing Director	2	2
Mr. Manish Mohnot	Non-Executive	2	2
Ms. Anjali Seth	Independent, Non-Executive	2	2

Mr. Samir Raval, Company Secretary is designated as Compliance Officer of the Company. The designated e-mail ID for investor service and correspondence is cs@jmcprojects.com

During the year, the Company had not received any complaint and there was no investor complaint pending as on 31 March, 2022. The status of complaints, if any is periodically reported to the Committee.

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Committee oversees, inter-alia, corporate social responsibility and other related matters as may be referred by the Board of Directors and discharges the roles as prescribed under Section 135 of the Act which includes formulating and recommending to the Board, a Corporate Social Responsibility (CSR) Policy indicating the activities to be undertaken by the Company as per Schedule VII to the Act, recommending the amount of expenditure to be incurred, monitoring and review of CSR activities in pursuance of the CSR Policy of the Company.

The Committee comprises of 3 (three) Directors out of which Chairman is an Independent Director. During the year, the Committee met 4 (four) times viz. 10 May, 2021, 02 August, 2021, 29 October, 2021 and 10 February, 2022.

The details of composition of the Committee and the attendance at meeting during the financial year 2021-22 are as under.

Name of Member	Category	No. of Meetings	
		Attended	Held
Mr. D. R. Mehta, Chairman	Independent, Non-Executive	4	4
Mr. S. K. Tripathi	CEO & Managing Director	4	4
Mr. Kamal Jain	Non-Executive	4	4

7. RISK MANAGEMENT COMMITTEE

The Company has constituted Risk Management Committee in compliance with Regulation 21 of the Listing Regulations. The Committee consists of 5 (five) members with majority of them being members of the Board of Directors, out of whom 1 (one) is an Independent Director. The Chairman of the Committee is the member of the Board. The Committee met 2 (two) times during the year viz. 16 June, 2021 and 27 October, 2021. The maximum gap between any two Committee Meetings was less than one hundred and eighty days.

The details of composition of the Risk Management Committee and attendance at the meeting during the financial year 2021-22 are as under.

Name of Member	Category	No. of Meetings	
		Attended	Held
Mr. Shailendra Raj Mehta, Chairman	Independent, Non-Executive Director	2	2
Mr. S. K. Tripathi	CEO & Managing Director	2	2
Mr. Manish Mohnot	Non-Executive Director	2	2
Mr. Azad Shaw*	Chief Financial Officer	2	2
Mr. Narayanan Neelakanteswaran	Deputy President - Project Control	2	2

* Upto 30 May, 2022

The powers, role and terms of reference of the Risk Management Committee includes the matters as specified under the Listing Regulations, besides other terms as referred by the Board. The broad terms of reference includes; formulation, monitoring, overseeing implementation and periodically review the detailed Risk Management Policy, to evaluate the adequacy of risk management systems etc.

8. OTHER COMMITTEES

The Board has constituted Management Committee to look into various routine business matters and Share Transfer Committee to look after the transfer / transmission of shares, issue of duplicate shares etc.

Corporate Governance Report (Contd.)

9. COMPLIANCE OF CORPORATE GOVERNANCE REQUIREMENTS

Compliance of Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2) (b) to (i) of Listing Regulations are as under:

Sr. No.	Particulars	Regulations	Brief description of the Regulations	Compliance Status (Yes/ No/N.A.)
1	Board of Directors	17(1)	Composition of Board	Yes
		17(1A)	Appointment or continuation of Non-Executive Director who has attained the age of seventy five years	Yes
		17(1C)	Approval of shareholders for appointment of a person on the Board of Directors	N.A.
		17(2)	Meeting of Board of Directors	Yes
		17(2A)	Quorum of Board Meeting	Yes
		17(3)	Review of Compliance Reports	Yes
		17(4)	Plans for orderly succession for appointments	Yes
		17(5)	Code of Conduct	Yes
		17(6)	Fees/Compensation to the Non-Executive Directors	Yes
		17(7)	Minimum Information to be placed before the Board	Yes
		17(8)	Compliance Certificate	Yes
		17(9)	Risk Assessment & Minimization and Risk Management Plan	Yes
		17(10)	Performance Evaluation of Independent Directors	Yes
		17(11)	Recommendation of Special Business by the Board	Yes
		17A	Maximum number of Directorships	Yes
2	Audit Committee	18(1)	Composition of Audit Committee & presence of the Chairman of the Committee at the AGM	Yes
		18(2)	Meeting of Audit Committee	Yes
		18(3)	Role of the Committee and review of information by the Committee	Yes
3	Nomination & Remuneration Committee	19(1) & (2)	Composition of Nomination & Remuneration Committee	Yes
		19(2A)	Quorum of Nomination & Remuneration Committee	Yes
		19(3)	Presence of the Chairman of the Committee at the AGM	Yes
		19(3A)	Committee Meeting once a year	Yes
		19(4)	Role of the Committee	Yes
4	Stakeholders Relationship Committee	20(1),(2) & (2A)	Composition of Stakeholders Relationship Committee	Yes
		20(3)	Presence of the Chairman of the Committee at the AGM	Yes
		20(3A)	Committee Meeting once a year	Yes
		20(4)	Role of the Committee	Yes
5	Risk Management Committee	21(1), (2) & (3)	Composition of Risk Management Committee	Yes
		21(3A)	Committee Meeting twice a year	Yes
		21(3B)	Quorum of Risk Management Committee	Yes
		21(3C)	Gap between two consecutive Meetings	Yes
		21(4)	Role of the Committee	Yes
		21(5)	Applicability of Risk Management Committee	Yes
		21(6)	Power of Risk Management Committee	Yes
6	Vigil Mechanism	22	Formulation of Vigil Mechanism/ Whistle Blower Policy for Directors and Employees	Yes

Corporate Governance Report (Contd.)

Sr. No.	Particulars	Regulations	Brief description of the Regulations	Compliance Status (Yes/ No/N.A.)
7	Related Party Transactions	23(1), (5), (6), (7) & (8)	Policy for Related Party Transactions	Yes
		23(2) & (3)	Approval including omnibus approval of Audit Committee for all related party transactions and review of transactions by the Committee	Yes
		23(1A) & (4)	Approval for Material Related Party Transactions	N.A.
		23(9)	Disclosures of related party transactions	Yes
8	Subsidiaries of the Company	24(1)	Composition of Board of Directors of unlisted material subsidiary	N.A.
		24(2), (3), (4), (5) & (6)	Other Corporate Governance requirements with respect to subsidiary including material subsidiary of listed entity	Yes
		24(A)	Secretarial Audit and Secretarial Compliance Report	Yes
9	Obligations with respect to Independent Directors	25(1) & (2)	Alternative Directorship & Tenure of Independent Directors	Yes
		25(2A)	Appointment, Re-appointment or Removal of an Independent Director by way of a special resolution	N.A.
		25(3)	Meeting of Independent Directors	Yes
		25(4)	Review of Performance by the Independent Directors	Yes
		25(6)	Filling the vacancy of Independent Director created by resignation or removal	N.A.
		25(7)	Familiarization of Independent Directors	Yes
		25(8) & (9)	Declaration and confirmation by Independent Directors	Yes
		25(10)	D and O Insurance	Yes
		25(11)	Minimum time gap for the appointment of Independent Director in a Company/group post his/her resignation	N.A.
		25(12)	D and O Insurance by High value Debt Listed Entity for all its Independent Directors	N.A.
10	Obligations with respect to employees including senior management, key managerial persons, Directors and Promoters	26(1) & (2)	Memberships & Chairmanship in Committees	Yes
		26(3)	Affirmation with compliance to code of conduct by members of Board of Directors and Senior Management	Yes
		26(5)	Disclosures by Senior Management about potential conflict of interest	Yes
		26(6)	Agreement in connection with dealings in the securities	N.A.
11	Other Corporate Governance Requirements	27(1)	Compliance of discretionary requirements (except Clause B of Part E of Schedule II)	Yes
		27(2)	Filing of quarterly Compliance Report on Corporate Governance	Yes
12	Disclosures on Website of the Company	46(2)(b)	Terms and conditions of appointment of Independent Directors	Yes
		46(2)(c)	Composition of various Committees of Board of Directors	Yes
		46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
		46(2)(e)	Details of establishment of Vigil Mechanism / Whistle Blower Policy	Yes
		46(2)(f)	Criteria of making payments to Non-Executive directors	Yes
		46(2)(g)	Policy on dealing with related party transactions	Yes
		46(2)(h)	Policy for determining 'Material' Subsidiaries	Yes
		46(2)(i)	Details of Familiarization programmes imparted to Independent Directors	Yes

Corporate Governance Report (Contd.)

10. GENERAL BODY MEETINGS

i. Annual General Meeting:

Details of last three Annual General Meetings are given herein below.

AGM	Financial Year	Date	Time	Venue of AGM
35th AGM	2020-21	14 July, 2021	11.00 a.m.	Through Video Conferencing/Other Audio Visual Means
34th AGM	2019-20	11 August, 2020	11.00 a.m.	Through Video Conferencing/Other Audio Visual Means
33rd AGM	2018-19	29 July, 2019	03.00 p.m.	H. T. Parekh Convention Centre, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

ii. Special Resolutions:

The following are the details of special resolutions passed at the last three AGM.

Date of AGM	Summary of Special Resolution passed
14 July, 2021	No Special Resolution was passed in the meeting.
11 August, 2020	No Special Resolution was passed in the meeting.
29 July, 2019	Re-appointment of Mr. D. R. Mehta (DIN: 01067895) as an Independent Director of the Company.
	Re-appointment of Mr. Shailendra Raj Mehta (DIN: 02132246) as an Independent Director of the Company.
	Re-appointment of Ms. Anjali Seth (DIN: 05234352) as an Independent Director of the Company.
	Authority to the Board of Directors for creation of charge, security etc. under Section 180(1)(a) of the Companies Act, 2013.

iii. Details of Postal Ballot:

No special resolution was passed through postal ballot during the financial year ended 31 March, 2022. There is no special resolution proposed to be transacted through postal ballot.

11. DISCLOSURES

a. Related Party Transactions

During the year, there were no materially significant transactions with related parties that may have potential conflict with the interest of the Company at large. Related Party Transactions have been disclosed in the notes to financial statements. The Company has formulated a Policy for determining Material Subsidiaries and Policy on dealing with Related Party Transactions. The said policies are hosted on the Company's website at https://www.jmcprojects.com/investor/corporate_governance

b. Whistle Blower Policy / Vigil Mechanism

The Company has a Whistle Blower Policy for establishing a vigil mechanism to report genuine concerns regarding unethical behavior and mismanagement, if any. No employee of the Company was denied access to the Audit Committee. Details relating to vigil mechanism are also mentioned in the Board's Report. The Whistle Blower Policy is available on the website of the Company at https://www.jmcprojects.com/investor/corporate_governance

c. Compliance with mandatory and non-mandatory requirements

The Company has complied with all the applicable mandatory requirements under various Regulations of the Listing Regulations. The Company has obtained a Certificate from M/s. Parikh & Associates, Practicing Company Secretaries to this effect and the same is annexed to this Report.

The Company has complied with non-mandatory requirements of Listing Regulations as follows:

(i) The Board: The Chairman of the Company is a Non-Executive Chairman; (ii) Modified Opinion(s) in Audit Report: The Auditor's opinion on the Financial Statements is unmodified; (iii) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: The Company has separate posts of Chairperson and CEO & Managing Director (iv) Reporting of Internal Auditor: The Internal Auditor of the Company reports directly to the Audit Committee.

Corporate Governance Report (Contd.)

d. Commodity price risk or foreign exchange risk and hedging activities

The Company has entered into forward contracts to hedge its risk associated with foreign currency fluctuations. The Company has natural hedge because of both imports and exports. To the extent of surplus of exports, the Company remains unhedged.

Disclosure pertaining to SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 are as under:

1. Risk Management Policy of the Company with respect to commodities including through hedging: The Company has in place framework to manage commodity risk. The Company's business mainly requires raw materials such as Reinforcement Steel, Readymade Concrete, Structural Steel, Pipe and Pipe Fittings, Cement etc. The prices of these raw materials are varied due to supply demand mismatch, competition, production levels etc. The Company currently manages such risk through the fixation of base price of major raw materials in contract with customers. The contract also provides for general escalation clause based on the wholesale price index of materials, whereby the risk of fluctuation in the input cost is passed on to the Client.

2. Exposure of the Company to commodity and commodity risks faced by the Company throughout the year:

   a. Total exposure of the Company to material commodities in INR: ₹ 2,105.77 crores

   b. Exposure of the Company to various material commodities:

Commodity Name	Exposure in INR towards the particular commodity (₹ in Crores)	Exposure in Quantity terms towards the particular commodity	Risk Exposure towards the particular commodity	% of such exposure hedged through commodity derivatives				
				Domestic market		International market		Total
				OTC	Exchange	OTC	Exchange	
Reinforcement Steel	761.91	1,42,955 (MT)	Covered in Contract terms	-	-	-	-	-
Readymade Concrete	343.58	10,96,765 (M3)		-	-	-	-	-
Structural Steel	272.27	40,650 (MT)		-	-	-	-	-
Pipe and Pipe Fittings	490.96	99,04,566 (M)		-	-	-	-	-
Cement	237.05	5,05,962 (MT)		-	-	-	-	-

   c. Commodity risks faced by the Company during the year and how they have been managed:

      The Company has not faced any commodity risks during the year under review due to the reason(s) mentioned at serial number 1 above.

e. Proceeds from public issues, right issues, preferential issues etc.

The Company has not raised any funds through issue of equity shares during the financial year 2021-22 and there is no pending utilization of any of its earlier issue proceeds as on 31 March, 2022.

During the year under review, the Company has issued and allotted 990 Nos. of 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 10,00,000/- (Rupees Ten lakhs Only) each, for an aggregate nominal value of ₹ 99,00,00,000/- (Rupees Ninety Nine crores Only) on private placement basis. The said NCDs are listed on Wholesale Debt Market Segment of BSE Limited. Further, the Company has fully utilized the proceeds of issue of said NCDs for the purposes as mentioned in the offer document.

Corporate Governance Report (Contd.)

f. **CEO & CFO Certification**

The CEO & Managing Director and Chief Financial Officer of the Company have certified to the Board of Directors, inter-alia, the accuracy of the financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the financial year ended 31 March, 2022.

g. No penalties or strictures have been imposed by SEBI, Stock Exchanges or any statutory authorities on matters relating to capital markets during the last three years.

h. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under regulation 32(7A) of the Listing Regulations: This Regulation is not applicable to the Company as the Company has not raised any funds through preferential allotment or qualified institutions placement.

i. **Certificate under Regulation 34(3) of the Listing Regulations**

The Company has obtained a Certificate pursuant to Regulation 34(3) read with Schedule V of the Listing Regulations from M/s. Parikh & Associates, Practicing Company Secretaries certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority. The said certificate has been annexed with this Report.

j. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof: Not Applicable

k. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part: Details relating to fees paid to the statutory auditors are given in Note 21(b)(i) to the Standalone Financial Statements.

l. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

a. number of complaints filed during the financial year 2021-22: Nil

b. number of complaints disposed of during the financial year 2021-22: N.A.

c. number of complaints pending as on end of the financial year 2021-22: N.A.

m. **Details of Credit Ratings obtained by the Company**

Instrument/ Facilities	**Ratings**	
	CARE Ratings Limited	**India Ratings & Research**
Long term Facilities (for Term Loans & NCDs)	CARE AA-/ Stable	IND AA-/ Stable
Short term Facilities (for short term facilities)	CARE A1+	IND A1+

During the year under review, CARE Ratings has upgraded the rating/outlook as CARE AA-/Stable (Double A minus/Outlook: Stable) to Long Term Bank Facilities & Non-Convertible Debentures of the Company. Further, it has also upgraded the rating as CARE A1+ (A One Plus) to Short Term Bank Facilities of the Company. India Ratings & Research has affirmed the rating as IND AA- (Double A Minus)/ Outlook: Stable to Long Term Bank Facilities & Non-Convertible Debentures and IND A1+ (A One Plus) to Short Term Bank Facilities of the Company.

12. MEANS OF COMMUNICATION

a) **Newspapers:** The extract of Quarterly, Half-yearly and Annual Financial Results of the Company are published in Economic Times - English and Jaihind Gujarati edition.

b) **Website of the Company:** The Company's website www.jmcprojects.com contains a separate dedicated section "Investors" where all relevant information for the shareholders is available. Quarterly, Half-yearly and Annual Financial Results, disclosures and filings with the stock exchanges, official press releases, presentations to analysts and institutional investors and other general information about the Company is also available on the Company's website. The Annual Report of the Company is uploaded on the website of the Company.

c) **Disclosures:** The Company disseminates on the website of Stock Exchanges, all price sensitive matters or such other matters, which in its opinion are material and have relevance to the shareholders in a timely manner.

d) Presentations to institutional investors or analysts: The presentations made to the institutional investors or analysts have been uploaded on the website of the Company and also submitted to the Stock Exchanges for dissemination.

13. GENERAL INFORMATION FOR SHAREHOLDERS

a) Annual General Meeting and Book Closure:

Date and time of AGM: 03 August, 2022 at 11.00 a.m. IST

Venue of AGM: There is no requirement to have a venue for the AGM as the Company is conducting meeting through VC / OAVM pursuant to applicable MCA & SEBI Circulars. For details, please refer to the notice of 36th AGM.

Record Date: 27 July, 2022

b) Financial Year: 01 April to 31 March

c) Financial Results:

First Quarter Results	: by 14 August
Half-Year Results	: by 14 November
Third Quarter Results	: by 14 February
Annual Results	: by 30 May

d) Dividend Payment Date: Dividend of Re. 1/- per equity share, if approved by the members will be paid on or before 01 September, 2022.

e) Listing on Stock Exchanges:

(i) The Company's equity shares are listed on the following Stock Exchanges.

BSE Limited (BSE), P. J. Towers, Dalal Street, Fort, Mumbai - 400001

National Stock Exchange of India Limited (NSE), Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051

Stock Code/Symbol:	BSE – 522263,
	NSE – JMCPROJECT

ISIN Number : INE890A01024

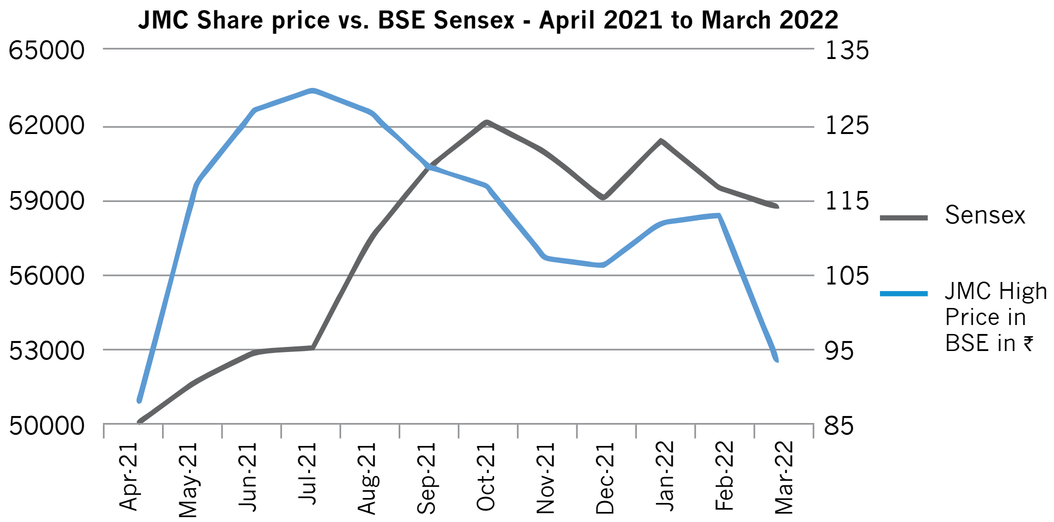
(ii) The Non – Convertible Debentures are listed on the Wholesale Debt Market segment of BSE Limited.

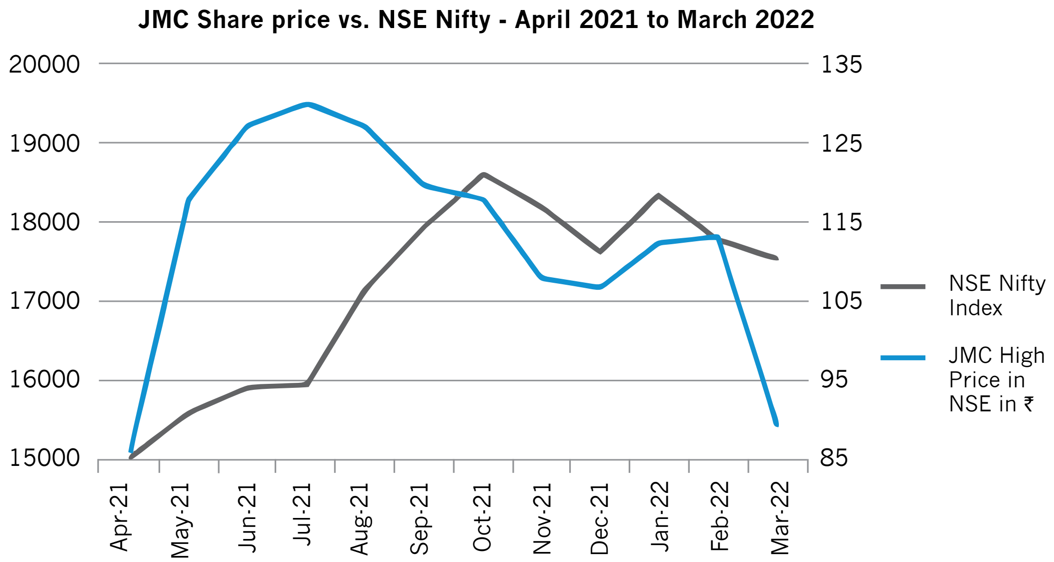
f) Payment of Listing Fees: The Company has paid annual listing fees for the financial year 2022-23 to the BSE and NSE within stipulated time.

Corporate Governance Report (Contd.)

g) **Market Price Data:** The monthly high and low price of equity shares traded on the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) are as under.

Month	BSE				NSE			
	Share Price (in ₹)		Sensex		Share Price (in ₹)		Nifty	
	High	Low	High	Low	High	Low	High	Low
Apr-21	88.95	74.40	50375.77	47204.50	86.30	74.30	15044.35	14151.40
May-21	117.70	79.50	52013.22	48028.07	117.90	80.20	15606.35	14416.25
Jun-21	127.25	103.30	53126.73	51450.58	127.30	103.20	15915.65	15450.90
Jul-21	130.00	109.00	53290.81	51802.73	130.00	95.40	15962.25	15513.45
Aug-21	127.00	89.15	57625.26	52804.08	127.15	87.55	17153.50	15834.65
Sep-21	119.85	96.35	60412.32	57263.90	119.60	97.00	17947.65	17055.05
Oct-21	117.35	106.30	62245.43	58551.14	118.00	106.40	18604.45	17452.90
Nov-21	107.80	90.90	61036.56	56382.93	108.00	90.55	18210.15	16782.40
Dec-21	106.80	87.55	59203.37	55132.68	106.90	87.50	17639.50	16410.20
Jan-22	112.50	91.50	61475.15	56409.63	112.45	91.20	18350.95	16836.80
Feb-22	113.40	83.30	59618.51	54383.20	113.30	82.40	17794.60	16203.25
Mar-22	94.40	79.35	58890.92	52260.82	89.55	78.85	17559.80	15671.45





Corporate Governance Report (Contd.)

h) **Share Transfer System:** The Company has constituted Share Transfer Committee to look after the transfer / transmission of shares, issue of duplicate shares and allied matters.

The Securities of the Listed Companies can be transferred only in dematerialized form w.e.f. 01 April, 2019. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, mandated all Listed Companies to issue securities in dematerialized form only, while processing the service request of issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. In view of the same, Members are advised to dematerialize the shares held by them in physical form.

In terms of Regulation 40(9) and 61(4) of the Listing Regulations, certificates, on annual basis, have been issued by a Company Secretary in Practice with respect to due compliance of share and security transfer formalities by the Company.

A Company Secretary in Practice carried out an Audit on quarterly basis to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited and the total issued & listed capital. The Audit confirms that the total issued / listed capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form. The Reconciliation of Share Capital Audit Report issued by the Company Secretary in Practice in this regard is submitted to the Stock Exchanges on a quarterly basis.

i) **Distribution of Equity Shareholding as on 31 March, 2022**

No. of Shares of ₹ 2/- each	Shareholders		Equity Shares	
	Number	% of total Shareholders	Number	% of total Shares
Up to 500	19,075	82.74	21,84,422	1.30
501 – 1000	1,725	7.48	13,83,505	0.82
1001 – 2000	946	4.10	14,32,966	0.85
2001 – 3000	440	1.91	11,26,592	0.67
3001 – 4000	193	0.84	6,98,865	0.42
4001 – 5000	152	0.66	7,21,976	0.43
5001 – 10000	273	1.18	20,08,356	1.20
10001 and above	250	1.09	15,83,48,488	94.31
Total	**23,054**	**100.00**	**16,79,05,170**	**100.00**

j) **Shareholding Pattern as on 31 March, 2022**

Sr. No.	Category	No. of Shares held	% of Shares held
A	**Promoter and Promoter Group Shareholding**		
	Indian	11,37,57,395	67.75
B	**Public Shareholding**		
	1. Institutions		
	Mutual Funds	3,25,05,894	19.36
	Foreign Portfolio Investors	16,80,416	1.00
	Alternate Investment Funds	21,541	0.01
	2. Non-Institutions		
	Individuals, HUFs & Unclaimed Shares	1,58,26,675	9.43
	Bodies Corporate	5,98,558	0.36
	NRIs	32,76,557	1.95
	Clearing Members	68,918	0.04
	NBFCs registered with RBI	5,000	0.00
	Investor Education and Protection Fund	1,38,965	0.08
	Body Corp-Limited Liability Partnership	25,251	0.02
	Total	**16,79,05,170**	**100.00**

Corporate Governance Report (Contd.)

k) Dematerialization of Shares and Liquidity:

Total 99.87% shares were held in dematerialized form as on 31 March, 2022. The shares of the Company are frequently traded on both the Stock Exchanges.

l) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

The Company has no outstanding GDRs/ADRs/ warrants or any other Convertible Instruments as on 31 March, 2022.

m) Equity Shares in suspense account:

(a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: 55 shareholders holding total 42,140 equity shares

(b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year: Nil

(c) number of shareholders to whom shares were transferred from suspense account during the year: Nil

(d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: 55 shareholders holding total 42,140 equity shares

(e) It is hereby confirmed that the voting rights on these shares shall remain frozen till the rightful owner of such share(s) claims the share(s).

n) Plant Locations: The Company does not have any manufacturing plant as the Company is in the construction, engineering and other related business. The Company has various works and project sites across the country and abroad.

o) Debenture Trustee:

Catalyst Trusteeship Limited

Registered Office: GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038, Tel: 020 25280081, Fax: 020 25280275, E-mail: dt@ctltrustee.com, Website: www.catalysttrustee.com

p) Address for Communication:

Registered Office: A-104, Shapath 4, Opp. Karnavati Club, S. G. Road, Ahmedabad - 380015, Gujarat, India.

CIN: L45200GJ1986PLC008717, Tel: 079 68161500, Fax: 079 68161560, E-mail: cs@jmcprojects.com

Corporate Office: 6th Floor, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400055. Tel: 022 68851500, Fax: 022 68851555, E-mail: cs@jmcprojects.com

Registrar & Share Transfer Agent: Link Intime India Private Limited. Unit: JMC Projects (India) Limited, Office No. 506 to 508, 5th Floor, Amarnath Business Centre-1 (ABC-1), Near St. Xavier's College Corner, Off. C. G. Road, Navrangpura, Ahmedabad - 380009, Tel & Fax: 079 26465179, E-mail: ahmedabad@linkintime.co.in

DECLARATION IN RESPECT OF CODE OF CONDUCT

In accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm and declare that, all the Directors and the Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for Directors & Senior Managerial Personnel of the Company laid down for them for the financial year ended March 31, 2022.

Date: May 12, 2022
Place: Mumbai

Shailendra Kumar Tripathi
CEO & Managing Director

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
JMC PROJECTS (INDIA) LIMITED
A-104, Shapath 4, Opp. Karnavati Club,
S. G. Road, Ahmedabad - 380015

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **JMC Projects (India) Limited** having CIN **L45200GJ1986PLC008717** and having registered office at A-104, Shapath 4, Opp. Karnavati Club, S. G. Road, Ahmedabad - 380015 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment in Company
1.	Hemant Ishwarlal Modi	00171161	05/06/1986
2.	Kamal Kishore Jain	00269810	05/02/2005
3.	Devendra Raj Mehta	01067895	11/12/2008
4.	Manish Dashrathmal Mohnot	01229696	29/05/2009
5.	Shailendra Kumar Tripathi	03156123	22/10/2011
6.	Shailendra Raj Mehta	02132246	08/02/2012
7.	Anjali Karamnarayan Seth	05234352	17/05/2017
8.	Amit Uplenchwar	06862760	11/08/2020

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Parikh & Associates
Practising Company Secretaries

Sarvari Shah
FCS: 9697 CP: 11717
UDIN: F009697D000310241
PR No.: 1129/2021
Mumbai, May 12, 2022

Corporate Governance Report (Contd.)

PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

TO THE MEMBERS OF
JMC PROJECTS (INDIA) LIMITED

We have examined the compliance of the conditions of Corporate Governance by JMC Projects (India) Limited ('the Company') for the year ended on March 31, 2022, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2022.

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

For Parikh & Associates
Practising Company Secretaries

Sarvari Shah
Partner
FCS: 9697 CP: 11717
UDIN: F009697D000310173
PR No.: 1129/2021
Mumbai
Date: May 12, 2022

CEO-CFO CERTIFICATE

To,
The Board of Directors
JMC PROJECTS (INDIA) LIMITED

Subject: Certificate on financial statements for the financial year ended March 31, 2022 pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

We, Shailendra Kumar Tripathi, CEO & Managing Director and Azad Shaw, Chief Financial Officer, have reviewed the financial statements and the cash flow statement of the Company for the financial year ended March 31, 2022 and that to the best of our knowledge and belief, we hereby certify that:

(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;

(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

(c) we accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken to rectify these deficiencies.

(d) we have indicated to the Auditors and Audit Committee that:

(i) There are no significant changes in internal control over financial reporting during the year;

(ii) There are no significant changes in accounting policies during the year; and

(iii) There are no instances of significant fraud of which we are aware and which involve management or any employees, having significant role in the Company's internal control system over financial reporting.

Yours faithfully,

For **JMC Projects (India) Limited**

Shailendra Kumar Tripathi
CEO & Managing Director

Azad Shaw
Chief Financial Officer

Date: May 12, 2022
Place: Mumbai

Independent Auditor's Report

To the Members of

JMC Project (India) Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Opinion

We have audited the standalone financial statements of JMC Project (India) Limited (the "Company"), which comprise the standalone balance sheet as at 31 March, 2022, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information in which are included the Returns for the year ended on that date audited by the branch auditors of the Company's branches at Ethiopia, Sri Lanka, Mongolia, Maldives and Ghana and other auditors of the Company's eight unincorporated joint ventures in India (hereinafter referred to as 'Standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the branch auditors on financial statements of such branches as were audited by the branch auditors and reports of other auditors on the financial statements of such unincorporated joint ventures, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March, 2022, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us along with the consideration of reports of the branch auditors and other auditors referred to in "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

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

Independent Auditor's Report (Contd.)

Key Audit Matters (Contd.)

DESCRIPTION OF KEY AUDIT MATTER

Sr. No.	The key audit matter	How the matter was addressed in our audit
1	**Recognition of contract revenue and margin:** See note 16 to the standalone financial statements The Company enters into Engineering Procurement and Construction (EPC) contracts, which are complex in nature and span over a number of reporting periods. The accounting standard requires an entity to select a single measurement method for the relevant performance obligation which depicts the entity's performance in transferring goods or services. In case of onerous contract, present obligations are recognised and measured as provisions. The Company is recognising contract revenue and margin for these contracts based on input method, in accordance with the requirement of the standard. It relies on Company's estimates of the final outcome of each contract, and involves judgment, particularly in forecasting the cost to complete a contract, valuing contract variations, claims and liquidated damages. We identified contract accounting as a key audit matter because the estimation of total revenue and total cost to complete the contract is inherently subjective, complex and require significant judgment. The same may get subsequently changed due to change in prevailing circumstances, assumptions, contract variations, etc., and could result in significant variance in the revenue and profit or loss from contract for the reporting period.	Our procedures included the following: • Assessed compliance of the Company's policies in respect of revenue recognition with the applicable accounting standards. • We selected a sample of contracts to test, using a risk-based criteria's which included individual contracts with: - significant revenue recognised during the year; - significant accrued value of work done balances held at the year-end; or - low profit margins/no profit margins. • Obtained an understanding of Company's process for analysing long term contracts, the risk associated with the contract and any key judgments. • Evaluated the design and implementation of key internal controls over the contract revenue and cost estimation process through the combination of procedures involving inquiry, observations, re-performance and inspection of evidence. • Verified underlying documents such as original contract, and its amendments, key contract terms and milestones, etc. for verifying the estimation of contract revenue and costs and/or any change in such estimation. • Evaluating the outcome of previous estimates and agreeing the actual cost after the year end to the forecasted costs for the period. • Considered the adequacy of disclosures made in note 38 to the Company's standalone financial statements in respect of these judgments and estimates.

Independent Auditor's Report (Contd.)

Key Audit Matters (Contd.)

DESCRIPTION OF KEY AUDIT MATTER (Contd.)

Sr. No.	The key audit matter	How the matter was addressed in our audit
2	**Recoverability of carrying value of investment:** See Note 6(a) and 6(c) to the standalone financial statements The assessment of recoverable amount of the Company's investment in and loans receivable from subsidiaries and joint venture involves significant judgment. The investments are carried at cost less any diminution in value of such investments and tested for impairment at each reporting date. These includes assumptions such as projected cash flows, discount rates, future business plan, claims, recoverability of certain receivables as well as economic assumption such as growth rate. We focused on this area as a key audit matter due to judgment involved in forecasting future cash flows and the selection of assumptions.	Our procedures included the following: • Evaluated the design and implementation and testing operating effectiveness of controls over the management's process of impairment assessment. • Evaluated the net worth and past performance of the Company to whom loans given or investments made. • Compared the carrying amount of the investment with the expected value of the business based on the discounted cash flow analysis. • Challenged the significant assumptions and judgements of independent valuation obtained by the Company used in impairment analysis, such as forecast revenue, margins, terminal growth and discount rates with the assistance of our valuations specialist. • Compared the previous forecast to actual results to assess the Company's ability to forecast accurately. • Performed sensitivity analysis on Key assumptions including discount rates and estimated future growth. • Evaluated accuracy of disclosure in the financial statements.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy

Independent Auditor's Report (Contd.)

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements (Contd.)

and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of branches and unincorporated joint ventures of the Company to express an opinion on the standalone financial statements. For the branches and unincorporated joint ventures included in the standalone financial statements, which have been audited by branch auditors and other auditors, such branch auditors and other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled "Other Matters" in this audit report.

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

We also provide those charged with governance with a statement that we have complied with relevant

Independent Auditor's Report (Contd.)

Auditor's Responsibilities for the Audit of the Standalone Financial Statements (Contd.)

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

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

Other Matter

We did not audit the financial statements five branches and eight unincorporated joint ventures included in the standalone financial statements of the Company whose financial statements reflects total assets (before consolidation adjustments) of INR 150,973 lakhs as at 31 March, 2022, total revenue (before consolidation adjustments) of INR 140,541 lakhs and net cash inflows (before consolidation adjustments) amounting to INR 1,211 lakhs for the year ended on that date, as considered in the standalone financial statements. The financial statements of these branches and unincorporated joint ventures have been audited by the branch auditors and other auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of branches and unincorporated joint ventures, is based solely on the report of such branch auditors and other auditors.

The said branches are located outside India whose financial statements have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such branches located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such branches located outside India is based on the report of branch auditors and the conversion adjustments prepared by the management of the Company and audited by us.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. (A) 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 reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

    d) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

    e) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

    f) On the basis of the written representations received from the directors as on 31 March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

    g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and its unincorporated joint ventures

Independent Auditor's Report (Contd.)

Report on Other Legal and Regulatory Requirements (Contd.)

incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

a) The Company has disclosed the impact of pending litigations as at 31 March, 2022 on its financial position in its standalone financial statements - Refer Note 25 to the standalone financial statements.

b) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note 29 and Note 35 to the standalone financial statements.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and

d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material mis-statement.

e) The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

(C) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vikas R Kasat
Partner
Membership No: 105317
UDIN: 22105317AIVDPO4158

Mumbai
12 May, 2022

Annexure A to the Independent Auditor's Report

on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022

With reference to Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March, 2022, we report the following:

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment and investment properties by which all property, plant and equipment and investment properties are verified every- year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) as disclosed Note 3 and Note 4 in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including investment properties and Right of Use assets) or intangible assets or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investments in companies, provided guarantee to companies, granted unsecured loans to companies and other parties, in respect of which the requisite information is as below. The Company has not made any investments or provided any guarantees to firms, limited liability partnership and other parties, not given loans to firms or limited liability partnership, not provided any security or advances in the nature of loans secured or unsecured, to Companies, firms, limited liability partnership or other parties during the year.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided loans or stood guarantee to any other entity as below:

Annexure A to the Independent Auditor's Report

on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

(INR in Lakhs)

Particulars	Guarantees	Loans
Aggregate amount during the year		
- Subsidiaries*	-	8,106
- Joint venture*	-	5,935
- Associates*	-	-
- Others	-	-
Balance outstanding as at balance sheet date		
- Subsidiaries*	4,966	29,326
- Joint venture*	-	29,888**
- Associates*	-	-
- Others	-	5659**

*As per Companies Act, 2013

**The amount reported here are gross figures before adjustment of provision for expected credit loss.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion investments made, guarantees provided and the terms and conditions of the grant of loans and guarantees provided are, prima facie, not prejudicial to the interest of the company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular except for the following cases where there is no stipulation of schedule of repayment of principal and payment of interest and accordingly we are unable to comment on the regularity of repayment of principal and payment of interest:

(INR in Lakhs)

Name of the entity	Amount	Remarks
Appropriate Real Estate Private Limited	4,884	There is no stipulation of schedule of repayment of principal or payment of interest
Bharat Road Network Limited	775*	There is no stipulation of schedule of repayment of principal or payment of interest
Wainganga Expressway Private Limited	11,919	Loan is repayable on demand. As informed to us, the company has not demanded repayment of these loans during the year. These loans are interest free.
Vindhyachal Expressway Private Limited	13,973	
Brij Bhoomi Expressway Private Limited	3,363	
Kurukshetra Expressway Private Limited	29,888*	
JMC Mining & Quarries Limited	71	

*the amount reported here are gross figures before adjustment of provision for expected credit loss. Also, refer Note 35 of standalone financial statements.

Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except for the following loans or advances in the nature of loans to its Promoters, related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act"):

Annexure A to the Independent Auditor's Report

on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

(INR in Lakhs)

Particulars	All Parties	Promoters	Related Parties
Aggregate of loans			
- Repayable on demand (A)	14,041	-	14,041
- Agreement does not specify any terms or period of Repayment (B)	-	-	-
Total (A+B)	14,041	-	14,041
Percentage of loans to the total loans	100%	-	100%

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not given any loans or provided guarantee or security to the parties covered under Section 185 of the Act. According to the information and explanations given to us, the provisions of Section 186 of the Act in respect of the loans given, guarantees given or securities provided are not applicable to the Company, since it is covered as a company engaged in business of providing infrastructural facilities. The company is in compliance with the provisions of Section 186 of the Act with respect to the investments made.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of services provided by the Company and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July, 2017, these statutory dues has been subsumed into Goods and Services Tax ('GST').

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Professional Tax, Duty of Customs, Cess and other statutory dues have generally been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases of Provident Fund and Professional Tax.

According to the information and explanations given to us, and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Professional Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March, 2022 for a period of more than six months from the date they became payable.

Annexure A to the Independent Auditor's Report
on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Income-Tax or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the Statute	Nature of the Dues	Amount (INR in Lakhs) *	Period to which amount relates	Forum where dispute is pending
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	1,067.86	2007-08 to 2009-10	Central Excise and Service Tax Appellate Tribunal, Ahmedabad
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	653.30	2014-15	Central Excise and Service Tax Appellate Tribunal, Ahmedabad
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	551.40	2015-16	Principal Commissioner, Service Tax, Ahmedabad
Finance Act, 1994/ Goods and Services Act, 2017	Tax, Penalty and Interest	98.18	2012-13 to 2015-16	Appellate Tribunal, Allahabad
Finance Act, 1994/ Goods and Services Act, 2017	Tax, Penalty and Interest	158.61	2011-12 to 2015-16	Appellate Tribunal, Allahabad
Finance Act, 1994/ Goods and Services Act, 2017	Tax, Penalty and Interest	85.01	2017-18	Asst. Commissioner (CGST& CX) Div VI Mumbai East
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	275.00	2015-16	Commissioner, Rourkela, Odisha
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	239.00	2015-16 to June 2017	Principal Commissioner, Service Tax, Ahmedabad [Preiodical SCN] F.No. STC/4-68/OA/ JMC/17-18/2743
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	2.50	2012-13 to 2016-17	The Additional Commissioner of CGST (Appeal), Ahmedabad
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	7.00	2020-21	CT & GST officer, Jatni Odisha
Finance Act, 1994 /Goods and Services Act, 2017	Tax, Penalty and Interest	63.00	2020-21	Deputy Commissioner, Noida, UP
The West Bengal VAT Act, 2003	Tax, Penalty and Interest	83.09	2009-10	West Bengal Commercial Taxes Appellate and Revisional Board
The West Bengal VAT Act, 2003	Tax, Penalty and Interest	182.86	2015-16	CIT (Appeals)
The West Bengal VAT Act, 2003	Tax, Penalty and Interest	85.64	2016-17	CIT (Appeals)
The West Bengal VAT Act, 2003	Tax, Penalty and Interest	30.34	2017-18	CIT (Appeals)
Madhya Pradesh VAT Act, 2002	Tax, Penalty and Interest	0.82	2014-15	Additional Commissioner Appeals
Madhya Pradesh VAT Act, 2002	Tax, Penalty and Interest	11.47	2015-16	Additional Commissioner Appeals
Gujarat VAT Act, 2003	Tax, Penalty and Interest	261.72	2006-07	Gujarat VAT Tribunal
Maharashtra VAT Act, 2002	Tax, Penalty and Interest	16.36	2012-13	Maharashtra VAT Tribunal

Annexure A to the Independent Auditor's Report
on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

Name of the Statute	Nature of the Dues	Amount (INR in Lakhs) *	Period to which amount relates	Forum where dispute is pending
Maharashtra VAT Act, 2002	Tax, Penalty and Interest	1.96	2013-14	Additional Commissioner Appeals
Maharashtra VAT Act, 2002	Tax, Penalty and Interest	260.24	2014-15	Learned Joint Commissioner
Maharashtra VAT Act, 2002	Tax, Penalty and Interest	293.44	2015-16	Joint Commissioner Appeals
Maharashtra VAT Matter (2016-17)	Tax, Penalty and Interest	242.10	2016-17	Joint Commissioner Appeals
Bihar VAT matter	Tax, Penalty and Interest	2.63	2014-15	Joint Commissioner Appeals
Bihar VAT matter	Tax, Penalty and Interest	6.14	2015-16	Joint Commissioner Appeals
Income Tax Act, 1961	Tax, Penalty and Interest	15.43	2006-07	Income Tax Appellate Tribunal
Income Tax Act, 1961	Tax, Penalty and Interest	771.87	2006-07 to 2011-12	Income Tax Appellate Tribunal
Income Tax Act, 1961	Tax, Penalty and Interest	3,667.48	2018-19	Income Tax Appellate Tribunal
Income Tax Act, 1961	Tax, Penalty and Interest	125.19	2009-10	Income Tax Appellate Tribunal
Income Tax Act, 1961	Tax, Penalty and Interest	19.70	2010-11	Income Tax Appellate Tribunal
Income Tax Act, 1961	Tax, Penalty and Interest	10.03	2004-05	Supreme Court
Income Tax Act, 1961	Tax, Penalty and Interest	835.76	2016-17	CIT (Appeals)

* Net of amounts paid in protest

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained, other than INR 554 lakhs which remain unutilised as at 31 March, 2022.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.

(e) According to the information and explanations given to us and on an overall examination of

Annexure A to the Independent Auditor's Report

on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries and joint ventures (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality as outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit. Also, refer Note 41 to the standalone financial statements in respect of an ongoing investigation.

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

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

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

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial

Annexure A to the Independent Auditor's Report

on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.

(b) In respect of ongoing projects, the Company has transferred the unspent amount to a Special Account within a period of 30 days from the end of the financial year in compliance with Section 135(6) of the said Act.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vikas R Kasat
Partner
Membership No: 105317
UDIN: 22105317AIVDPO4158

Mumbai
12 May, 2022

Annexure B to the Independent Auditor's Report

on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE AFORESAID STANDALONE FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013

(Referred to in paragraph 2A(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

OPINION

We have audited the internal financial controls with reference to standalone financial statements of JMC Projects (India) Limited ("the Company") as of 31 March, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March, 2022, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the auditors of the relevant branches and unincorporated joint ventures in terms of their reports referred to in the Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include 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

Annexure B to the Independent Auditor's Report
on the standalone financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS (Contd.)

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 standalone financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

OTHER MATTERS

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial control with reference to standalone financial statements in so far as it relates to five overseas branches and eight unincorporated joint ventures which are incorporated in India is based on the corresponding reports of the auditors of such overseas branches and unincorporated joint ventures. Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vikas R Kasat
Partner
Membership No: 105317
UDIN: 22105317AIVDPO4158

Mumbai
12 May, 2022

JMC Projects (India) Ltd.

Standalone Balance Sheet
as at 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars	Note	31 March, 2022	31 March, 2021
Assets			
Non-current assets			
Property, plant and equipment	3	59,972.91	54,857.08
Capital work-in-progress	3	1,579.33	1,463.91
Right-of-use asset	39	6,945.00	5,185.95
Investment property	4	82.13	82.13
Intangible assets	5 (a)	488.02	457.55
Intangible assets under development	5 (b)	64.40	46.17
Financial assets			
Investments	6 (a)	30,268.84	41,638.49
Trade receivables	6 (b)	9,763.05	7,327.98
Other financial assets	6 (e)	8,064.00	5,369.68
Deferred tax assets (net)	7	15,240.99	5,616.62
Other non-current assets	8	6,655.29	627.18
Total non-current assets	**(A)**	**1,39,123.96**	**1,22,672.74**
Current assets			
Inventories	9	30,838.45	23,244.68
Financial assets			
Trade receivables	6 (b)	1,00,466.48	93,862.45
Cash and cash equivalents	6 (d)	12,186.65	16,928.72
Bank balances other than above	6 (d)	11,968.94	4,493.50
Loans	6 (c)	34,209.91	43,736.28
Other financial assets	6 (e)	12,806.60	8,444.77
Current tax assets (net)	10	5,163.14	1,928.92
Other current assets	11	1,74,310.01	1,41,547.39
Total current assets	**(B)**	**3,81,950.18**	**3,34,186.71**
Total assets	**(A+B)**	**5,21,074.14**	**4,56,859.45**

Standalone Balance Sheet (Contd.)
as at 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars	Note	31 March, 2022	31 March, 2021
Equity and liabilities			
Equity			
Equity share capital	12(a)	3,358.10	3,358.10
Other equity			
Reserves and surplus	12(b)	84,556.40	98,397.20
Other reserves	12(c)	85.49	85.49
Equity attributable to the shareholders of the Company	**(C)**	**87,999.99**	**1,01,840.79**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	13(a)	31,566.61	35,043.33
Lease liabilities	13(d)	4,166.12	2,981.63
Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	13(e)	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	13(e)	15,240.06	14,854.96
Provisions	14	4,346.50	4,139.19
Other non-current liabilities	15	61,685.71	47,280.00
Total non-current liabilities	**(D)**	**1,17,005.00**	**1,04,299.11**
Current liabilities			
Financial liabilities			
Borrowings	13(b)	66,245.55	43,431.04
Lease liabilities	13(d)	2,984.26	2,399.94
Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	13(e)	12,392.29	6,882.08
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	13(e)	1,38,518.23	1,24,326.62
Other financial liabilities	13(c)	30,652.84	26,828.62
Other current liabilities	15	62,879.21	44,417.85
Provisions	14	2,396.77	2,433.40
Total current liabilities	**(E)**	**3,16,069.15**	**2,50,719.55**
Total liabilities	**(F = D+E)**	**4,33,074.15**	**3,55,018.66**
Total equity and liabilities	**(C+F)**	**5,21,074.14**	**4,56,859.45**
Significant accounting policies	2		
Notes to the standalone financial statements	3 to 44		

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Standalone Statement of Profit and Loss
for the year ended 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars	Note	31 March, 2022	31 March, 2021
Revenue from operations	16	5,35,293.29	3,68,878.39
Other income	17	3,298.58	2,675.06
Total income		**5,38,591.87**	**3,71,553.45**
Expenses			
Cost of materials consumed	18	2,73,116.72	1,63,711.93
Employee benefits expense	19	40,256.81	32,050.83
Construction expense	21(a)	1,56,611.72	1,23,426.63
Finance costs	22	12,038.10	11,380.77
Depreciation and amortisation expense	20	16,720.21	14,237.94
Expected credit loss provision for loans and advances given to joint venture / others	35 (A) (i)	22,715.55	-
Other expenses	21(b)	23,236.05	16,534.68
Total expenses		**5,44,695.16**	**3,61,342.78**
Profit / (Loss) from ordinary activities before tax and exceptional items from continuing operations		(6,103.29)	10,210.67
Exceptional items	35 (A) (i)	(15,346.65)	-
Profit / (Loss) from ordinary activities before tax		**(21,449.94)**	**10,210.67**
Tax expense	24		
- Current tax		4,161.99	3,999.83
- Deferred tax (credit)		(9,909.47)	(900.13)
Total tax expense		**(5,747.48)**	**3,099.70**
Profit / (Loss) for the year		**(15,702.46)**	**7,110.97**
Other comprehensive income			
A. Items that will not be reclassified to profit or loss			
(i) Remeasurements of post-employment benefit obligations		15.63	111.21
(ii) Income tax relating to items that will not be reclassified to profit or loss		(3.93)	(29.49)
B. Items that will be reclassified subsequently to profit or loss			
(i) Exchange differences in translating foreign operations		2,925.81	(1,589.57)
(ii) Income tax relating to above (i)		(736.43)	421.52
(iii) Gain on hedging instruments		1,117.09	-
(iv) Income tax relating to hedging instruments		(281.17)	-
Other comprehensive income for the year, net of tax		**3,037.00**	**(1,086.33)**
Total comprehensive income for the year		**(12,665.46)**	**6,024.64**
Earnings per equity share (Face Value per share ₹ 2 each)			
Basic earnings per share	30	(9.35)	4.24
Diluted earnings per share		(9.35)	4.24
Significant accounting policies	2		
Notes to the standalone financial statements	3 to 44		

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Standalone Statement of Cash Flows

for the year ended 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars		31 March, 2022	31 March, 2021
Cash flow from operating activities			
Profit/(Loss) before tax from continuing operations		(21,449.94)	10,210.67
Adjustments for:			
Depreciation and amortisation expense		16,720.21	14,237.94
Loss on sale of property, plant and equipment		542.63	220.13
(Gain) on disposal of property, plant and equipment		(415.00)	(211.80)
Liabilities written back		(546.12)	(395.22)
Rent income		(778.88)	(578.89)
Provision for expected credit loss and others		3,963.83	1,235.87
Finance income (including fair value change in financial instruments)		(1,555.40)	(1,464.10)
Finance costs (excluding fair value change in financial instruments)		12,322.01	11,941.68
Net exchange differences		(9.91)	(6.86)
Expected credit loss provision for loans and advances given to joint venture / others		22,715.55	-
Exceptional items		15,346.65	-
Operating profit before working capital adjustments		**46,855.63**	**35,189.42**
Adjustments for:			
Increase in trade payables		17,271.16	16,448.19
(Decrease) / Increase in long-term provisions		(113.91)	8.60
(Decrease) / Increase in short-term provisions		(138.51)	333.00
Increase / (Decrease) in other current liabilities		17,323.24	(2,425.29)
Increase in other long-term liabilities		17,333.81	16,883.68
(Increase) in trade receivables		(12,388.06)	(2,716.27)
(Increase) / Decrease in inventories		(7,593.77)	876.26
(Increase) in other current assets		(43,164.71)	(11,674.48)
(Increase) in other non-current assets		(2,318.50)	(919.67)
Cash generated from operating activities		**33,066.38**	**52,003.44**
Income taxes (paid), net of refund received		104.24	29.51
Net cash flows from operating activities	**(A)**	**33,170.62**	**52,032.95**
Cash flows from investing activities			
Acquisition of property, plant and equipment and intangibles		(18,995.72)	(11,565.61)
Loans to related parties (net)		(14,040.75)	(4,500.40)
Loans to parties other than related parties (net)		450.00	(859.57)
Rent received		778.88	578.89
Proceeds from sale of property, plant and equipment		1,413.24	569.35
Deposits with banks (more than 3 months of original maturity)		(11,288.56)	(4,587.63)
Interest received		1,451.16	1,434.58
Net cash flow (used in) investing activities	**(B)**	**(40,231.75)**	**(18,930.39)**

Standalone Statement of Cash Flows (Contd.)
for the year ended 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars		31 March, 2022	31 March, 2021
Cash flows from financing activities			
Proceeds from long term borrowings		21,131.34	3,243.35
Repayment of long term borrowings		(18,331.90)	(11,220.40)
Proceeds / (repayment) of short term borrowings		16,449.57	2,569.19
Changes in unpaid dividend accounts		(0.71)	(0.79)
Interest paid (excluding fair value change in financial instruments)		(12,322.01)	(11,941.68)
Dividends paid (including tax thereon)		(1,175.34)	(1,175.34)
Repayment of lease liability		(3,431.89)	(2,216.44)
Net cash flow from / (used in) financing activities	**(C)**	**2,319.06**	**(20,742.11)**
Net (decrease) / increase in cash and cash equivalents	**(A+B+C)**	**(4,742.07)**	**12,360.45**
Cash and cash equivalents at the beginning of the year		16,928.72	4,568.27
Cash and cash equivalents at end of the year		**12,186.65**	**16,928.72**

Notes:

1) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (IND AS) 7 - "Statement of Cash Flows"

2) Reconciliation of cash and cash equivalents with the balance sheet:

(Currency: Indian rupees in lakhs)

	31 March, 2022	31 March, 2021
Cash and cash equivalents (refer note 6 (d))	12,186.65	16,928.72
Bank overdrafts	-	-
Balance as per standalone statement of cash flows	**12,186.65**	**16,928.72**

Movement in borrowings (excluding interest accrued and not due)

(Currency: Indian rupees in lakhs)

	31 March, 2021	Cash Flows	Non-cash changes (Exchange rate difference)	31 March, 2022
Long term borrowings	52,889.96	2,728.15	-	55,618.11
Short term borrowings	25,584.41	16,619.55	(9.91)	42,194.05
Total borrowings	**78,474.37**	**19,347.70**	**(9.91)**	**97,812.16**

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Standalone Statement of Changes in Equity (SOCE)

for the year ended 31 March, 2022

A. EQUITY SHARE CAPITAL*

(Currency: Indian rupees in lakhs)

Particulars	Amount
As at 31 March, 2020	**3,358.10**
Change in equity share capital due to prior period errors	-
Restated Balances at the beginning of 2020-21	3,358.10
Change in equity share capital during 2020-21	-
As at 31 March, 2021	**3,358.10**
Change in equity share capital due to prior period errors	-
Restated Balances at the beginning of 2021-22	3,358.10
Change in equity share capital during 2021-22	-
As at 31 March, 2022	**3,358.10**

B. OTHER EQUITY*

(Currency: Indian rupees in lakhs)

Particulars	Reserves and Surplus				Other reserves	Other comprehensive income			Total
	Securities Premium	Debenture redemption reserve	Retained Earnings	General Reserves		Effective portion of Cash Flow Hedges	Actuarial loss on Defined Plan Liability	Exchange differences of foreign operations	
Balance at 1 April, 2020	**35,332.22**	**768.45**	**53,588.21**	**5,315.38**	**85.49**	**-**	**(271.23)**	**(1,185.13)**	**93,633.39**
Total comprehensive income for the year ended 31 March, 2021						-			
Profit for the year	-	-	7,110.97	-	-	-	-	-	7,110.97
Other comprehensive income (net of tax)	-	-	-	-	-	-	81.72	(1,168.05)	(1,086.33)
Total comprehensive income	**-**	**-**	**7,110.97**	**-**	**-**	**-**	**81.72**	**(1,168.05)**	**6,024.64**
Transactions with the shareholders in their capacity as owners:									
Dividends paid (including tax thereon)	-	-	(1,175.34)	-	-	-	-	-	(1,175.34)
Appropriations during the year	-	-	(225.00)	225.00	-	-	-	-	-
Balance at 31 March, 2021	**35,332.22**	**768.45**	**59,298.84**	**5,540.38**	**85.49**	**-**	**(189.51)**	**(2,353.18)**	**98,482.69**
Balance at 1 April, 2021	**35,332.22**	**768.45**	**59,298.84**	**5,540.38**	**85.49**	**-**	**(189.51)**	**(2,353.18)**	**98,482.69**
Total comprehensive income for the year ended 31 March, 2022									
Profit for the year	-	-	(15,702.46)	-	-	-	-	-	(15,702.46)
Other comprehensive income (net of tax)	-	-	-	-	-	835.92	11.70	2,189.38	3,037.00
Total comprehensive income	**-**	**-**	**(15,702.46)**	**-**	**-**	**835.92**	**11.70**	**2,189.38**	**(12,665.46)**
Transactions with the shareholders in their capacity as owners:									
Dividends paid (including tax thereon)	-	-	(1,175.34)	-	-	-	-	-	(1,175.34)
Transfer from Debenture Redemption reserve to General reserve	-	(153.69)	-	153.69	-	-	-	-	-
Balance at 31 March, 2022	**35,332.22**	**614.76**	**42,421.04**	**5,694.07**	**85.49**	**835.92**	**(177.81)**	**(163.80)**	**84,641.89**

*The above statement of changes in equity should be read in conjunction with the accompanying note 12 to the standalone financial statements.

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Notes to the Standalone Financial Statements
for the year ended 31 March, 2022

CORPORATE INFORMATION

JMC Projects (India) Limited ("the Company") was incorporated under the provision of the Companies Act, applicable in India on 5 June 1986. The Company is a public limited Company incorporated and domiciled in India and has its registered office at A-104, Shapath, S.G.Road , Ahmedabad, Gujarat. The equity shares of the Company are listed on Bombay Stock Exchange of India Limited (BSE) and National Stock Exchange of India Limited (NSE). The Company is primarily engaged in Engineering, Procurement and Construction (EPC) business.

1 BASIS OF PREPARATION AND MEASUREMENT

(a) Statement of compliance

These Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the Section 133 of the Companies Act, 2013 (“the 2013 Act”) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, and the relevant provisions and amendments, as applicable.

These standalone financial statements were authorised for issue by the Company’s Board of Directors on 12 May, 2022.

Details of the Company's accounting policies are included in Note 2.

(b) Functional and presentation currency

These standalone financial statements are presented in Indian rupees (₹), which is the Company’s functional currency. All financial information have been presented in Indian rupees (₹) all amounts have been rounded-off to the nearest Lakhs, unless otherwise stated.

(c) Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value; and
- net defined benefit (asset) / liability - fair value of plan assets less present value of defined benefit obligation

(d) Use of estimates and judgements

The preparation of the standalone financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

(i) Estimation of total contract revenue and costs for revenue recognition (Refer note 38)

(ii) Estimation of useful life of property, plant and equipment, Investment property and intangibles (Refer point 2 (l) , 2 (m) and 2 (n))

(iii) Estimation of provision for defect liability period, onerous contracts and liquidated damages, if any (Refer note 29)

(iv) Estimation of defined benefit obligation (Refer note 31)

(v) Estimation of recognition of deferred tax assets, availability of future taxable profit against which tax losses carried forward can be used (Refer note 7)

(vi) Impairment of financial assets (i.e. expected credit loss on trade receivables and retention money receivable) (Refer note 35)

(vii) Impairment of accrued value of work done (Refer note 35)

(viii) Impairment of financial liabilities (i.e. retention money payable and advances from clients) (Refer note 35)

(ix) Estimation on discounting of lease liability on application of Ind AS 116 (Refer Note 39)

(e) Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values, for financial instruments.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

1 BASIS OF PREPARATION AND MEASUREMENT (Contd.)

(e) Measurement of fair values (Contd.)

The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Financial Officer (CFO).

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Significant valuation issues are reported to the Company's audit committee.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. (Refer note 35)

2 SIGNIFICANT ACCOUNTING POLICIES

(a) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The board of directors of the Company has appointed a management review committee which assesses the financial performance and position of the Company and makes strategic decisions. The management review committee, which has been identified as being the chief operating decision maker, consists of the chief executive officer (CEO), the chief financial officer (CFO) and the manager for corporate planning. Engineering, Procurement and Construction (EPC) is the reportable segment for the standalone financial statements. It comprises of construction of buildings and factories, roads and bridges, water pipelines, metro, power, railways etc. Refer note 36 for segment information presented.

Current/ non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current.

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

Assets

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

(ii) it is expected to be realised within twelve months from the reporting date;

(iii) it is held primarily for the purposes of being traded; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria: (i) it is expected to be settled in the Company's normal operating cycle; (ii) it is due to be settled within twelve months from the reporting date; (iii) it is held primarily for the

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(a) Segment reporting (Contd.)

purposes of being traded; or (iv) the Company does not have an unconditional right to defer settlement of the liability for atleast twelve months from the reporting date.

All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current – non-current classification of assets and liabilities.

(b) Foreign currency

(i) Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the standalone statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in the statement of profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income.

(ii) Foreign operations

The results and financial position of foreign operations related to branches (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated into INR, the functional currency of the Company, at the exchange rates at the reporting date.
- The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction, and
- All resulting exchange differences are recognised in foreign currency translation reserve (FCTR) through the other comprehensive income.

Exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation (if any) are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(c) Revenue recognition

(i) Construction Revenue

The Company undertakes Engineering, Procurement and Construction business. The ongoing contracts with customers are for construction of highways, water pipeline projects, construction of residential & commercial buildings, and others. The Company has applied the following accounting policy for revenue recognition:

Revenue from contracts with customers

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognise revenue when (or as) the entity satisfies a performance obligation.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

Revenue from works contracts, where the outcome can be estimated reliably, is recognised under the percentage of completion method by reference to the stage of completion of the contract activity. The stage of completion is measured by calculating the proportion that costs incurred to date bear to the estimated total costs of a contract. Determination of revenues under the percentage of completion method necessarily involves making estimates by the management.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract cost incurred that are likely to be recoverable.

Any costs incurred that do not contribute to satisfying performance obligations are excluded from the Company’s input methods of revenue recognition as the amounts are not reflective of our transferring control of the system to the customer. Significant judgment is required to evaluate assumptions related to the amount of net contract revenues, including the impact of any performance incentives, liquidated damages, and other forms of variable consideration.

If estimated incremental costs on any contract, are greater than the net contract revenues, the Company recognises the entire estimated loss in the period the loss becomes known.

When the Company satisfies a performance obligation by delivering the promised goods or services it creates a contract asset based on the amount of consideration to be earned by the performance. Where the amount of

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(c) Revenue recognition (Contd.)

(i) Construction Revenue (Contd.)

consideration received from a customer exceeds the amount of revenue recognised this gives rise to a contract liability.

Any variations in contract work, claims, incentive payments are included in the transaction price if it is highly probable that a significant reversal of revenue will not occur once associated uncertainties are resolved.

Consideration is adjusted for the time value of money if the period between the transfer of goods or services and the receipt of payment exceeds twelve months and there is a significant financing benefit either to the customer or the Company.

Operation and maintenance income

The Company recognises revenue from Operations and Maintenance services using the time-elapsed measure of progress i.e input method on a straight line basis.

Multiple deliverable arrangements

When two or more revenue generating activities or deliverables are provided under a single arrangement, each deliverable that is considered to be a separate unit of account is accounted for separately. The allocation of consideration from a revenue arrangement to its separate units of account is based on the relative fair value of each unit. If the fair value of the delivered item is not reliably measurable, then revenue is allocated based on the difference between the total arrangement consideration and the fair value of the undelivered item.

The Company evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Contracts where the Company provides a significant integration service to the customer by combining all the goods and services are concluded to have a single performance obligations. Contracts with no significant integration service, and where the customer can benefit from each unit on its own, are concluded to have multiple performance obligations. In such cases consideration is allocated to each performance obligation, based on standalone selling prices. Where the Company enters into multiple contracts with the same customer, the Company evaluates whether the contract is to be combined or not by evaluating factors such as commercial objective of the contract, consideration negotiated with the customer and whether the individual contracts have single performance obligations or not.

Advances from customers, progress payments, amount due from and due to customers and retention money receivable

Advances received from customers in respect of contracts are treated as liabilities and adjusted against progress billing as per terms of the contract.

Progress payments received are adjusted against amount receivable from customers in respect of the contract work performed.

Amounts due from contract customers represents the gross unbilled amount expected to be collected from customers for contract work performed till date. It is measured at cost plus profit recognised till date less progress billings and recognised losses when incurred.

Amounts due to contract customers represents the excess of progress billings over the revenue recognised (costs plus attributable profits) for the contract work performed till date.

Amounts retained by the customers until the satisfactory completion of the contracts are recognised as receivables.

Revenue is net off taxes, duties and cess.

Revenue from contracts awarded to a Jointly Controlled Entity but executed by the Company under the arrangement with the Joint Venture Partner (being in substance in the nature of Jointly Controlled Operations, in terms of Ind AS Accounting Standard) is recognised on the same basis as similar contracts independently executed by Company.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(c) Revenue recognition (Contd.)

(ii) Dividend Income

Dividend Income is accounted when the right to receive the same is established.

(iii) Interest Income or expenses

Interest income or expense is accounted basis effective interest rate (EIR). The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

(iv) Rental Income

Rental Income from investment property is recognised in standalone statement of profit and loss on straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

(d) Income tax

Income tax expense comprises of current and deferred tax. It is recognised in standalone statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(d) Income tax (Contd.)

(ii) Deferred tax (Contd.)

sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

(e) Leases

(a) Definition of leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company has the right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
- the Company has the right to operate the asset; or
- the Company designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

(b) As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(e) Leases (Contd.)

(b) As a lessee (Contd.)

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate over a period of lease term. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the standalone statement of profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' / separately from other assets in the standalone financial statement and lease liabilities in 'financial liabilities' in the standalone financial statement.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of machinery that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Under IAS 17

In the comparative period, as a lessee the Company classified leases that transfer substantially all of the risks and rewards of ownership as finance leases. When this was the case, the leased assets were measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Minimum lease payments were the payments over the lease term that the lessee was required to make, excluding any contingent rent.

Subsequently, the assets were accounted for in accordance with the accounting policy applicable to that asset.

Assets held under other leases were classified as operating leases and were not recognised in the Company's standalone financial statement. Payments made under operating

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(e) Leases (Contd.)

(b) As a lessee (Contd.)

leases were recognised in the standalone financial statement of profit or loss on a straight-line basis over the term of the lease. Lease incentives received were recognised as an integral part of the total lease expense, over the term of the lease.

(c) As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 to allocate the consideration in the contract.

The Company recognises lease payments received under operating leases as income on a straightline basis over the lease term as part of 'other income'.

The accounting policies applicable to the Company as a lessor in the comparative period were not different from Ind AS 116. However, when the Company was an intermediate lessor the sub-leases were classified with reference to the underlying asset.

(f) Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, investment property, and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the standalone statement of profit and loss.

Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(g) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(g) Cash and cash equivalents (Contd.)

institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(h) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for expected credit loss.

(i) Inventories

Construction materials and spares, tools and stores, are stated at the lower of cost and net realisable value. Cost of construction materials comprises cost of purchases. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs. Costs are assigned to individual items of inventory on the basis of weighted average costs (WAC) (Refer note 9). Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

(j) Financial instruments

Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

Investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary in the opinion of the Management. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

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. Financial instruments also include derivative contracts such as foreign currency forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

Classification and subsequent measurement

(i) Financial assets

Classification

The Company shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the 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 profit or 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 pLakhse (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Debt instruments at amortised cost

1. 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 to cash flows on specified dates that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

2. After initial measurement, such financial assets are subsequently measured at amortised cost

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(j) Financial instruments (Contd.)

(i) Financial assets (Contd.)

Debt instruments at amortised cost (Contd.)

using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the standalone statement of profit and loss. The losses arising from impairment are recognised in the standalone statement of profit and loss.

3. Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the standalone statement of profit and loss.

Derecognition

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

1. The rights to receive cash flows from the asset have expired, or
2. The Company has transferred its rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

   If the Company enters into transactions whereby it transfers assets recognised on its standalone balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.
3. When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.
4. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

1. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
2. Lease receivables.
3. Trade receivables
4. Accrued value of work done

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

i. Trade receivables which do not contain a significant financing component.

ii. Accrued value of work done which do not contain a significant financing component.

iii. Retention money receivables.

iv. All lease receivables resulting from transactions.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(j) Financial instruments (Contd.)

(i) Financial assets (Contd.)

Impairment of financial assets (Contd.)

in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

(ii) Financial liabilities

Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or 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.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the standalone statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated 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 recognised in OCI. These gains/loss are not subsequently transferred to the standalone financial statement of profit and loss. 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 standalone statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised.

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 profit and loss.

This category generally applies to interest-bearing loans and borrowings.

Derecognition

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the standalone statement of profit and loss.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(k) Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(l) Property, plant and equipment

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the standalone statement of profit and loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

Class of assets	Useful life as per Schedule II
• Office building	60 years
• Store building	3 years
• Plant and equipment	10-15 years
• Furniture and fixtures	10 years
• Vehicles	8-10 years
• Office equipment	3-10 years
• Electrical installation	10 years

Assets costing less than ₹ 20,000 are depreciated at 100% in the year of purchase / acquisition.

The property, plant and equipment acquired under finance leases is depreciated over the asset’s useful life or over the shorter of the asset’s useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act; 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset.

The assets’ residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of profit and loss within other gains/(losses).

Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(m) Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Based on technical evaluation and consequent advice, the management believes a period of 25-40 years as representing the best estimate of the period over which investment properties (which are quite similar) are expected to be used. Accordingly, the Company depreciates investment properties using the straight-line method over their estimated useful lives.

Any gain or loss on disposal of an investment property is recognised in the standalone statement of profit and loss.

The fair values of investment property is disclosed in the notes. Fair values is determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

(n) Intangible assets

Computer software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

• Computer software 3-5 years

(o) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(p) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit and loss over the period of the borrowings using the effective interest method (EIR). Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(p) Borrowings (Contd.)

this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the statement of profit and loss as other gains/(losses).

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in the statement of profit and loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(q) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

(r) Provisions and contingent asset / liabilities

Provisions for legal claims, service warranties are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no disclosure is made.

Notes to the Standalone Financial Statements (Contd.)

for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(r) Provisions and contingent asset / liabilities (Contd.)

Contingent Assets are not recognised but are disclosed in the notes to the standalone financial statements when economic inflow is probable.

(s) Employee benefits

(i) Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefits

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period based on independent actuarial valuation. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the standalone statement of profit and loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment benefits

The Company operates the following post-employment schemes:

(a) defined benefit plans such as gratuity and

(b) defined contribution plans such as provident fund and superannuation fund

Pension and gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method.

Gratuity liability is covered by payment there of to Gratuity fund, the defined benefit plan under Group Gratuity Cash Accumulation Scheme of LIC of India under irrevocable trust. The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The benefits which are denominated in currency other than INR, the cash flows are discounted using market yields determined by reference to high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the standalone statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income (OCI). They are included in actuarial loss on defined plan liability in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the statement of profit and loss as past service cost.

Defined contribution plans

The Company pays provident fund contributions to publicly administered provident funds and employee state insurance corporation (ESIC) as per local regulations. The company also pays superannuation fund to LIC of India. The Company has no further

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(s) Employee benefits (Contd.)

(iii) Post-employment benefits (Contd)

Defined contribution plans (Contd.)

payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Employee options

The fair value of options granted under the Company's Employee Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to save or holdings shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in the statement of profit and loss, with a corresponding adjustment to equity.

(iv) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(v) Termination benefits

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits at the earlier of the following dates: (a) when the Company can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

(t) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(u) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(v) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Notes to the Standalone Financial Statements (Contd.)

for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(w) Statement of cash flows

The Company's statement of cash flows are prepared using the Indirect method, whereby profit / loss for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. For the purpose of presentation in statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with Banks/financial institutions, with original maturities of 3 months or less that are readily convertible to known amount of cash and which are subject to an insignificant risk of change in value. These also include bank overdrafts and cash credit facility that form an integral part of the Company's cash management.

Amendment to Ind AS 7:

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

(x) Onerous contract

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

(y) Interests in Joint Operations

A joint operation is a Jointly controlled arrangement whereby the parties have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. When an entity undertakes its activities under joint operations, the Company as a joint operator recognises for the assets, liabilities, revenues, and expenses relating to its interest in a joint operation in accordance with the Ind AS applicable to the particular assets. Transactions with the Joint operation by Company are recognised in the financial statements only to the extent of other parties' interests in the joint operation.

(z) Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below :

Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while Company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(z) Standards issued but not yet effective (Contd.)

Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

(aa) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted in the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

3 PROPERTY, PLANT AND EQUIPMENT

(Currency: Indian rupees in Lakhs)

Particulars	Office building	Store building	Plant and equipments	Furniture and fixtures	Vehicles	Office equipments	Electrical installation	Total	Capital work-in- progress
Year ended 31 March, 2021									
Gross carrying amount									
Balance at 1 April 2020	220.77	12,169.07	64,732.07	988.90	3,484.81	2,231.89	298.59	84,126.10	1,054.17
Exchange differences	-	(52.63)	(919.03)	(4.25)	(531.91)	(17.43)	-	(1,525.25)	-
Additions	274.74	4,952.06	6,521.09	18.89	115.46	338.59	37.85	12,258.68	1,444.65
Disposals	-	(36.27)	(2,066.82)	(8.24)	(432.43)	(2.47)	-	(2,546.23)	(1,034.91)
Balance as at 31 March,2021 (gross carrying amount)	**495.51**	**17,032.23**	**68,267.31**	**995.30**	**2,635.93**	**2,550.58**	**336.44**	**92,313.30**	**1,463.91**
Accumulated depreciation									
Opening accumulated depreciation	19.05	3,229.36	21,631.55	425.10	1,673.66	1,520.18	110.96	28,609.86	-
Depreciation for the year	4.43	4,230.02	6,968.73	113.84	329.18	347.85	30.60	12,024.65	-
On disposals	-	(34.46)	(1,881.29)	(7.81)	(326.88)	(2.47)	-	(2,252.91)	-
Exchange differences	-	(10.74)	(560.09)	(2.69)	(340.24)	(11.62)	-	(925.38)	-
Balance as at 31 March, 2021 (accumulated depreciation)	**23.48**	**7,414.18**	**26,158.90**	**528.44**	**1,335.72**	**1,853.94**	**141.56**	**37,456.22**	**-**
Net carrying amount	**472.03**	**9,618.05**	**42,108.41**	**466.86**	**1,300.21**	**696.64**	**194.88**	**54,857.08**	**1,463.91**
Year ended 31 March, 2022									
Gross carrying amount									
Balance at 1 April 2021	495.51	17,032.23	68,267.31	995.30	2,635.93	2,550.58	336.44	92,313.30	1,463.91
Exchange differences	-	(34.88)	(639.38)	(4.50)	(333.85)	(17.16)	-	(1,029.77)	-
Additions	-	5,557.07	13,699.11	24.39	476.31	627.68	46.58	20,431.14	115.42
Disposals	-	(3,968.01)	(2,714.02)	(30.82)	(332.71)	(94.13)	(4.62)	(7,144.31)	-
Balance as at 31 March, 2022 (gross carrying amount)	**495.51**	**18,586.41**	**78,613.02**	**984.37**	**2,445.68**	**3,066.97**	**378.40**	**1,04,570.36**	**1,579.33**
Accumulated depreciation									
Opening accumulated depreciation	23.48	7,414.18	26,158.90	528.44	1,335.72	1,853.94	141.56	37,456.22	-
Depreciation for the year	8.35	5,820.16	6,926.97	92.84	265.45	395.75	32.63	13,542.15	-
On disposals	-	(3,452.11)	(1,866.03)	(29.28)	(275.76)	(85.84)	(4.14)	(5,713.16)	-
Exchange differences	-	(8.41)	(428.32)	(3.56)	(236.43)	(11.04)	-	(687.76)	-
Balance as at 31 March, 2022 (accumulated depreciation)	**31.83**	**9,773.82**	**30,791.52**	**588.44**	**1,088.98**	**2,152.81**	**170.05**	**44,597.45**	**-**
Net carrying amount	**463.68**	**8,812.59**	**47,821.50**	**395.93**	**1,356.70**	**914.16**	**208.35**	**59,972.91**	**1,579.33**

For property, plant and equipment secured against borrowings, refer note 13 (a) and 13 (b) of the standalone financial statements.

Capital work-in-progress Schedule

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March, 2022					
Projects in progress	1,579.33	-	-	-	1,579.33
Projects temporarily suspended	-	-	-	-	-
As at 31 March, 2021					
Projects in progress	1,449.67	14.24	-	-	1,463.91
Projects temporarily suspended	-	-	-	-	-

Capex expenditure of the Company is within the overall capex budget and are expected to be completed within the given timelines.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

4 INVESTMENT PROPERTIES (AT COST)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Cost or deemed cost (gross carrying amount)		
Opening gross carrying amount / deemed cost	82.13	82.13
Additions	-	-
Balance as at 31 March (gross carrying amount)	**82.13**	**82.13**
Accumulated depreciation		
Opening accumulated depreciation	-	-
Depreciation for the year	-	-
Balance as at 31 March (accumulated depreciation)	-	-
Net carrying amount	**82.13**	**82.13**

Fair value

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Investment properties	1,332.58	1,104.87

Measurement of fair values

(i) Fair value hierarchy:

The fair value of investment property has been determined by independent external Government registered property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

(ii) Valuation technique:

Valuation of the subject property has been done by Sales Comparison Method under Market Approach at each balance sheet date. A comparison is made for the purpose of valuation with similar properties that have recently been sold in the market and thus have a transaction price. The sales comparison approach is the preferred approach when sales data are available. Comparable properties are selected for similarity to the subject property considering attributes like age, size, shape, quality of construction, building features, condition, design, gentry, etc. Their sale prices are then adjusted for their difference from the subject property. Finally a market value for the subject property is estimated from the adjusted sales price of the comparable properties. Investment property comprises a number of vacant industrial land.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

5 (A) INTANGIBLE ASSETS

(Currency: Indian rupees in Lakhs)

Particulars	Computer software
Year ended 31 March, 2021	
Cost or deemed cost (gross carrying amount)	
Balance at 1 April 2020	1,583.81
Additions	43.52
Balance as at 31 March,2021 (gross carrying amount)	**1,627.33**
Accumulated depreciation	
Opening accumulated amortisation	932.85
Amortisation for the year	236.93
Balance as at 31 March, 2021 (accumulated depreciation)	**1,169.78**
Net carrying amount	**457.55**
Year ended 31 March, 2022	
Gross carrying amount	
Balance at 1 April 2021	1,627.33
Additions	291.25
Disposals	(46.41)
Balance as at 31 March, 2022 (gross carrying amount)	**1,872.17**
Accumulated depreciation	
Opening accumulated amortisation	1,169.78
Amortisation for the year	258.84
On disposals	(44.47)
Balance as at 31 March, 2022 (accumulated depreciation)	**1,384.15**
Net carrying amount	**488.02**

5 (B) INTANGIBLE ASSETS UNDER DEVELOPMENT

(Currency: Indian rupees in Lakhs)

Particulars	Total
Year ended 31 March, 2021	
Cost or deemed cost	
Balance at 1 April 2020	12.15
Additions	34.02
Disposals	-
Balance as at 31 March,2021 (gross carrying amount)	46.17
Year ended 31 March, 2022	
Gross carrying amount	
Balance at 1 April 2021	46.17
Additions	18.23
Disposals	-
Balance as at 31 March, 2022 (gross carrying amount)	64.40

Intangible Assets Under Development aging schedule

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March, 2022					
Projects in progress	30.38	34.02	-	-	64.40
Projects temporarily suspended	-	-	-	-	-
As at 31 March, 2021					
Projects in progress	34.02	12.15	-	-	46.17
Projects temporarily suspended	-	-	-	-	-

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS

(a) Non-current investments

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Investment in equity instruments at amortised cost*		
Unquoted		
In equity shares of subsidiary companies, fully paid up		
- JMC Mining and Quarries Limited	50.00	50.00
500,000 (31 March, 2021: 500,000) equity shares of ₹ 10/- each fully paid up		
- Brij Bhoomi Expressway Private Limited	2,275.71	2,275.71
22,757,050 (31 March, 2021: 22,757,050) equity shares of ₹ 10/- each fully paid up		
Out of above (a) 11,606,070 (31 March, 2021: 11,606,070) shares are pledged in favour of bankers of this subsidiary and, (b) 5,916,820 (31 March, 2021: 5,916,820) shares are pledged in favour of debenture trustee.		
- Wainganga Expressway Private Limited***	3,030.81	3,030.81
Less: Provision of Impairement in value of investment	(1,543.03)	-
	1,487.78	**3,030.81**
30,000,000 (31 March, 2021: 30,000,000) equity shares of ₹ 10/- each fully paid up		
Out of above 15,300,000 (31 March, 2021: 15,300,000) shares are pledged in favour of bankers of this subsidiary.		
(Investment in equity instrument of Wainganga Expressway Private Limited includes ₹ 30.81 Lakhs (31 March, 2021: ₹ 30.81 Lakhs) arising on initial recognition of financial gurantee, given by Company on behalf of Wainganga Expressway Private Limited, at fair value.)		
- Vindhyachal Expressway Private Limited	2,750.05	2,750.05
27,050,050 (31 March, 2021: 27,050,050) equity shares of ₹ 10/- each fully paid up		
Out of above 13,795,500 (31 March, 2021: 13,795,500) shares are pledged in favour of bankers of this subsidiary.		
(Investment in equity instrument of Vindhyachal Expressway Private Limited includes ₹ 45.04 Lakhs (31 March, 2021: ₹ 45.04 Lakhs) arising on initial recognition of financial gurantee, given by Company on behalf of Vindhyachal Expressway Private Limited, at fair value.)		
Investments in Joint ventures*		
- Kurukshetra Expressway Private Limited***	9,826.62	9,826.62
Less: Provision of Impairement in value of investment	(9,826.62)	-
	-	**9,826.62**
Investment in financial instrument representing subordinated debt of subsidiary companies**		
- Brij Bhoomi Expressway Private Limited	1,973.30	1,973.30
- Wainganga Expressway Private Limited	6,971.00	6,971.00
- Vindhyachal Expressway Private Limited	14,761.00	14,761.00
Total (equity instruments)	**30,268.84**	**41,638.49**
Total non-current investments	**30,268.84**	**41,638.49**
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	41,638.49	41,638.49
Aggregate amount of impairment in the value of investments	11,369.65	-

* In accordance with Section 186 of the Act read with the Companies (Meeting of Board and its powers) Rules, 2014, the details of investments made by the Company as at the reporting dates are stated above.

** As per the resolution passed by the board of directors on 7 February, 2018, advance against equity of ₹ 23,705.30 Lakhs which is convertible into fixed number of equity shares on mutual consent between the Company and its subsidiaries have been recorded as deemed investments.

*** Please refer note 35 A (i)

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(b) Trade receivables

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Trade receivables		
Debts outstanding over six months from due date of payment	30,457.40	30,867.73
Other debts includes retention money	79,489.21	68,570.77
Receivables from related parties	11,319.39	9,037.85
	1,21,266.00	**1,08,476.35**
Less: provision for expected credit loss (refer note 35 (A) (i))	(11,036.47)	(7,285.92)
Total receivables	**1,10,229.53**	**1,01,190.43**
Non current	**9,763.05**	**7,327.98**
Current	**1,00,466.48**	**93,862.45**

The non-current and current classification is carried out based on the expected realisation date.

Break-up of security details

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Trade receivables considered good - secured	-	-
Trade receivables considered good - unsecured	1,21,266.00	1,08,476.35
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
Doubtful	-	-
Total	**1,21,266.00**	**1,08,476.35**
Provision for expected credit loss	(11,036.47)	(7,285.92)
Total trade receivables	**1,10,229.53**	**1,01,190.43**

- For terms and conditions of receivables owing from related parties, refer note 32 of standalone financial statements.
- For receivables secured against borrowings, refer note 13 (b) and 35 (C) of the standalone financial statements.
- The Company exposure to credit and currency risks, and loss allowances related to receivables are disclosed in note 35 (A) (i) and 35 (A) (iii) (a) of the standalone financial statements .

Trade Receivable ageing schedule

(Currency: Indian rupees in Lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
2021-22		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	37,412.06	29,185.25	26,157.49	7,382.36	9,002.35	6,222.94	1,15,362.45
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables — considered good	-	995.85	-	148.44	1,356.31	3,402.95	5,903.55
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
	37,412.06	**30,181.10**	**26,157.49**	**7,530.80**	**10,358.66**	**9,625.89**	**1,21,266.00**
Less: provision for expected credit loss (refer note 35 (A) (i))							**(11,036.47)**
Total							**1,10,229.53**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(b) Trade receivables (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
2020-21		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	28,003.87	24,132.61	23,986.42	18,154.82	3,977.33	6,606.90	1,04,861.95
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables — considered good	-	21.46	377.59	805.41	870.93	1,539.01	3,614.40
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
Unbilled dues shall be disclosed separately	-	-	-	-	-	-	-
	28,003.87	**24,154.07**	**24,364.01**	**18,960.23**	**4,848.26**	**8,145.91**	**1,08,476.35**
Less: provision for expected credit loss (refer note 35 (A) (i))							**(7,285.92)**
Total							**1,01,190.43**

(c) Loans

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	Non-current	Current	Non-current
To related parties:				
Loans to subsidaries and Joint Venture (JV)	59,213.09	-	45,172.34	-
To parties other than related parties:				
Other loans and advances	5,659.43	-	6,511.00	-
Total	**64,872.52**	**-**	**51,683.34**	**-**
Expected credit loss provision for loans and advances given to JV and others (refer note 35 (A) (i))	(30,662.61)	-	(7,947.06)	-
Total loans	**34,209.91**	**-**	**43,736.28**	**-**

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	Non-current	Current	Non-current
- JMC Mining and Quarries Limited	71.20	-	71.20	-
- Brij Bhoomi Expressway Private Limited	3,362.35	-	3,346.74	-
- Wainganga Expressway Private Limited	11,919.05	-	9,177.10	-
- Vindhyachal Expressway Private Limited	13,973.04	-	8,624.85	-
- Kurukshetra Expressway Private Limited	29,887.45	-	23,952.45	-
Total	**59,213.09**	**-**	**45,172.34**	**-**
Expected credit loss provision for loans and advances given to JV (refer note 35 (A) (i))	(29,887.45)	-	(7,947.06)	-
Total	**29,325.64**	**-**	**37,225.28**	**-**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(c) Loans (Contd.)

Break-up of security details

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	Non-current	Current	Non-current
Loans receivables considered good - secured	-	-	-	-
Loans receivables considered good - unsecured	64,872.52	-	51,683.34	-
Loans receivables which have significant increase in credit risk	-	-	-	-
Loans receivables - credit impaired	-	-	-	-
Doubtful	-	-	-	-
Total	**64,872.52**	**-**	**51,683.34**	**-**
Expected credit loss provision for loans and advances given to JV (refer note 35 (A) (i))	(30,662.61)	-	(7,947.06)	-
Total loans	**34,209.91**	**-**	**43,736.28**	**-**

Loans or advances to specified persons

(Currency: Indian rupees in Lakhs)

Type of Borrower	As at 31 March, 2022		As at 31 March, 2021	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Loans to Subsidiaries and Joint Venture (JV) - Repayable on demand and Interest free loans	59,213.09	91.28%	45,172.34	87.40%

(d) Cash and cash equivalents

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Balances with banks		
- in current accounts	6,888.72	9,627.26
- in demand deposits (with less than 3 months of original maturity)	5,263.13	7,259.38
Cash on hand	34.80	42.08
Total cash and cash equivalents	**12,186.65**	**16,928.72**

Bank balances other than above

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Bank balances other than above		
- Unpaid dividend accounts	10.34	9.62
Bank deposits (original maturity more than 3 months but less than 12 months) *	11,958.60	4,483.88
Total bank balances other than above	**11,968.94**	**4,493.50**

* Includes deposits held as margin money and towards other commitments.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(e) Other financial assets

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	Non-current	Current	Non-current
Accrued interest on fixed deposits	1,005.81	97.54	818.67	50.70
Bank deposits (original maturity more than 12 months) **	3,554.50	6,141.86	2,517.57	3,364.95
Security deposits	7,106.65	1,824.60	5,108.53	1,954.03
Derivative contracts (refer note 35 (iii) (c))	1,139.64	-	-	-
Total other financial assets	**12,806.60**	**8,064.00**	**8,444.77**	**5,369.68**

** Includes deposits held as margin money and towards other commitments.

7 DEFERRED TAX ASSET (NET)

(Currency: Indian rupees in Lakhs)

Particulars	1 April 2021	Recognised in the statement of profit or loss	Recognised in OCI	31 March, 2022
Deferred tax (liabilities)/ assets in relation to:				
Property, plant and equipment	1,104.19	(1,019.02)	-	85.17
Expenses deductible/ Income taxable in other accounting period	43.33	186.48	-	229.81
Provision for expected credit loss on trade receivables, retention and accrued value of work done	2,332.73	1,110.48	-	3,443.21
Provision for onerous contracts	32.97	29.57	-	62.54
Impact of lease accounting (As per IND AS 116)	59.52	18.53	-	78.05
Provision for expected credit loss for loans and advances given to JV / others	2,000.12	9,579.50	-	11,579.62
Related to employee benefits	-	3.93	(3.93)	-
Fair value of financial assets and liabilities through profit and loss account	43.76	-	-	43.76
Forward contract	-	-	(281.17)	(281.17)
Tax assets	**5,616.62**	**9,909.47**	**(285.10)**	**15,240.99**

(Currency: Indian rupees in Lakhs)

Particulars	1 April 2020	Recognised in the statement of profit or loss	Recognised in OCI	31 March, 2021
Deferred tax (liabilities)/ assets in relation to:				
Property, plant and equipment	83.46	1,020.73	-	1,104.19
Expenses deductible/ Income taxable in other accounting period	492.40	(449.07)	-	43.33
Provision for expected credit loss on trade receivables, retention and accrued value of work done	2,088.54	244.19	-	2,332.73
Provision for onerous contracts	-	32.97	-	32.97
Impact of lease accounting (As per IND AS 116)	37.70	21.82	-	59.52
Provision for expected credit loss for loans and advances given to JV	2,000.12	-	-	2,000.12
Related to employee benefits	-	29.49	(29.49)	-
Fair value of financial assets and liabilities through profit and loss account	43.76	-	-	43.76
Tax assets	**4,745.98**	**900.13**	**(29.49)**	**5,616.62**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

8 OTHER NON-CURRENT ASSETS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Capital advances	3,776.55	149.52
Prepaid expenses	2,878.74	477.66
Total other non-current assets	**6,655.29**	**627.18**

9 INVENTORIES

(at lower of cost or net realisable value)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Construction material	29,609.34	22,070.70
Spares, tools and stores	1,229.11	1,173.98
Total inventories	**30,838.45**	**23,244.68**

10 CURRENT TAX ASSETS (NET)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Advance income tax (net of provision for tax ₹ 20,663.94 Lakhs (31 March, 2021 : ₹ 16,794.19 Lakhs))	5,163.14	1,928.92
Total current tax assets (net)	**5,163.14**	**1,928.92**

11 OTHER CURRENT ASSETS

(unsecured and considered good)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Amount due from customers on construction contract (refer note 38)	26,888.50	35,171.57
Accrued value of work done (net of advances) (refer note 38)	1,09,147.97	85,697.60
Advance to suppliers	16,435.38	7,219.37
Balance with Government authorities (net)	21,704.36	14,939.78
Prepaid expenses	2,500.20	923.88
Advances to employees	277.97	175.29
Cenvat credit receivable	-	2.61
	1,76,954.38	**1,44,130.10**
Less : Provision for expected credit loss on accrued value of work done (refer note 35 (A) (i))	(2,644.37)	(2,582.71)
Total other current assets	**1,74,310.01**	**1,41,547.39**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY

(a) Equity share capital

Authorised equity share capital

(Currency: Indian rupees in Lakhs)

	Number of shares (in lakh)	Amount
As at 1 April 2020	1,750.00	3,500.00
Increase during the year	-	-
As at 31 March, 2021	1,750.00	3,500.00
Increase during the year	-	-
As at 31 March, 2022	**1,750.00**	**3,500.00**

(i) Movements in equity share capital

(Currency: Indian rupees in Lakhs)

	Number of shares (in Lakhs)	Equity share capital (par value)
As at 1 April 2020	1,679.05	3,358.10
Increase during the year	-	-
As at 31 March, 2021	1,679.05	3,358.10
Increase during the year	-	-
As at 31 March, 2022	**1,679.05**	**3,358.10**

Terms and rights attached to equity shares :

The Company has only one class of equity shares having par value of ₹ 2/- per share (31 March, 2021: ₹ 2/- per share). Each holder of equity shares is entitled to one vote per share. The dividend is declared and paid on being proposed by the Board of Directors after the approval of the Shareholders in the ensuing Annual General Meeting.

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 liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

(ii) Shares of the Company held by holding Company

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Kalpataru Power Transmission Limited	2,275.15	2,275.15

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

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Number of shares (in Lakhs)	% holding	Number of shares (in Lakhs)	% holding
Equity shares of ₹ 2/- each fully paid				
Kalpataru Power Transmission Limited, the Holding Company	1,137.57	67.75%	1,137.57	67.75%
HDFC Trustee Company Limited	148.47	8.84%	154.54	9.20%

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY (Contd.)

(a) Equity share capital (Contd.)

(iv) Disclosure of Shareholding of Promoters

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Number of shares	% holding	% Change during the year	Number of shares	% holding	% Change during the year
Equity Shares of ₹ 2/- each fully paid						
Promoters						
Kalpataru Power Transmission Limited, the Holding Company	1,137.57	67.75%	-	1,137.57	67.75%	0.58%

(v) Aggregate number of shares issued for consideration other than cash

(Currency: Indian rupees in Lakhs)

	31 March, 2022	31 March, 2021
	Number of shares (in Lakhs)	Number of shares (in Lakhs)
Aggregate number of shares issued for consideration other than cash	-	-

(b) Reserves and surplus

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Securities premium	35,332.22	35,332.22
Debenture redemption reserve	614.76	768.45
Retained earnings	42,915.35	56,756.15
General reserves	5,694.07	5,540.38
Total reserves and surplus	**84,556.40**	**98,397.20**

(i) Securities premium

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	35,332.22	35,332.22
Increase during the year	-	-
Closing balance	**35,332.22**	**35,332.22**

(ii) Debenture redemption reserve

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	768.45	768.45
Transfer to General reserve (surplus)	(153.69)	-
Closing balance	**614.76**	**768.45**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY (Contd.)

(b) Reserves and surplus (Contd.)

(iii) Retained earnings

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	56,756.15	52,131.85
Net profit for the year	(15,702.46)	7,110.97
Items of other comprehensive income		
- Remeasurements of post-employment benefit obligation, (net of tax)	11.70	81.72
- Exchange differences of foreign operations, (net of tax)	2,189.38	(1,168.05)
- Cash Flow Hedges, (net of tax)	835.92	-
Transfer to general reserve	-	(225.00)
Dividends paid (including tax thereon)	(1,175.34)	(1,175.34)
Closing balance	**42,915.35**	**56,756.15**

(iv) General reserve

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	5,540.38	5,315.38
Transfer from profit and loss account (surplus)	-	225.00
Transfer from Debenture redemption reserve	153.69	-
Closing balance	**5,694.07**	**5,540.38**

Nature and purpose of reserves

(i) Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

(ii) Debenture redemption reserve

The Company has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), requires the Company to create DRR out of profits of the Company available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued. However, this requirement is no more applicable w.e.f. April 1, 2018 as per the amendment in the Companies (Share capital and Debentures) Rules, 2014 vide dated August 16, 2019; accordingly the Company has not made any new addition in the said reserve and accounted the reversal of outstanding reserve linked to payment of specific non-convertible debentures.

(iii) General reserve

The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. General Reserve is created by the transfer from one component of equity to another and is not an item of other comprehensive income. This can be utilised in accordance with the provisions of Companies Act, 2013.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY (Contd.)

(b) Reserves and surplus (Contd.)

(iv) Cashflow Hedge Reserve

The Company has designated its hedging instruments as cash flow hedges and any effective portion of cashflow hedge is maintained in the said reserve. In case the hedging becomes ineffective, the amount is recognised in the Statement of Profit and Loss.

(c) Other reserves

(Currency: Indian rupees in Lakhs)

Particulars	Total
As at 1 April 2020	85.49
Increase during the year	-
As at 31 March, 2021	85.49
Increase during the year	-
As at 31 March, 2022	85.49

Nature and purpose of other reserves

Other reserves created on Guarantee commission charged on bank guarantee provide by the Holding Company on behalf of the Company.

13 FINANCIAL LIABILITIES

(a) Non-current borrowings

(Currency: Indian rupees in Lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022		31 March, 2021	
				Non-current	Current	Non-current	Current
Secured							
Debentures							
1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each.		Please refer note 13 (a) 1	9.95%	7,496.84	5,196.54	11,978.32	3,877.00
Term loans from banks							
Rupee loan							
- from banks		Please refer note 13 (a) 2		12,786.42	8,031.79	9,780.71	8,877.15
- from NBFC		Please refer note 13 (a) 3		1,397.09	1,549.71	3,256.64	3,609.71
Vehicle / equipment loans		Please refer note 13 (a) 4	9.40% to 10.75%	21.37	9.90	33.91	34.12
				21,701.72	**14,787.94**	**25,049.58**	**16,397.98**
Unsecured							
Debentures							
1,000, 10.55%, Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each.		Please refer note 13 (a) 1	10.55%	-	10,165.23	9,972.75	182.93
990, 9.80% Unsecured, Rated, Listed, Redeemable, Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each.		Please refer note 13 (a) 1	9.80%	9,864.89	13.96	-	-

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

(Currency: Indian rupees in Lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022		31 March, 2021	
				Non-current	Current	Non-current	Current
Term loans							
Rupee loan							
- from banks	30-Oct-21	Quarterly unequal instalments. Borrower has a right to prepay the facility anytime and lender has a right to recall the facility, after 5 years from the first drawdown date after 15 days notice.	Varying interest rate linked to base rate of Bank from time to time.	-	-	-	2,251.09
- from NBFC		Please refer note 13 (a) 3		-	21.00	21.00	79.53
				9,864.89	**10,200.19**	**9,993.75**	**2,513.55**
Amount disclosed under the head "Other current financial liabilities"							
Current maturities of long-term debt (included in note 13 (b))				-	(24,051.50)	-	(17,846.63)
Interest accrued (included in note 13 (c))				-	(936.63)	-	(1,064.90)
				-	**(24,988.13)**	**-**	**(18,911.53)**
Total non-current borrowings				**31,566.61**	**-**	**35,043.33**	**-**

1 Debentures

1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs)

(a) 1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- (Rupees Ten Lakhs Only) each, for an aggregate nominal value of ₹ 15,000 Lakhs divided in Series I Debentures (300 Nos.), Series II Debentures (450 Nos.) and Series III Debentures (750 Nos.) on private placement basis. The said NCDs are listed on the Wholesale Debt Market segment of BSE Limited.

Due date and amount for the repayment of principal of Non-Convertible Debentures (NCDs) is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	(₹ in Lakhs)	Date
- 9.95% Series III NCDs issued on August 28, 2018	7,500	28 August, 2023
- 9.95% Series II NCDs issued on August 28, 2018	4,500	27 August, 2022
- 9.95% Series I NCDs issued on August 28, 2018	3,000	27 August, 2021

(b) Interest on debentures is payable anually @ 9.95%. Accrued interest upto 31 March, 2022 is ₹ 706.59 Lakhs (31 March, 2021 is ₹ 883.23 Lakhs) and the same is due on 27 August, 2022 and 29 August, 2022.

(c) Unamortised cost related to debenture of ₹ 13.21 Lakhs (31 March, 2021 is ₹ 27.91 Lakhs) has been reduced from the borrowings.

(d) NCDs secured against 5,916,820 equity shares constituting 26% of the paid up equity capital of Brij Bhoomi Expressway Private Limited (refer note: 6(a))

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

1 Debentures (Contd.)

1,000, 10.55%, Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs)

(a) 1,000, 10.55% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- (Rupees Ten Lakhs Only) each, for an aggregate nominal value of ₹ 10,000 Lakhs on private placement basis. The said NCDs are listed on the Wholesale Debt Market segment of BSE Limited.

Due date and amount for the repayment of principal of Non-Convertible Debentures (NCDs) is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	(₹ in Lakhs)	Date
- 10.55% NCDs issued on October 23, 2019	10,000	21 October, 2022

(b) Interest on debentures is payable quarterly @ 10.55%. Accrued interest upto 31 March, 2022 is ₹ 179.89 Lakhs (31 March, 2021: ₹ 196.55 Lakhs) and the same is due on 25 April, 2022.

(c) Unamortised cost related to debenture of ₹ 14.66 Lakhs (31 March, 2021: ₹ 40.87 Lakhs) has been reduced from the borrowings.

990, 9.80% Unsecured, Rated, Listed, Redeemable, Non-Convertible Debentures (NCDs)

(a) 990, 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- (Rupees Ten Lakhs Only) each, for an aggregate nominal value of ₹ 9,900 Lakhs divided in Series A Debentures (250 Nos.), Series B Debentures (250 Nos.), Series C Debentures (250 Nos.) and Series D Debentures (240 Nos.)on private placement basis. The said NCDs are listed on the Wholesale Debt Market segment of BSE Limited.

Due date and amount for the repayment of principal of Non-Convertible Debentures (NCDs) is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	(₹ in Lakhs)	Date
- 9.80% Series A NCDs issued on December 15, 2021	2,500	15 June, 2023
- 9.80% Series B NCDs issued on December 15, 2021	2,500	15 December, 2023
- 9.80% Series C NCDs issued on December 15, 2021	2,500	14 June, 2024
- 9.80% Series D NCDs issued on December 15, 2021	2,400	13 December, 2024

(b) Interest on debentures is payable quarterly @ 9.80%. Accrued interest upto 31 March, 2022 is ₹ 45.19 Lakhs (31 March, 2021: ₹ NIL) and the same is due on 15 June, 2022.

(c) Unamortised cost related to debenture of ₹ 66.34 Lakhs (31 March, 2021: ₹ NIL) has been reduced from the borrowings.

2 Rupee loans from banks

(i) Term loan from a bank amounting to ₹ NIL (31 March, 2021: ₹ 794.61 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 31 March, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(ii) Term loan from a bank amounting to ₹ 3,988.02 Lakhs (31 March, 2021: ₹ 8,095.15 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 unequal quarterly instalments to be paid at the end of each financial quarter, with 31 March, 2023 as a date of maturity and interest payable on monthly basis at varying interest rate linked to 1 year MCLR.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

2 Rupee loans from banks (Contd.)

(iii) Term loan from a bank amounting to ₹ NIL (31 March, 2021: ₹ 5.97 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments ending in 31 July, 2021 with varying interest rate linked to base rate of bank from time to time.

(iv) Term loan from a bank amounting to ₹ 360.78 Lakhs (31 March, 2021: ₹ 410.95 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments ending in 31 July, 2025 with varying interest rate linked to base rate of bank from time to time.

(v) Term loan from a bank amounting to ₹ 1,406.25 Lakhs (31 March, 2021: ₹ 2,343.75 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 30 November, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(vi) Term loan from a bank amounting to ₹ 2,125.00 Lakhs (31 March, 2021: ₹ 2,500.00 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in unequal quarterly instalments with 31 March, 2025 as maturity date with varying interest rate linked to base rate of bank from time to time.

(vii) Term loan from a bank amounting to ₹ 111.72 Lakhs (31 March, 2021: ₹ 179.29 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal monthly instalments with 31 October, 2023 as maturity date with varying interest rate linked to base rate of bank from time to time.

(viii) Term loan from a bank amounting to ₹ 994.91 Lakhs (31 March, 2021: ₹ 1,492.37 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in equal quarterly instalments with 31 March, 2024 as maturity date with varying interest rate linked to base rate of bank from time to time.

(ix) Term loan from a bank amounting to ₹ 187.38 Lakhs (31 March, 2021: ₹ 748.66 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in equal monthly instalments with 31 July, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(x) Term loan from a bank amounting to ₹ NIL (31 March, 2021: ₹ 181.33 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in equal quarterly instalments with 31 March, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xi) Term loan from a bank amounting to ₹ 107.31 Lakhs (31 March, 2021: ₹ 360.08 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in unequal monthly instalments with 31 August, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

2 Rupee loans from banks (Contd.)

(xii) Term loan from a bank amounting to ₹ 228.36 Lakhs (31 March, 2021: ₹ 1,106.34 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in unequal monthly instalments with 30 June, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xiii) Term loan from a bank amounting to ₹ 364.98 Lakhs (31 March, 2021: ₹ 439.36 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal monthly instalments with 31 March, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xiv) Term loan from a bank amounting to ₹ 1,006.00 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal monthly instalments with 31 December, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xv) Term loan from a bank amounting to ₹ 5,000.00 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 31 January, 2027 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xvi) Term loan from a bank amounting to ₹ 3,950.00 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 30 June, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xvii) Term loan from a bank amounting to ₹ 987.50 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 30 June, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

3 Rupee loans from NBFC

(i) Term loan from NBFC amounting to ₹ NIL (31 March, 2021: ₹ 801.16 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 18 unequal quarterly instalments to be paid at the end of each financial quarter, with 30 June, 2021 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(ii) Term loan from NBFC amounting to ₹ NIL (31 March, 2021: ₹ 1,562.50 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 equal quarterly instalments, 30 June, 2021 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(iii) Term loan from NBFC amounting to ₹ 452.69 Lakhs (31 March, 2021: ₹ 752.69 Lakhs) is secured by exclusive charge by way of hypothecation for equipment financed by them. Term loans is repayable in 20 equal quarterly instalments with interest payable quarterly at varying interest rate linked to base rate of NBFC.

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

3 Rupee loans from NBFC (Contd.)

(iv) Term loan from NBFC amounting to ₹ 1,250.00 Lakhs (31 March, 2021: ₹ 1,875.00 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 equal quarterly instalments, 31 March, 2024 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(v) Term loan from NBFC amounting to ₹ 1,244.11 Lakhs (31 March, 2021: ₹ 1,875.00 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 equal quarterly instalments, 31 March, 2024 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(vi) Term loan from NBFC amounting to ₹ 21.00 Lakhs (31 March, 2021: ₹ 100.53 Lakhs) is unsecured. Term loans is repayable in 20 unequal quarterly instalments with interest payable monthly at varying interest rate linked to base rate of NBFC from time to time.

4 Vehicle / equipment loans

Loans of ₹ 31.27 Lakhs (31 March, 2021: ₹ 68.03 Lakhs) are secured by way of charge on specific equipment and vehicles financed by them on different loans. Vehicle Loans is repayable in 60 monthly instalments beginning from the month subsequent to disbursement.

5 Utilisation of Borrowed funds or share premium or other sources of funds

Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

(b) Current borrowings

(Currency: Indian rupees in Lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022	31 March, 2021
Secured					
From banks repayble on demand*	Roll over facility	Roll over working capital facility renewed anually	MCLR + Margin	42,223.62	25,584.41
Current maturities of long term debt					
1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each. (refer note 13 (a) 1)				4,444.07	3,000.00
Term loans from banks and NBFCs (refer note 13 (a) 2 and 13 (a) 3)				9,597.53	14,812.51

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(b) Current borrowings (Contd.)

(Currency: Indian rupees in Lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022	31 March, 2021
Loan against vehicles / equipment (refer note 13 (a) 4)				9.90	34.12
Unsecured					
Current maturities of long term debt					
10,000, 10.55% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each. (refer note 13 (a) 1)				10,000.00	-
				66,275.12	**43,431.04**
Amount disclosed under the head "Other current financial liabilities"					
Interest accrued (included in note 13 (c))				(29.57)	-
Current borrowings				**66,245.55**	**43,431.04**

*Working Capital Loans are secured in favour of consortium bankers, by way of :

(a) First charge against hypothecation of stocks, work in progress, cash and cash equivalents, stores and spares, trade receivables, book debts and other current assets.

(b) Second charge on all movable Property, plant and equipments of the Company.

(c) First charge on the office premises of the Company.

The Company has taken borrowings from banks or financial institutions on the basis of security of current assets and quarterly returns or statements of current assets filed by Company with banks or financial institutions are in agreement with the books of accounts.

(c) Other financial liabilities

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Interest accrued but not due on borrowings	966.20	1,064.90
Unclaimed dividend	10.34	9.61
Unclaimed matured fixed deposits and interest thereon	2.15	3.25
Security deposits	16,638.77	16,661.61
Payables for capital goods (including dues of micro enterprises and small enterprises ₹ 1,177.68 Lakhs (31 March, 2021 : ₹ 366.02 Lakhs)) (refer note 33)	8,118.22	3,387.51
Payable to employees	4,917.16	5,701.74
Total other current financial liabilities	**30,652.84**	**26,828.62**

(d) Lease liabilities

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Non-current		
Lease liabilities (refer note 39)	4,166.12	2,981.63
Total non-current lease liabilities	**4,166.12**	**2,981.63**
Current		
Lease liabilities (refer note 39)	2,984.26	2,399.94
Total current lease liabilities	**2,984.26**	**2,399.94**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(e) Trade payables

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Non-current		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	15,240.06	14,854.96
Total non-current trade payables	**15,240.06**	**14,854.96**
Current		
Acceptance	17,510.47	19,508.33
Total outstanding dues of micro enterprises and small enterprises (refer note 33)	12,392.29	6,882.08
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,21,007.76	1,04,818.29
Total current trade payables	**1,50,910.52**	**1,31,208.70**

Trade Payables ageing schedule

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31 March, 2022						
(i) MSME	698.60	6,815.00	219.70	15.60	4,556.66	12,305.56
(ii) Others	4,336.02	90,892.67	6,392.62	5,224.93	5,743.45	1,12,589.69
(iii) Disputed dues - MSME	-	86.73	-	-	-	86.73
(iv) Disputed dues - Others	-	28.52	-	5.59	160.00	194.11
(v) Unbilled dues shall be disclosed separately	40,974.49	-	-	-	-	40,974.49
Total	**46,009.11**	**97,822.92**	**6,612.32**	**5,246.12**	**10,460.11**	**1,66,150.58**
As at 31 March, 2021						
(i) MSME	117.54	6,525.43	106.94	1.46	22.71	6,774.08
(ii) Others	68,027.26	17,529.01	6,895.16	8,242.66	3,701.27	1,04,395.36
(iii) Disputed dues - MSME	108.00	-	-	-	-	108.00
(iv) Disputed dues - Others	-	10.04	36.95	-	-	46.99
(v) Unbilled dues shall be disclosed separately	34,739.23	-	-	-	-	34,739.23
Total	**1,02,992.03**	**24,064.48**	**7,039.05**	**8,244.12**	**3,723.98**	**1,46,063.66**

Notes to the Standalone Financial Statements (Contd.)
as at 31 March, 2022

14 PROVISIONS

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Defect liability period expenses (refer note 29)	1,713.58	1,719.96	3,433.54	1,580.91	1,531.40	3,112.31
Provision for onerous contracts (refer note 29)	248.50	-	248.50	131.02	-	131.02
Provision for gratuity (refer note 31)	49.89	1,803.80	1,853.69	353.95	1,692.88	2,046.83
Leave obligations (refer note 31)	384.80	822.74	1,207.54	367.52	914.91	1,282.43
Total provisions	**2,396.77**	**4,346.50**	**6,743.27**	**46,719.40**	**4,139.19**	**6,572.59**

15 OTHER LIABILITIES

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Amount due to customers under construction contracts (refer note 38)	14,088.58	-	14,088.58	17,997.05	-	17,997.05
Advance from clients	44,492.35	61,683.83	1,06,176.18	24,616.14	47,275.83	71,891.97
Deferred guarantee commission	2.30	1.88	4.18	3.18	4.17	7.35
Other statutory liabilities	4,295.98	-	4,295.98	1,801.48	-	1,801.48
Total	**62,879.21**	**61,685.71**	**1,24,564.92**	**44,417.85**	**47,280.00**	**91,697.85**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

16 REVENUE FROM OPERATIONS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Contract revenue	5,14,661.13	3,78,591.45
Accrued value of work done (uncertified bills)	20,615.24	(9,713.06)
Export benefits	16.92	-
Total revenue from continuing operations	**5,35,293.29**	**3,68,878.39**

17 OTHER INCOME

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Interest income		
- from fixed deposits	741.87	436.45
- from others	813.53	1,027.64
Other non operating income		
- Rent income	778.88	578.89
- Liabilities written back	546.12	395.24
- Guarantee commission	3.18	25.04
Other gains and losses		
- Gain on sale of property, plant and equipment	415.00	211.80
Total other income	**3,298.58**	**2,675.06**

18 COST OF MATERIALS CONSUMED

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Raw materials at the beginning of the year	22,070.70	22,673.90
Add: Purchases during the year	2,84,728.38	1,63,938.05
Less: Scrap sales made during the year	(4,073.02)	(829.32)
Less: Raw material at the end of the year	(29,609.34)	(22,070.70)
Total cost of materials consumed	**2,73,116.72**	**1,63,711.93**

19 EMPLOYEE BENEFITS EXPENSE

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Salaries, wages and bonus	36,157.94	28,769.12
Contribution to provident fund and other statutory fund	2,104.27	1,938.27
Staff welfare expenses	1,994.60	1,343.44
Total employee benefits expense	**40,256.81**	**32,050.83**

20 DEPRECIATION AND AMORTISATION EXPENSE

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Depreciation of property, plant and equipment (refer note 3)	13,542.15	12,024.65
Depreciation of right-of-use asset (refer note 39)	2,919.22	1,976.36
Amortisation of intangible assets (refer note 5(a))	258.84	236.93
Total depreciation and amortisation expense	**16,720.21**	**14,237.94**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

21 (A) CONSTRUCTION EXPENSES

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Work charges	81,075.86	68,597.76
Composite work charges	34,777.16	26,793.92
Consumption of spares, tools and stores	1,396.52	1,365.41
Machinery - running and maintenance expenses	7,468.79	5,695.36
Electricity charges	2,864.88	2,125.32
Rent and hire charges	10,548.53	7,496.94
Security expenses	2,358.69	2,071.95
Site expenses	15,682.58	9,416.95
Provision for onerous contracts (refer note 29)	117.48	131.02
Defect liability period expenses (refer note 29)	321.23	(268.00)
Total construction expense	**1,56,611.72**	**1,23,426.63**

21 (B) OTHER EXPENSES

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Building and general repairs	87.48	55.60
Vehicle maintenance charges	771.30	683.95
Travelling expenses	2,257.20	1,228.40
Conveyance expenses	92.73	72.06
Insurance charges	1,907.22	1,016.70
Printing and stationery expenses	242.14	182.78
Office rent	109.90	4.46
Office expenses	380.18	256.02
Postage and telephone charges	288.74	257.48
Professional and legal charges	4,639.26	3,353.24
Auditor's remuneration (refer note 21 (b) (i) below)	166.03	113.62
Rates and taxes	3,342.77	4,931.57
Advertisement expenses	15.63	6.48
Computer and IT expenses	947.22	493.22
Bank commission and charges	5,031.12	2,720.02
Training expenses	42.49	26.04
Loss on sale of assets	542.63	220.13
Exchange rate variation expense	(2,436.83)	(2,633.79)
Sitting fees and commission to non-executive directors	122.25	116.00
Provision for expected credit loss	3,750.55	1,128.42
Provision for expected credit loss on accrued value of work done	61.66	830.39
Corporate social responsibility expenditure (refer note 21 (b) (ii) below)	194.62	200.97
Sundry expenses	679.76	1,270.92
Total other expenses	**23,236.05**	**16,534.68**

(i) Details of payments to auditor's (excluding taxes)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Payment to auditor's		
As auditor:		
Audit fee	144.15	98.00
In other capacities		
Certification fees	16.30	12.63
Re-imbursement of expenses	5.58	2.99
Total payments to auditors	**166.03**	**113.62**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

21 (B) OTHER EXPENSES (Contd.)

(ii) Corporate social responsibility expenditure

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
(a) Gross amount required to be spent by Company during the year		
Opening balance		
With Company	-	-
In Separate CSR Unspent A/c	141.40	-
Amount required to be spent during the year*	194.62	200.97
Amount of expenditure incurred on :		
(i) Construction/Acquisition of any asset	-	-
(ii) On purposes other than (i) above :		
- From Company's bank A/c	189.29	63.92
- From Separate CSR Unspent A/c	51.19	-
Closing balance		
With Company	-	-
In Separate CSR Unspent A/c FY 20-21	90.21	141.40
In Separate CSR Unspent A/c FY 21-22 #	5.33	-
Reason for shortfall	**Pertains to ongoing projects**	**Pertains to ongoing projects**
*Approved by CSR Committee and Board of Directors		
#Transferred to CSR unspent account on April 16, 2022		
(b) Amount spent on purposes other than construction/ acquisition of any assets		
Eradicating Hunger, Promoting Healthcare, Promoting Education, Sanitation, Environment, technology and others	240.49	63.92

Refer Note 32 on Related party disclosures

22 FINANCE COSTS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Interest and finance charges on financial liabilities not at fair value through profit or loss	11,654.04	11,186.56
Other borrowing costs, (net)	367.69	114.28
Exchange differences regarded as an adjustment to borrowing costs	16.37	79.93
Total finance costs	**12,038.10**	**11,380.77**

23 ESTIMATION OF UNCERTAINTIES RELATING TO THE GLOBAL HEALTH PANDEMIC - COVID-19:

The Company has considered the possible effects that may result from COVID-19 in preparation of the financial statements. The Company continues to monitor the impact of COVID-19 on its business, customers, vendors and employees, etc. The Company has exercised due care in significant accounting judgements and estimates in relation to the recoverability of receivables, investments and loans and advances, based on the information available to date, both internal and external, while preparing the Company's financial statements for the current year.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

24 INCOME TAX EXPENSE

(a) Amounts recognised in the standalone statement of profit and loss :

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Income tax expense		
Current tax		
Current tax on profits for the year	4,161.99	3,999.83
Total current tax expense	**4,161.99**	**3,999.83**
Deferred tax		
(Increase) in deferred tax assets	(9,909.47)	(900.13)
Total deferred tax expense	**(9,909.47)**	**(900.13)**
Income tax expense	**(5,747.48)**	**3,099.70**
Income tax expense is attributable to:		
Profit from continuing operations	**(5,747.48)**	**3,099.70**
	(5,747.48)	**3,099.70**

(b) Amounts recognised in other comprehensive income (OCI) :

(Currency: Indian rupees in Lakhs)

	For the year ended 31 March, 2022			For the year ended 31 March, 2021		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense)/ benefit	Net of tax
Remeasurements of defined benefit liability/(asset)	15.63	(3.93)	11.70	111.21	(29.49)	81.72
Exchange difference in translating foreign operations	2,925.81	(736.43)	2,189.38	(1,589.57)	421.52	(1,168.05)
Effective portion of Cash Flow Hedges	1,117.09	(281.17)	835.92	-	-	-
	4,058.53	**(1,021.53)**	**3,037.00**	**(1,478.36)**	**392.03**	**(1,086.33)**

(c) Reconciliation of income tax expenses with the accounting profit :

(Currency: Indian rupees in Lakhs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Profit before tax	(21,449.94)	10,210.67
Tax using the Company's domestic tax rate (Current Year Tax Rate 25.168 % / Previous Year Tax Rate 25.168 %) :	(5,398.52)	2,569.82
Tax effect of adjustment to reconcile reported income tax expenses		
Expenses not deductible for tax purposes	70.36	308.61
Others	(419.32)	221.27
Income tax expenses recognised in the standalone statement of profit and loss	**(5,747.48)**	**3,099.70**

The Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act , 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognised tax expenses for the year ended and re-measured its deferred tax assets basis the rate prescribed in the said section.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

25 CONTINGENT LIABILITIES IN RESPECT OF :

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
A. Bank guarantees	2,000.01	2,365.35
B. Guarantees given in respect of performance of contracts of subsidiaries, joint ventures and unincorporated joint ventures in which Company is one of the member / holder of substantial equity	1,26,072.22	76,997.13
C. Guarantee given in favour of a subsidiary for loan obtained by them	1,200.00	1,200.00
D. Claims against the Company not acknowledged as debts	1,678.01	1,779.29
E. Demands by Service Tax/GST/Excise Authorities under disputes	3,379.18	3,131.09
F. Show cause notice issued by Service Tax authorities	2,599.32	2,599.32
G. Trichy madurai road project royalty matter	39.87	39.87
H. Disputed income-tax demand in appeal before appellate authorities	4,528.70	1,215.14
I. Disputed income-tax demand of joint ventures in appeal before appellate authorities	144.90	144.90
J. Disputed VAT demand in appeal before appellate authorities	1,557.34	2,050.38

26 The management is of the opinion that as on the date of balance sheet, there are no indications of a material impairment loss on Property, plant and equipment, hence the need to provide for impairment loss does not arise.

27 CAPITAL AND OTHER COMMITMENTS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	12,587.62	2,521.47

28 In the managment opinion, the assets other than Property, plant and equipment and non-current investments have a realisable value, in the ordinary course of business, approximately of the amount at which they are stated in these standalone financial statements.

29 THE DISCLOSURE IN RESPECT OF PROVISIONS IS AS UNDER :

(Currency: Indian rupees in Lakhs)

Particulars	Defect liability period	Onerous contracts
Balance at 1 April 2020	3,380.33	-
Additions during the year	866.84	131.02
Utilisation during the year	(469.57)	-
Reversal (withdrawn as no longer required)	(758.02)	-
Discounting	92.73	-
As at 31 March, 2021	3,112.31	131.02
Additions during the year	**1,053.35**	**248.50**
Utilisation during the year	(339.29)	-
Reversal (withdrawn as no longer required)	(404.25)	(131.02)
Discounting	11.42	-
As at 31 March, 2022	**3,433.54**	**248.50**
Non- current	1,719.96	-
Current	1,713.58	248.50

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

29 THE DISCLOSURE IN RESPECT OF PROVISIONS IS AS UNDER (Contd.)

Provision for defect liability period expense - The Company has made provision for expenses during defect liability period based on the defect liability period mentioned in contracts. The provision is based on the estimates made from historical data associated with similar project. The Company expects to incur the related expenditure over the defect liability period.

Provision for onerous contracts - The Company has a contract where total contract cost exceeds the total contract revenue. In such situation as per Ind AS 115 and Ind AS 37 the Company has to provide for these losses. The provision is based on the estimate made by the management.

30 EARNING PER SHARE (EPS)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
i) Net profit after tax as per standalone statement of profit and loss attributable to equity shareholders (₹ in Lakhs)	(15,702.46)	7,110.97
ii) Weighted average number of equity shares used as denominator for calculating EPS (Nos.)	16,79,05,170	16,79,05,170
iii) Basic and diluted earnings per share (in ₹)	(9.35)	4.24
iv) Face value per equity share (in ₹)	2.00	2.00

31 RETIREMENT BENEFITS

a. Defined contribution plan

The Company makes contribution towards provident fund and superannuation fund which are defined contribution retirement plans for qualifying employees. The provident fund plan is operated by the regional provident fund commissioner and the superannuation fund is administered by the LIC. Under the schemes, the Company is required to contribute a specified percentage of payroll cost to the retirement contribution schemes to fund benefits.

The Company recognised ₹ 1,557.43 Lakhs (31 March 2021: ₹ 1,279.31 Lakhs) for Provident Fund contributions and ₹ 44.36 Lakhs (31 March, 2021: ₹ 51.89 Lakhs) for Superannuation contributions in the Standalone Statement of Profit and Loss. The contribution payable to these plans by the Company are at rates specified in the rules.

b. Defined benefit plan

The scheme provides for lump sum payment to vested employees at retirement, upon death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

The present value of the defined benefit obligation and the related current service cost are measured using the projected unit credit method as per actuarial valuation carried out at balance sheet date.

The following table sets out the funded status of the gratuity plan and the amount recognised in the company's standalone financial statements as at 31 March, 2022.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

31 RETIREMENT BENEFITS (Contd.)

b. Defined benefit plan (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars		31 March, 2022	31 March, 2021
i	**Change in benefit obligations:**		
	Projected benefit obligation at the beginning of the year	2,180.34	2,052.78
	Service cost	292.70	318.77
	Interest cost	107.55	114.93
	Actuarial (gain) / loss		
	- changes in demographic assumptions	-	(30.43)
	- changes in financial assumptions	(50.36)	46.32
	- experience adjustments	25.72	(111.26)
	Benefits paid	(212.85)	(210.77)
	Projected benefit obligation at the end of the year	**2,343.10**	**2,180.34**
ii	**Change in plan assets:**		
	Fair value of plan assets at the beginning of the year	133.49	48.45
	Expected return on plan assets	7.47	5.00
	Employer's contribution	570.31	275.00
	Benefit paid	(212.85)	(210.77)
	Actuarial gain / (loss)	(9.01)	15.81
	Fair value of plan assets at the end of the year	**489.41**	**133.49**
iii	**Net gratuity cost for the year ended**		
	Service cost	292.70	318.77
	Interest of defined benefit obligation	107.55	114.93
	Expected return on plan assets	(7.47)	(5.00)
	Net actuarial loss recognised in the year	(15.63)	(111.18)
	Net gratuity cost	**377.15**	**317.52**
	Actual return on plan assets	**(1.54)**	**20.81**
iv	**Amount recognised in the standalone balance sheet:**		
	Liability at the end of the year	2,343.10	2,180.34
	Fair value of plan assets at the end of the year	489.41	133.49
	Amount recognised in standalone balance sheet	1,853.69	2,046.83
v	**Assumptions used in accounting for the gratuity plan:**		
	Discount rate	6.20%	5.60%
	Salary escalation rate	6.00%	6.00%
	Expected rate of return on plan assets	6.20%	5.60%
	Attrition rate	21.00%	21.00%

Employee benefits

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Net defined benefit liability - gratuity	1,853.69	2,046.83
Total employee benefit liability	**1,853.69**	**2,046.83**
Non- current	1,803.80	1,692.88
Current	49.89	353.95

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

31 RETIREMENT BENEFITS (Contd.)

b. Defined benefit plan (Contd.)

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	2,302.83	2,384.88	2,141.57	2,220.56
Salary escalation rate (0.50% movement)	2,378.06	2,309.00	2,213.92	2,147.57
Attrition rate (1% movement)	2,335.48	2,350.79	2,170.85	2,189.99

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Expected cash flow for the following years

Expected total benefits payments

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Year 1	539.29	487.43
Year 2	468.64	427.45
Year 3	488.82	422.93
Year 4	456.77	446.66
Year 5	491.26	424.31
Next 5 years	1,796.77	1,570.34

c. Compensated absence

Compensated absence for employee benefits of ₹ 1,207.54 Lakhs for the year ended 31 March, 2022 (31 March, 2021 : ₹ 1,282.43 Lakhs) expected to be paid in exchange for the services is recognised as an expense during the year and and included in "Employee benefits expense" in the Standalone Statement of Profit and Loss. The following table provides details in relation to compensated absences.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Liability for compensated absences	1,207.54	1,282.43
Total employee benefit liability	**1,207.54**	**1,282.43**
Non- current	822.74	914.91
Current	384.80	367.52

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

32 RELATED PARTY DISCLOSURE

Kalpataru Power Transmission Limited	Holding Company
Subsidiary, Fellow Subsidiary Companies	**Nature of Relationship**
JMC Mining and Quarries Limited	Subsidiary Company
Brij Bhoomi Expressway Private Limited	Subsidiary Company
Wainganga Expressway Private Limited	Subsidiary Company
Vindhyachal Expressway Private Limited	Subsidiary Company
Energylink (India) Limited	Subsidiary of Holding Company
Shree Shubham Logistics Limited	Subsidiary of Holding Company
Amber Real Estate Limited	Subsidiary of Holding Company
Adeshwar Infrabuild Limited	Subsidiary of Holding Company
Kalpataru Power Transmission Sweden AB	Subsidiary of Holding Company
Kalpataru Power Transmission (Mauritius) Limited	Subsidiary of Holding Company
Kalpataru Power Transmission – USA, INC.	Subsidiary of Holding Company
Alipurduar Transmission Limited	Subsidiary of Holding Company
LLC Kalpataru Power Transmission Ukraine	Subsidiary of Holding Company
Kalpataru Power DMCC, UAE	Subsidiary of Holding Company
Saicharan Properties Limited	Subsidiary of Holding Company
Kalpataru Metfab Private Limited	Subsidiary of Holding Company
Kalpataru Satpura Transco Private Limited	Subsidiary of Holding Company
Punarvasu Financials Services Private Limited	Subsidiary of Holding Company
Kalpataru IBN Omairah Company Limited	Subsidiary of Holding Company
Kohima Mariani Transmission Limited	Subsidiary of Holding Company
Kalpataru Power Senegal SUARL (w.e.f 10 August, 2020)	Subsidiary of Holding Company
Kalpataru Power DO Brasil Participacoes Ltda. (w.e.f 27 January, 2021)	Subsidiary of Holding Company
Linjemontage i Grästorp Aktiebolag	Subsidiary of Holding Company
Linjemontage Service Nordic AB	Subsidiary of Holding Company
Linjemontage AS	Subsidiary of Holding Company
Fasteel Engenharia S.A (w.e.f 7 April, 2021)	Subsidiary of Holding Company
Kalpataru Power Chile SpA (w.e.f. 7 March, 2022)	Subsidiary of Holding Company
Joint Ventures (with whom transactions have taken place during the year)	**Nature of Relationship**
Kurukshetra Expressway Private Limited	Joint Venture
Key Managerial Personnel (KMP) (with whom transactions have taken place during the year)	**Nature of Relationship**
Mr. Shailendra Tripathi	CEO & Managing Director
Mr. D. R. Mehta	Non-Executive Director
Mr. Shailendra Raj Mehta	Non-Executive Director
Mr. Hemant Modi	Non-Executive Director
Ms. Anjali Seth	Non-Executive Director
Mr.Vardhan Dharkar (upto 31 December, 2020)	Director (Finance) & Chief Financial Officer
Enterprises over which significant influence exercised with whom company has transactions (EUSI)	**Nature of Relationship**
Kalpataru Limited	Significant influence of KMP's
Kalpataru Properties Thane Private Limited	Significant influence of KMP's
Kiyana Ventures LLP	Significant influence of KMP's
Kalpataru Urbanscape LLP	Significant influence of KMP's
Agile Real Estate Private Limited	Significant influence of KMP's
Abacus Real Estate Real Private Limited	Significant influence of KMP's
K C Holdings Private Limited	Significant influence of KMP's
Kalpataru Foundation	Significant influence of KMP's
Dynacraft Machine Company Limited	Significant influence of KMP's

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

32 RELATED PARTY DISCLOSURE (Contd.)

(Currency: Indian rupees in Lakhs)

Sr. No.	Particulars of Transactions with Related Parties	Holding Company	Subsidiary, Fellow Subsidiary Companies	Joint Ventures	KMP	EUSI
I.	**Transactions during the Year**					
1	Guarantee commission expenses	**131.51**	**-**	**-**	**-**	**-**
		(76.74)	-	-	-	-
2	Other expenses	**14.01**	**-**	**-**	**-**	**307.34**
		(11.19)	-	-	-	(28.98)
3	Rent paid	**116.26**	**-**	**-**	**-**	**811.60**
		(118.38)	-	-	-	(757.10)
4	Sub-contract charges paid	**758.96**	**-**	**-**	**-**	**-**
		(-)	-	-	-	-
5	Other Income	**233.67**	**183.07**	**-**	**-**	**-**
		(353.90)	(-)	-	-	-
6	Contract revenue	**-**	**-**	**-**	**-**	**6,028.31**
		-	-	-	-	(2,101.94)
7	Guarantee commission income	**-**	**3.18**	**-**	**-**	**-**
		-	(25.04)	-	-	-
8	Managerial remuneration	**-**	**-**	**-**	**631.29**	**-**
		-	-	-	(605.47)	-
II.	**Balance as on 31 March, 2022**					
1	Trade receivables #	**111.77**	**398.59**	**-**	**-**	**10,809.03**
		(48.27)	(313.92)	-	-	(8,675.66)
2	Liabilities at the end of the year	**1,689.81**	**-**	**-**	**326.00**	**1,520.70**
		(794.20)	-	-	(216.50)	(591.63)
3	Loans and advances given	**20.24**	**29,325.64**	**-**	**-**	**3,123.93**
		(20.24)	(21,219.89)	(16,005.39)	-	(3,123.93)
4	Advance taken from clients ^	**-**	**3,644.11**	**-**	**-**	**654.28**
		-	(3,644.11)	-	-	(850.26)
5	Investments	**-**	**30,268.84**	**-**	**-**	**-**
		-	(31,811.85)	(9,826.62)	-	-

Note:

Trade receivables

Trade receivables herein are gross amount before adjustment of advances received from clients

Terms and conditions of transactions with related parties - The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. For year ended 31 March 2022, The Company has not recorded any specific impairment of receivables relating to the amounts owned by related parties (31 March, 2021: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

^ Advances taken from clients herein are gross amount before adjustment of trade receivables.

All balances oustanding with the related parties are unsecured.

Figures shown in brackets represent corresponding amounts of previous year.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

32 RELATED PARTY DISCLOSURE (Contd.)

Key management personnel compensation comprised the following:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Short-term employee benefits	264.34	349.51
Post-employment benefits	22.70	27.46
Sitting fee	18.25	12.00
Commission	326.00	216.50
Total	**631.29**	**605.47**

The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis.

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.")

33 MICRO AND SMALL ENTERPRISES

The amount outstanding to Micro, Small and Medium Enterprises is based on the information received and available with The Company:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Principal amount and interest due thereon remaining unpaid to supplier at the end of the accounting year (refer note 13 (c) and 13 (e))	13,569.97	7,248.10
Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED, 2006	-	-
Amount of interest accrued and remaining unpaid at the end of each accounting year, and	185.49	108.65
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

34 Information as required under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, and section 186(4) of the Companies Act 2013 with regard to Loans to Subsidiaries which are without interest and having no repayment schedule are as under:

(Currency: Indian rupees in Lakhs)

	Subsidiary Companies	As at 31 March, 2022	Maximum balance during the year	As at 31 March, 2021	Maximum balance during the year
1	Brijbhoomi Expressway Private Limited	3,362.35	3,362.35	3,346.74	3,346.74
2	Wainganga Expressway Private Limited	11,919.05	11,919.05	9,177.10	9,177.10
3	Vindhyachal Expressway Private Limited	13,973.04	13,973.04	8,624.85	8,624.85
4	JMC Mining and Quarries Limited	71.20	71.20	71.20	71.20

Note :

1 For details of Investment made by the Company refer note : 6 (a). For details of guarantees given refer note : 25.

2 All loans given and guarantees provided are for the purposes of the business.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

A. Risk management framework

The Company's activities expose it to a variety of financial risks, including credit risk, liquidity risk and market risk. The Company's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

The Company has exposure to the following risks arising from financials instruments :

(i) Credit risk

(ii) Liquidity risk

(iii) Market risk (including currency and interest rate risk)

(i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes provision for expected credit loss and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

In assessing the recoverability of receivables and other financial assets, the Company has considered internal and external information upto the date of approval of these financial statements. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers (including retention money) is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	Carrying amount	
	31 March, 2022	31 March, 2021
Neither past due nor impaired	37,412.06	28,003.87
Past due but not impaired		
Upto 180 days	30,181.10	24,154.07
From 181 days to 1 year	26,157.49	24,364.01
From 1 year to 2 years	7,530.80	18,960.23
From 2 year to 3 years	10,358.66	4,848.26
Above 3 years	9,625.89	8,145.91
	1,21,266.00	**1,08,476.35**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(i) Credit risk (Contd.)

Expected credit loss assessment for customers as at the reporting date

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue. Further, management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk. The impairment loss at 31 March, 2022 mainly due to time value of money.

On the above basis, the Company estimates the following provision matrix at the reporting date on:

(a) Trade receivables

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
	Default rate	Default rate
Upto 180 days	0.70%	0.25%
From 181 days to 1 year	7.92%	5.29%
From 1 year to 2 years	29.70%	11.92%
From 2 year to 3 years	63.32%	45.76%
Above 3 years	100.00%	100.00%

(a) Retention debtors

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
	Default rate	Default rate
From 1 year to 2 years	6.24%	6.24%
From 2 year to 3 years	12.04%	12.04%
Above 3 years	19.31%	19.31%

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(i) Credit risk (Contd.)

Accrued value of work done

As at 31 March, 2022 and 31 March, 2021, the Company has accrued value of work done and amounts due on account of construction contracts. The Company has recognised a provision of ₹ 2,644.37 Lakhs (31 March, 2021: ₹ 2,582.71 Lakhs). Apart from the provision recognised, the Company does not perceive any credit risk pertaining to accrued value of work done and amount due on account of construction contract.

The movement in the provision for expected credit loss in respect of trade receivables (including retention money) and accrued value of work done during the year is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	Trade receivables*	Accrued value of work done
Balance as at 1 April 2020	6,546.09	1,752.32
Provision recognised	1,128.42	830.39
Amount utilised	(388.59)	-
Balance as at 31 March, 2021	**7,285.92**	**2,582.71**
Provision recognised	**3,750.55**	**61.66**
Amount utilised	**-**	**-**
Balance as at 31 March, 2022	**11,036.47**	**2,644.37**

*Includes retention money receivable

Cash and cash equivalents

The Company held cash and cash equivalents which comprises of :

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Balance with banks		
- in current accounts	6,888.72	9,627.26
- in demand deposits (with less than 3 months of original maturity)	5,263.13	7,259.38
Cash on hand	34.80	42.08
Total cash and cash equivalents	**12,186.65**	**16,928.72**

The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

Derivatives

The derivatives are entered into with credit worthy banks and financial institution counterparties. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Guarantees

The Company's policy is to provide financial guarantee only for its subsidiaries' liabilities. At 31 March 2022 and 31 March, 2021, the Company has issued guarantees to certain banks in respect of credit facilities granted to subsidiaries.

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(i) Credit risk (Contd.)

Security deposits given to lessors

The Company has given security deposit to lessors for premises leased by the Company as at 31 March, 2022 and 31 March, 2021. The Company monitors the credit worthiness of such lessors where the amount of security deposit is material.

Loans, investments in group companies

The Company does not perceive any credit risk pertaining to loans given to subsidiaries except on the loan given to Kurukshetra Expressway Private Limited, Joint Venture Company and one of its subsidiary, Wainganga Expressway Private Limited. As required by Indian Accounting Standard 109 "Financial Instruments", Management had performed an impairment assessment of the recoverable amount based on discounted cash flows, which have been determined by external valuation experts. The determination of the discounted cash flows involves significant management judgement and estimates on the valuation methodology and various assumptions including related to growth rates, discount rates, etc. Further, management believed that the above assessment based on value in use appropriately reflects the recoverable amount of loans. Based on this assessment and the valuation reports obtained from independent valuer, provision for expected credit loss was recognised in the standalone statement of profit and loss amounting to ₹ 7,947.06 Lakhs upto 31 March, 2021 on the loans given to its joint venture.

Kurukshetra Expressway Private Limited ("KEPL" or "Concessionaire"), a Joint venture (49.57%) of the Company, issued a notice of termination of Concession Agreement ("CA") vide letter dated 7 October, 2021 to the National Highway Authority of India ("NHAI") on account of continuous disruption and blockade of traffic on National Highway-71 due to farmer agitation with stoppage of toll collection. The provisions of Concession Agreement provides for termination where events which are not in control of KEPL, and obliges NHAI paying KEPL for repayment of Debt Due along with Adjusted Equity after necessary adjustments. During the year, the Company had made provision for impairment of ₹ 9,826.62 Lakhs against equity investment in KEPL, which is presented as exceptional items and for Expected credit loss of ₹ 17,936.43 Lakhs against loans given to KEPL / others. Further, the Promoters of KEPL have, jointly and severally given 'shortfall undertakings' to the Senior Lenders, should there be any shortfall between amounts received from NHAI and that payable to KEPL's lenders, KEPL has received copy of the letter dated February 3, 2022 sent by an independent Engineer ("IE") appointed by NHAI in which the IE has sought to limit the amount payable (net of other deductions) as "Termination Payment". Accordingly, in light of the above the Company has made further provision for Expected Credit Loss of ₹ 4,779.12 Lakhs. The Company has also recognised ₹ 3,977.00 Lakhs towards their share (49.57%) being a potential shortfall, if any, which is disclosed as an exceptional item. The Company has made above provisions without prejudice to it's and KEPL legal rights and claims against NHAI and will continue to pursue these amounts against KEPL. Further, it will seek KEPL to pursue their claims and termination payment against NHAI notwithstanding the above recognition. Additionally during the year, the Company had recognised provision for impairment of ₹ 1,543.03 Lakhs against equity investment in a subsidiary namely Wainganga Expressway Private Limited, which is presented as exceptional items.

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Company has access to funds in the form of loans from banks. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

As of 31 March, 2022, the Company had working capital (Total current assets - Total current liabilities) of ₹ 65,881.03 Lakhs including cash and cash equivalents of ₹ 12,186.65 Lakhs. These cash and cash equivalents include investments in term deposits (i.e. bank certificates of deposits having original maturities of less than 3 months) of ₹ 5,263.13 Lakhs. As of 31 March, 2021, the Company had working capital of ₹ 83,467.16 Lakhs, including cash and cash equivalents of ₹ 16,928.72 Lakhs. These cash and cash equivalents include investments in term deposits (i.e. bank certificates of deposits having original maturities of less than 3 months) of ₹ 7,259.38 Lakhs.

Exposure to liquidity risk

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

* all non derivative financial liabilities

* net and gross settled derivative financial instruments for which the contractual maturites are essential for the understanding of the timing of the cash flows.

(Currency: Indian rupees in Lakhs)

Particulars	Carrying amount	31 March, 2022				
		Contractual cash flows				
		Total	0-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Borrowings	98,778.36	1,05,168.05	70,437.11	19,703.71	15,027.23	-
Trade payables (dues of micro enterprises and small enterprises)	12,392.29	12,392.29	12,392.29	-	-	-
Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,53,758.29	1,53,758.29	1,38,518.24	5,995.72	9,244.33	-
Lease liabilities	7,150.38	7,853.79	3,391.89	2,093.18	2,368.72	-
Other financial liabilities	29,686.64	29,686.64	29,686.64	-	-	-

(Currency: Indian rupees in Lakhs)

Particulars	Carrying amount	31 March, 2021				
		Contractual cash flows				
		Total	0-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Borrowings	79,539.27	86,087.78	47,881.58	26,034.83	12,171.37	-
Trade payables (dues of micro enterprises and small enterprises)	6,882.08	6,882.08	6,882.08	-	-	-
Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,39,181.58	1,39,181.58	1,24,326.63	6,932.71	7,922.24	-
Lease liabilities	5,381.57	5,725.54	2,637.04	1,886.56	1,201.94	-
Other financial liabilities	25,763.72	25,763.72	25,763.72	-	-	-

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

(a) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the profit and loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, Euro, Ethiopian Birr, Sri Lankan Rupee, Mongolian Tugrik, Maldivian rufiyaa, Ghanaian Cedi and United Arab Emirates Dirham against the respective functional currencies of the Company and its branches.

The Company, as per its risk management policy, uses foreign exchange and other derivative instruments primarily to hedge foreign exchange and interest rate exposure. The Company does not use derivative financial instruments for trading or speculative purposes.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

(Currency: Indian rupees in Lakhs)

	31 March, 2022								31 March, 2021					
	USD	EUR	ETB	LKR	MNT	MVR	GHS	AED	USD	EUR	ETB	LKR	MNT	AED
Trade receivables	-	-	242.97	-	14.88	284.94	-	-	-	-	180.75	69.37	-	-
Payables for Capital Goods	-	-	(7.69)	-	(1.56)	(575.26)	-	-	-	-	(11.95)	-	-	-
Trade payables	(1,197.54)	(0.02)	(805.59)	(99.67)	(695.90)	(2,121.77)	(309.05)	-	(178.00)	(0.01)	(522.63)	(150.15)	(103.86)	(0.04)
Net statement of financial position exposure	**(1,197.54)**	**(0.02)**	**(570.31)**	**(99.67)**	**(682.58)**	**(2,412.09)**	**(309.05)**	**-**	**(178.00)**	**(0.01)**	**(353.83)**	**(80.78)**	**(103.86)**	**(0.04)**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk (Contd.)

(a) Currency risk (Contd.)

Sensitivity analysis

A 10% strenghtening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of balance sheet.

(Currency: Indian rupees in Lakhs)

Effect in ₹ Lakhs	Profit or loss	
	Strengthening	Weakening
31 March, 2022		
USD	(119.75)	119.75
EUR	-	-
ETB	(57.03)	57.03
LKR	(9.97)	9.97
MNT	(68.26)	68.26
MVR	(241.21)	241.21
GHS	(30.90)	30.90
AED	-	-
	(527.12)	**527.12**

(Currency: Indian rupees in Lakhs)

Effect in ₹ Lakhs	Profit or loss	
	Strengthening	Weakening
31 March, 2021		
USD	(17.80)	17.80
EUR	-	-
ETB	(35.38)	35.38
LKR	(8.08)	8.08
MNT	(10.39)	10.39
AED	-	-
	(71.65)	**71.65**

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to fixed deposits and borrowings from financial institutions. The company manages its interest rate risk arising from foreign currency floating rate loans by using interest rate swaps as hedges of variability in cash flows attributable to interest rate risk.

For details of the Company's short-term and long term loans and borrowings, including interest rate profiles, refer to Note 13 (a) & 13 (b) of these standalone financial statements.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk (Contd.)

(b) Interest rate risk (Contd.)

Interest rate sensitivity - fixed rate instruments

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in IND AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the year.

(Currency: Indian rupees in Lakhs)

Effect in ₹ Lakhs	Profit or loss	
	100 bp increase	100 bp decrease
As at 31 March, 2022		
Secured		
Non-Convertible Debentures (NCDs)	(126.93)	126.93
Rupee Loans - From Banks	(208.18)	208.18
Rupee Loans - From NBFC's	(29.47)	29.47
Vehicle loans	(0.31)	0.31
Working Capital Loans Repayable on Demand from Banks	(422.24)	422.24
	(787.13)	**787.13**
Unsecured		
Non-Convertible Debentures (NCDs)	(200.44)	200.44
Rupee Loans - From Banks	-	-
Rupee Loans - From NBFC's	(0.21)	0.21
	(200.65)	**200.65**
Sensitivity (net)	**(987.78)**	**987.78**

(Currency: Indian rupees in Lakhs)

Effect in ₹ Lakhs	Profit or loss	
	100 bp increase	100 bp decrease
As at 31 March, 2021		
Secured		
Non-Convertible Debentures (NCDs)	(158.55)	158.55
Rupee Loans - From Banks	(186.58)	186.58
Rupee Loans - From NBFC's	(68.66)	68.66
Vehicle loans	(0.68)	0.68
Working Capital Loans Repayable on Demand from Banks	(255.84)	255.84
	(670.31)	**670.31**
Unsecured		
Non-Convertible Debentures (NCDs)	(101.56)	101.56
Rupee Loans - From Banks	(22.51)	22.51
Rupee Loans - From NBFC's	(1.01)	1.01
	(125.08)	**125.08**
Sensitivity (net)	**(795.39)**	**795.39**

(Note: The impact is indicated on the profit/loss and equity before tax basis).

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk (Contd.)

(c) Derivative Financial Instruments

The company holds derivative financial instruments such as foreign currency Forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures . The counter party for these contracts is generally a Private and PSU banks, financial institution. These derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace. Mark to Market gain or loss on derivative instruments is part of other current financial assets.

(Currency: Indian rupees in Lakhs)

As at March 31, 2022				
Outstanding Contracts	**Average Exchange Rate**	**Amount in Foreign currency**	**Nominal Amount**	**Marked to Market (MTM) Value**
Cash Flow Hedges (Routed through OCI)				
Sell USD Buy INR				
Maturing less than 3 months	76.72	$146.30	11,224.14	71.71
Maturing in 3 months to 6 months	77.79	$101.80	7,919.02	68.29
Maturing in 6 months to 9 months	78.22	$354.10	27,697.70	171.44
Maturing in 9 months to 12 months	79.77	$153.80	12,268.63	162.66
Maturing more than 12 months	81.67	$629.70	51,427.60	642.99
Total/Average	**79.77**	**$1,385.70**	**1,10,537.09**	**1,117.09**
Other Hedges (Routed through Profit & Loss)				
Sell USD Buy INR				
Maturing less than 3 months	76.01	$46.40	3,526.86	0.70
Maturing in 3 months to 6 months	77.04	$71.00	5,469.84	22.00
Maturing in 6 months to 9 months	-	-	-	-
Maturing in 9 months to 12 months	-	-	-	-
More than 12 Months	-	-	-	-
Total/Average	**76.63**	**$117.40**	**8,996.70**	**22.70**

Reconciliation of Hedge Reserve

The following table provides the reconciliation of cash flow hedge reserve

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Balance at the beginning of the year	-	-
Gain recognised in OCI during the year (net)	1,117.09	-
Tax Impact on above	(281.17)	-
Balance at the end of the year (Gross)	1,117.09	-
Balance at the end of the year (Net of tax)	835.92	-

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

B. Fair values

(i) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value. A substantial portion of the company's long-term debt has been contracted at floating rates of interest, which are reset at short intervals. Accordingly, the carrying value of such long-term debt approximates fair value.

(Currency: Indian rupees in Lakhs)

31 March, 2022	Carrying amount of financial assets / liabilities				Fair value			
	Amortised Cost	Fair value through profit or loss	Fair value through other comprehensive income	Total carrying amount	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Financial assets								
(i) Investments	30,268.84	-	-	30,268.84	-	-	-	-
(ii) Trade receivables	1,10,229.53	-	-	1,10,229.53	-	-	-	-
(iii) Cash and cash equivalents	12,186.65	-	-	12,186.65	-	-	-	-
(iv) Bank balances other than above	11,968.94	-	-	11,968.94	-	-	-	-
(v) Loans	34,209.91	-	-	34,209.91	-	-	-	-
(vi) Others	20,870.60	-	-	20,870.60	-	-	-	-
	2,19,734.47	**-**	**-**	**2,19,734.47**	**-**	**-**	**-**	**-**
Financial liabilities								
(i) Borrowings	98,778.36	-	-	98,778.36	-	-	-	-
(ii) Trade payables (dues of micro enterprises and small enterprises)	12,392.29	-	-	12,392.29	-	-	-	-
(iii) Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,53,758.29	-	-	1,53,758.29	-	-	-	-
(iv) Lease liabilities	7,150.38	-	-	7,150.38	-	-	-	-
(v) Other financial liabilities	29,686.64	-	-	29,686.64	-	-	-	-
	3,01,765.96	**-**	**-**	**3,01,765.96**	**-**	**-**	**-**	**-**

(Currency: Indian rupees in Lakhs)

31 March, 2021	Carrying amount of financial assets / liabilities				Fair value			
	Amortised Cost	Fair value through profit or loss	Fair value through other comprehensive income	Total carrying amount	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Financial assets								
(i) Investments	41,638.49	-	-	41,638.49	-	-	-	-
(ii) Trade receivables	1,01,190.43	-	-	1,01,190.43	-	-	-	-
(iv) Cash and cash equivalents	16,928.72	-	-	16,928.72	-	-	-	-
(v) Bank balances other than above	4,493.50	-	-	4,493.50	-	-	-	-
(iii) Loans	43,736.28	-	-	43,736.28	-	-	-	-
(vi) Others	13,814.45	-	-	13,814.45	-	-	-	-
	2,21,801.87	**-**	**-**	**2,21,801.87**	**-**	**-**	**-**	**-**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

B. Fair values (Contd.)

(i) Accounting classification and fair values (Contd.)

(Currency: Indian rupees in Lakhs)

31 March, 2021	Carrying amount of financial assets / liabilities				Fair value			
	Amortised Cost	Fair value through profit or loss	Fair value through other comprehensive income	Total carrying amount	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Financial liabilities								
(i) Borrowings	79,539.27	-	-	79,539.27	-	-	-	-
(ii) Trade payables (dues of micro enterprises and small enterprises)	6,882.08	-	-	6,882.08	-	-	-	-
(iii) Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,39,181.58	-	-	1,39,181.58	-	-	-	-
(iv) Lease liabilities	5,381.57			5,381.57				
(v) Other financial liabilities	25,763.72	-	-	25,763.72	-	-	-	-
	2,56,748.22	**-**	**-**	**2,56,748.22**	**-**	**-**	**-**	**-**

(ii) Measurement of fair values

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique
Retention receivables and payable	Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

C. Master netting

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at 31 March, 2022 and 31 March, 2021.

(Currency: Indian rupees in Lakhs)

Particulars	Effects of offsetting on the balance sheet	Related amounts not offset	
	Gross amounts	Financial instrument collateral	Net amount
31 March, 2022			
Financial assets			
(i) Investments	30,268.84	-	30,268.84
(ii) Trade receivables	1,10,229.53	-	1,10,229.53
(iii) Cash and cash equivalents	12,186.65	(11,385.17)	801.48
(iv) Bank balances other than above	11,968.94	-	11,968.94
(v) Loans	34,209.91	-	34,209.91
(vi) Others	20,870.60	-	20,870.60
Total	**2,19,734.47**	**(11,385.17)**	**2,08,349.30**
Financial liabilities			
(i) Borrowings	98,778.36	(11,385.17)	87,393.19
(ii) Trade payables (dues of micro enterprises and small enterprises)	12,392.29	-	12,392.29
(iii) Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,53,758.29	-	1,53,758.29
(iv) Lease liabilities	7,150.38	-	7,150.38
(v) Other financial liabilities	29,686.64	-	29,686.64
Total	**3,01,765.96**	**(11,385.17)**	**2,90,380.79**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

C. Master netting (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	Effects of offsetting on the balance sheet	Related amounts not offset	
	Gross amounts	Financial instrument collateral	Net amount
31 March, 2021			
Financial assets			
(i) Investments	41,638.49	-	41,638.49
(ii) Trade receivables	1,01,190.43	-	1,01,190.43
(iii) Cash and cash equivalents	16,928.72	(2,339.73)	14,588.99
(iv) Bank balances other than above	4,493.50	-	4,493.50
(v) Loans	43,736.28	-	43,736.28
(vi) Others	13,814.45	-	13,814.45
Total	**2,21,801.87**	**(2,339.73)**	**2,19,462.14**
Financial liabilities			
(i) Borrowings	79,539.27	(2,339.73)	77,199.55
(ii) Trade payables (dues of micro enterprises and small enterprises)	6,882.08	-	6,882.08
(iii) Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,39,181.58	-	1,39,181.58
(iv) Lease liabilities	5,381.57	-	5,381.57
(v) Other financial liabilities	25,763.72	-	25,763.72
Total	**2,56,748.22**	**(2,339.73)**	**2,54,408.49**

Offsetting arrangements

(i) Derivatives

The Company enters into derivative contracts for hedging future sales. In general, under such agreements, the amounts owed by each counterparty on a single day in respect of all the transactions outstanding in the same currency are aggregated into a single net amount that is payable/receivable by one party to the other.

(ii) Working Capital Loans are secured against the inventory, cash and cash equivalents and trade receivables.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

36 OPERATING SEGMENTS

The Company is primarily engaged in the business of Engineering, Procurement & Construction (EPC) relating to infrastructure sector comprising of Buildings and Factories, Roads, Bridges, Water pipe lines, Metro, Power, Railways etc. Information reported to and evaluated regularly by the chief operating decision maker (CODM) for the purposes of resource allocation and assessing performance focuses on the business as a whole and accordingly, in the context of operating segment as defined under Indian Accounting Standard 108 "Operating Segments" there is a single reportable segment "Infrastructure EPC".

A. Geographical information

i) Revenue

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
India	5,03,686.01	3,59,981.17
All foreign countries		
Ethiopia	1,893.72	7,486.75
Sri Lanka	3.80	439.89
Mongolia	21,687.12	970.58
Maldives	6,284.90	-
Ghana	1,737.74	-
Total	**5,35,293.29**	**3,68,878.39**

ii) Non-current assets*

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
India	1,07,837.38	1,06,764.08
All foreign countries		
Ethiopia	2,985.65	2,932.31
Sri Lanka	4.17	13.02
Mongolia	1,977.27	18.73
Maldives	1,212.40	-
Ghana	103.05	-
Total	**1,14,119.92**	**1,09,728.14**

*Non-current assets exclude trade receivables and deferred tax assets.

B. Information about major customers

Revenues from one customer of India represented approximately ₹ 46,846.56 Lakhs (31 March, 2021: ₹ 45,527.11 Lakhs) of the Company's total revenues.

37 PROPOSED DIVIDEND

The Board of Directors at its meeting held on 12 May, 2022 have recommended a payment of final dividend of ₹ 1.00/- per share (31 March, 2021 : ₹ 0.70/- per share) of face value of ₹ 2.00/- each for the financial year ended 31 March, 2022 (31 March, 2021 : ₹ 2.00/- per share). The same amounts to ₹ 1,679.05 Lakhs (31 March, 2021 : ₹ 1,175.34 Lakhs).

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is notrecognised as a liability.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

38 DISCLOSURE AS PER IND AS 115

(a) The Company undertakes Engineering, Procurement and Construction business. The type of work in the contracts with the customers involve construction, engineering, designing, supply of materials, development of system, installation, project management, operations and maintenance etc. During the previous year the Company has recognised the cumulative effect of applying Ind AS 115 as an adjustment to the opening balance at 1 April 2018.

(b) Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical area.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Primary geographical markets		
India	5,03,686.01	3,59,981.17
Ethiopia	1,893.72	7,486.75
Sri Lanka	3.80	439.89
Mongolia	21,687.12	970.58
Maldives	6,284.90	-
Ghana	1,737.74	-
Total	**5,35,293.29**	**3,68,878.39**

(c) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Receivables which are included in trade and other receivables net off provision (refer note : 35 (A) (i))	1,10,229.53	1,01,190.43
Contract assets		
- Amount due from customers on construction contract	26,888.50	35,171.57
- Accrued value of work done net off provision (refer note : 35 (A) (i))	1,06,503.60	83,114.89
Contract liabilities		
- Amount due to customers under construction contracts	14,088.58	17,997.05
- Advance from clients	1,06,176.18	71,891.97

The contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Company issues an invoice to the customer. The contract liabilities primarily relate to the advance consideration received from customers for construction for which revenue is recognised over time.

Amount due from customers on construction contract represents the gross unbilled amount expected to be collected from customers for contract work performed till date. It is measured at cost plus profit recognised till date less progress billings and recognised losses when incurred.

Amount due to customers under construction contracts represents the excess of progress billings over the revenue recognised (cost plus attributable profits) for the contract work performed till date.

Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Company's contract activity based on normal operating capacity.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

38 DISCLOSURE AS PER IND AS 115 (Contd.)

(c) Contract balances (Contd.)

Significant changes in contract asset and contract liabilities balances during the year are as follows:

(Currency: Indian rupees in Lakhs)

Particulars		31 March, 2022	31 March, 2021
Due from contract customers:			
At the beginning of the reporting period (Para 116 (a))		35,171.57	37,385.24
Cost incurred plus attributable profits on contracts-in-progress		5,65,449.98	7,06,720.17
Progress billings made towards contracts-in-progress		(5,73,733.05)	(7,08,933.84)
Due from contract customers impaired during the reporting period (Para 118)		-	-
Significant change due to other reasons (Eg. Business acquisition etc.)		-	-
At the end of the reporting period (Para 116 (a)	(A)	26,888.50	35,171.57
Due to contract customers:			
At the beginning of the reporting period (Para 116 (a))		(17,997.05)	(16,046.88)
Revenue recognised that was classified as due to contract customers at the beginning of the reporting period (Para 116 (b))		6,05,340.41	3,18,030.93
Progress billings made towards contracts-in-progress		(6,01,431.94)	(3,19,981.10)
Significant change due to other reasons (Para 118)		-	-
(Eg. Business acquisition etc.)			
At the end of the reporting period (Para 116 (a))	(B)	(14,088.58)	(17,997.05)
Total	**(A+B)**	**12,799.92**	**17,174.52**

As on 31 March, 2022, revenue recognised in the current year from performance obligations satisfied/ partially satisfied in the previous year is ₹ NIL (31 March, 2021 : ₹ NIL).

(d) Performance obligation

The Company undertakes Engineering, Procurement and Construction business. The ongoing contracts with customers are for construction of highways, water pipeline projects, construction of residential & commercial buildings, and others. The type of work in these contracts involve construction, engineering, designing, supply of materials, development of system, installation, project management, operations & maintenance etc.

The Company evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Contracts where the Company provides a significant integration service to the customer by combining all the goods and services are concluded to have a single performance obligations. Contracts with no significant integration service, and where the customer can benefit from each unit on its own, are concluded to have multiple performance obligations. In such cases consideration is allocated to each performance obligation, based on standalone selling prices. Where the Company enters into multiple contracts with the same customer, the Company evaluates whether the contract is to be combined or not by evaluating factors such as commercial objective of the contract, consideration negotiated with the customer and whether the individual contracts have single performance obligations or not.

The Company recognises contract revenue over time as the performance creates or enhances an asset controlled by the customer. For such arrangements revenue is recognised using cost based input methods. Revenue is recognised with respect to the stage of completion, which is assessed with reference to the proportion of contract costs incurred for the work performed at the balance sheet date relative to the estimated total contract costs.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

38 DISCLOSURE AS PER IND AS 115 (Contd.)

(d) Performance obligation (Contd.)

Any costs incurred that do not contribute to satisfying performance obligations are excluded from the Company's input methods of revenue recognition as the amounts are not reflective of our transferring control of the system to the customer. Significant judgment is required to evaluate assumptions related to the amount of net contract revenues, including the impact of any performance incentives, liquidated damages, and other forms of variable consideration.

If estimated incremental costs on any contract, are greater than the net contract revenues, the Company recognises the entire estimated loss in the period the loss becomes known.

Variations in contract work, claims, incentive payments are included in contract revenue to the extent that may have been agreed with the customer and are capable of being reliably measured.

The Company recognises revenue from Operations and Maintenance services using the time-elapsed measure of progress i.e input method on a straight line basis.

The following table includes revenue to be recognised in future related to performance obligations that are unsatisfied (or partially satisfied) as at 31 March, 2022:

Particulars	Mar-23	Mar-24	2025-2028	Total
Contract revenue	6,49,929.25	5,65,197.08	3,21,466.01	15,36,592.34
Total	**6,49,929.25**	**5,65,197.08**	**3,21,466.01**	**15,36,592.34**

The Company applies practical expedient in paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations that have original expected duration of one year or less.

(e) Reconciliation of revenue recognised in the standalone statement of profit and loss

The following table discloses the reconciliation of amount of revenue recognised as at 31 March, 2022:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Contract price of the revenue recognised	5,35,293.29	3,68,878.39
Add: Performance bonus	-	-
Add: Incentives	-	-
Less: Liquidated damages	-	-
Revenue recognised in the standalone statement of profit and loss	5,35,293.29	3,68,878.39

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

39 DISCLOSURE AS PER IND AS 116

The Company has applied Ind AS 116 using the modified retrospective approach.

1. As a lessee

a. Right-of-use assets

Property, plant and equipment' comprises owned and leased assets that do not meet the definition of investment property. The rights of use asset for lease assets is recognised under the following heads

(Currency: Indian rupees in Lakhs)

	Office building	Store building	Plant and equipments	Total
Year ended 31 March, 2021				
Gross carrying amount				
Balance at 1 April 2020	3,089.25	1,383.15	328.91	4,801.31
Additions	970.95	682.64	2,018.44	3,672.03
Disposals	(210.14)	(254.71)	-	(464.85)
Balance as at 31 March, 2021 (gross carrying amount)	**3,850.06**	**1,811.08**	**2,347.35**	**8,008.49**
Accumulated depreciation				
Opening accumulated depreciation	441.52	499.36	85.81	1,026.69
Depreciation for the year	1,278.17	598.71	99.48	1,976.36
On disposals	(87.32)	(93.19)	-	(180.51)
Balance as at 31 March, 2021 (accumulated depreciation)	**1,632.37**	**1,004.88**	**185.29**	**2,822.54**
Net carrying amount	**2,217.69**	**806.20**	**2,162.06**	**5,185.95**
Year ended 31 March, 2022				
Gross carrying amount				
Balance at 1 April 2021	3,850.06	1,811.08	2,347.35	8,008.49
Additions	510.67	526.92	3,750.40	4,787.99
Disposals	(105.93)	(219.20)	-	(325.13)
Balance as at 31 March, 2022 (gross carrying amount)	**4,254.80**	**2,118.80**	**6,097.75**	**12,471.35**
Accumulated depreciation				
Opening accumulated depreciation	1,632.37	1,004.88	185.29	2,822.54
Depreciation for the year	1,256.86	640.83	1,021.53	2,919.22
On disposals	(74.48)	(140.93)	-	(215.41)
Balance as at 31 March, 2022 (accumulated depreciation)	**2,814.75**	**1,504.78**	**1,206.82**	**5,526.35**
Net carrying amount	**1,440.05**	**614.02**	**4,890.93**	**6,945.00**

b. Lease liabilities

(Currency: Indian rupees in Lakhs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
Maturity analysis - contractual undiscounted cash flows		
Less than one year	3,391.89	2,637.04
One to five years	4,461.91	3,088.50
More than five years	-	-
Total undiscounted lease liabilities	**7,853.80**	**5,725.54**

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

39 DISCLOSURE AS PER IND AS 116 (Contd.)

b. Lease liabilities (Contd.)

Lease liabilities included in the standalone balance sheet at 31 March, 2022 and 31 March, 2021

(Currency: Indian rupees in Lakhs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
Current	2,984.26	2,399.94
Non-current	4,166.12	2,981.63

c. Amounts recognised in standalone statement of profit or loss

(Currency: Indian rupees in Lakhs)

Particulars	For the year 2021-2022	For the year 2020-2021
Interest on lease liabilities	513.87	327.82

d. Amounts recognised in the standalone statement cash flows

(Currency: Indian rupees in Lakhs)

Particulars	For the year 2021-2022	For the year 2020-2021
Total cash outflow for leases	3,431.89	2,216.44

e. Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of machinery that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

40 DISCLOSURE IN RESPECT OF SECURITY CREATED ON ASSETS OF THE COMPANY AGAINST BORROWINGS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Property, plant and equipment	50,696.66	44,767.00
Inventories	30,838.45	23,244.68
Trade receivables	1,10,229.52	1,01,190.43
Cash and cash equivalents	12,186.64	16,928.72
Bank balances other than above	11,968.94	4,493.50
Other current assets	1,74,310.01	1,41,547.39
Total security created on assets	**3,90,230.22**	**3,32,171.72**

41 The Company has an adequate internal control systems and processes in place. The Company also has group assurance function that reviews internal control systems and processes regularly and the same commensurate with the size and nature of its business and are effective. However, during the year the Company has received a Whistle Blower Complaint from a customer for which investigation is in progress. Basis the progress of investigation, the management believes the complaint is frivolous and will not result in any financial loss to the Company.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

42 ADDITIONAL DISCLOSURES PURSUANT TO SCHEDULE III TO THE COMPANIES ACT

(i) Ratios

Particulars		FY 21-22	FY 20-21	% change	Reason for variance
Current Ratio (Current Assets / Current Liabilities)	Times	1.21	1.33	9%	
Debt-Equity Ratio Debt (Long term borrowings + Short term borrowings Including current maturities) / (Equity share capital + Other equity)	Times	1.11	0.77	(44%)	Due to increase in long term and short term borrowings
Debt Service Coverage Ratio (PAT+Interest+Depreciation+Loss/ gain on sale of FA+Expected credit loss provision for loans and advances given to joint venture / others+Exceptional items)/(Gross interest+Lease payment+Repayment of long term debt excluding prepayments)	Times	1.52	1.32	(15%)	
Return on Equity Ratio (Annualised) (Net Profits after taxes / Average Shareholder's Equity)	Percent	(16.54%)	7.15%	331%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items
Inventory turnover ratio (Annualised) (365 days / (Cost of materials consumed / Average Inventory))	Days	36	53	32%	Due to increase in sales
Trade Receivables turnover ratio (Annualised) (365 / (Net Sales / Average Trade Receivable))	Days	72	99	27%	Due to improvement in realisation
Trade payables turnover ratio (Annualised) (365 / (Net Purchase / Average Trade Payable))	Days	209	308	32%	Due to vendor payments
Net capital turnover ratio (Annualised) (Net Sales / Average Working Capital)	Times	7.17	4.57	(57%)	Due to increase in sales
Net profit ratio (Net profit after tax (Before OCI) / Sales)	Percent	(2.93%)	1.93%	252%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items
Return on Capital employed (Annualised) (PBT+Interest+Expected credit loss provision for loans and advances given to joint venture / others+ Exceptional items / Average capital employed)	Percent	13.94%	10.72%	(30%)	Due to increase in sales
Return on investment (Annualised) (Net Profits after taxes / Average Equity)	Percent	(40.59%)	18.38%	321%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items

(ii) Other Disclosures

Information with regards to other matters specified in Schedule III to the Act is either Nil or not applicable to the Company for the year.

Notes to the Standalone Financial Statements (Contd.)
for the year ended 31 March, 2022

43 The figures for the previous year have been regrouped / rearranged wherever necessary to conform to the current year classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1 April 2021.

44 CAPITAL MANAGEMENT

The Company's objectives when managing capital are to :

(i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

(ii) Maintain an optimal capital structure to reduce the cost of capital.

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Company monitors capital using a ratio of 'net debt' (total borrowings net of cash and cash equivalents) to 'total equity' (as shown in the balance sheet).

The Company's policy is to keep the ratio below 2.00. The Company's net debt to equity ratios are as follows.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Net debt (total borrowings including interest - cash and cash equivalents)	86,591.71	62,610.55
Total equity attributable to the shareholders of the Company	87,999.99	1,01,840.79
Net debt to equity ratio	**0.99**	**0.62**

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Independent Auditor's Report

To the Members of

JMC Project (India) Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the consolidated financial statements of JMC Project (India) Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its joint venture and eight unincorporated joint ventures which comprise the consolidated balance sheet as at 31 March, 2022, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information in which are included the Returns for the year ended on that date audited by the branch auditors of the Holding Company's branches at Ethiopia, Sri Lanka, Mongolia, Maldives and Ghana (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the branch auditors on the financial statements of such branches as were audited by the branch auditors and reports of other auditors on separate financial statements of such subsidiaries, joint venture and unincorporated joint ventures as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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 consolidated state of affairs of the Group, its joint venture and unincorporated joint ventures as at 31 March, 2022, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group, its joint venture and unincorporated joint ventures in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the branch auditors and the other auditors referred to in "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment and based on the consideration of reports of branch auditors and other auditors on separate financial statements of components audited by them, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditor's Report (Contd.)

Key Audit Matters (Contd.)

DESCRIPTION OF KEY AUDIT MATTER

Sr. No.	The key audit matter	How the matter was addressed in our audit
1	**Recognition of contract revenue and margin:** See Note 16 to the consolidated financial statements The Group enters into Engineering Procurement and Construction (EPC) contracts, which are complex in nature and span over a number of reporting periods. The accounting standard requires an entity to select a single measurement method for the relevant performance obligation which depicts the entity's performance in transferring goods or services. In case of onerous contract, present obligations are recognised and measured as provisions. The Group is recognising contract revenue and margin for these contracts based on input method, in accordance with the requirement of the standard. It relies on Group's estimates of the final outcome of each contract, and involves judgment, particularly in forecasting the cost to complete a contract, valuing contract variations, claims and liquidated damages. We identified contract accounting as a key audit matter because the estimation of total revenue and total cost to complete the contract is inherently subjective, complex and require significant judgment. The same may get subsequently changed due to change in prevailing circumstances, assumptions, contract variations, etc., and could result in significant variance in the revenue and profit or loss from contract for the reporting period.	Our procedures included the following: • Assessed compliance of the Group policies in respect of revenue recognition with the applicable accounting standards. • We selected a sample of contracts to test, using a risk-based criteria's which included individual contracts with: - significant revenue recognised during the year; - significant accrued value of work done balances held at the year-end; or - low profit margins/no profit margins. • Obtained an understanding of Group process for analysing long term contracts, the risk associated with the contract and any key judgments. • Evaluated the design and implementation of key internal controls over the contract revenue and cost estimation process through the combination of procedures involving inquiry, observations, re-performance and inspection of evidence. • Verified underlying documents such as original contract, and its amendments, key contract terms and milestones, etc. for verifying the estimation of contract revenue and costs and /or any change in such estimation. • Evaluating the outcome of previous estimates and agreeing the actual cost after the year end to the forecasted costs for the period. • Considered the adequacy of disclosures made in Note 41 to the consolidated financial statements in respect of these judgments and estimates.

Key Audit Matters (Continued)

DESCRIPTION OF KEY AUDIT MATTER (Contd.)

Sr. No.	The key audit matter	How the matter was addressed in our audit
2	**Income from toll collection:** See Note 16 to the consolidated financial statements The Group is also into a business of toll collection under service concession agreement, which is complex in nature and span over a number of reporting periods. The right to collect toll is based on the number of vehicles passed from the toll assets. The process of identifying the usage charges is system driven based on the type / class of vehicles, distance etc. These are charged / billed by using complex IT software and hardware. This is a key audit matter considering the nature and volume of transaction and reliance on information technology systems for the related automated and IT dependent controls.	In view of the significance of the matter the auditor of the subsidiary has reported the following audit procedures in this area which were applied, among others to obtain sufficient appropriate audit evidence: • Understand the process and control placed for toll collection. Tested the key controls around such processes for the operating effectiveness. • Tested Information Technology General Controls (ITGCs) which assisted the integrity of the tolling system operation, including access, operations and change management controls. • Verified the reconciliation of toll collection as per transaction report (generated from toll system) with cash deposited in the designated bank account and revenue was as per the financial statements. Further, on sample basis verified the previous images and examined the charges which were based on vehicle classification. • Verified the exemptions and other dispensations allowed, as well as analysis of data for unusual transactions and examined the same. • Performed the cut off procedures in relation to revenue to test the completeness of revenue.

Independent Auditor's Report (Contd.)

Key Audit Matters (Continued)

DESCRIPTION OF KEY AUDIT MATTER (Contd.)

Sr. No.	The key audit matter	How the matter was addressed in our audit
3	**Impairment Testing for Intangible Assets - Toll Collection Rights:** See Note 5(a) to the consolidated financial statements The Group has toll collection rights as intangible assets pursuant to the concession agreement. The carrying value of these rights acquired under build-operate-transfer (BOT) basis is being compared to the recoverable value (which is value in use in the instant case) thereof to ascertain in case there is any impairment. The process involves estimating the value in use of the asset which is determined by forecasting and discounting future cash flows. The same is sensitive to changes in discount rate, traffic growth rates, toll growth rates etc. The determination of the recoverable amount of the toll collection right involves significant judgment due to inherent uncertainty in the assumptions of the recoverable amount of these rights. Accordingly, the evaluation of impairment of toll collection rights has been determined a key audit matter.	In view of the significance of the matter the auditor of the subsidiary has reported the following audit procedures in this area which were applied, among others to obtain sufficient appropriate audit evidence: • Evaluating design and implementation and testing operating effectiveness of key internal controls placed around the impairment assessment process of Intangible Assets. • Verified the accuracy of the valuation methodology used in determining the recoverable amount. Further, evaluated the objectivity, independence and competence of specialists involved. • Verified the assumptions used for the major components of the cash flow forecasts, discount rates, cost of capital, etc. • Assessed the key assumptions of independent valuation obtained by the Company on toll collection rights. • Evaluated the suitability of inputs and assumptions used in the cash flow forecasts by comparing the potential changes to previous year or actual performance. • Performed sensitivity analysis of key assumptions used in valuation, and • Checked the arithmetical accuracy of the valuation model.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the work done/ audit report of other auditors, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a

Independent Auditor's Report (Contd.)

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements (Contd.)

true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint venture and unincorporated joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its joint venture and unincorporated joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint venture and unincorporated joint ventures are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint venture and unincorporated joint ventures are responsible for overseeing the financial reporting process of each company.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based

Independent Auditor's Report (Contd.)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (Contd.)

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group and its joint venture and unincorporated joint ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

We did not audit the financial statements of five branches and eight unincorporated joint ventures, whose financial statements reflect total assets (before consolidation adjustments) of INR 150,973 lakhs as at 31 March, 2022, total revenues (before consolidation adjustments) of INR 140,541 lakhs and net cash inflows (before consolidation adjustments) amounting to INR 1,211 lakhs for the year ended on that date, as considered in the consolidated financial statements. The financial statements have been audited by branch auditors and other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these branches and eight unincorporated joint ventures and our report in terms of sub-section (3) of Section 143 of the Act, in so far it related to the aforesaid branches and eight unincorporated joint ventures is based solely on the report of the branch auditors and other auditors.

The said branches are located outside India whose financial statements and other information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by branch auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such branches located outside India from accounting principles generally accepted in their respective countries

Independent Auditor's Report (Contd.)

Other Matters (Contd.)

to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such branches located outside India is based on the reports of branch auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

We did not audit the financial statements of four subsidiaries, whose financial statements reflect total assets (before consolidation adjustments) of INR 155,485 lakhs as at 31 March, 2022, total revenues (before consolidation adjustments) of INR 17,914 lakhs and net cash outflows (before consolidation adjustments) amounting to INR 271 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of INR 1,989 lakhs for the year ended 31 March, 2022, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint ventures is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the branch auditors and other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries, joint venture and unincorporated joint ventures as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The reports on the accounts of the branch offices of the Holding Company audited under Section 143(8) of the Act by the branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

d) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

e) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

f) On the basis of the written representations received from the directors of the Holding Company as on 31 March, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and its joint venture incorporated in India, none of the directors of the Group companies and its joint venture incorporated in India is disqualified as on 31 March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, joint venture and unincorporated joint ventures incorporated

Independent Auditor's Report (Contd.)

Report on Other Legal and Regulatory Requirements (Contd.)

in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, joint venture and unincorporated joint ventures, as noted in the "Other Matters" paragraph:

a) The consolidated financial statements disclose the impact of pending litigations as at 31 March, 2022 on the consolidated financial position of the Group, its joint venture and unincorporated joint ventures. Refer Note 26 to the consolidated financial statements.

b) Provision has been made in the consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts including derivative contracts. Refer Note 30 and Note 36 to the consolidated financial statements in respect of such items as it relates to the Group, its joint venture and its unincorporated joint ventures.

c) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies and joint venture companies incorporated in India during the year ended 31 March, 2022.

d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies, joint venture company incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary companies and joint venture company incorporated in India or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or its subsidiary companies and joint venture company incorporated in India from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies and joint venture company incorporated in India shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material mis-statement.

e) The dividend declared or paid during the year by the Holding Company and its subsidiary companies and joint venture company incorporated in India is in compliance with Section 123 of the Act.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such

Independent Auditor's Report (Contd.)

Report on Other Legal and Regulatory Requirements (Contd.)

subsidiary companies and joint venture company incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies and joint venture company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies and joint venture company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vikas R Kasat
Partner
Membership No: 105317
UDIN: 22105317AIVDTL6263

Mumbai
12 May, 2022

Annexure A to the Independent Auditor's Report

on the consolidated financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022

With reference to the Annexure A referred to in Paragraph 1 in "Report on Other Legal and Regulatory Requirements" of the Independent Auditors' Report of even date to the Members of the Company on the consolidated financial statements for the year ended 31 March, 2022, we report that:

(xxi) In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, has unfavorable remarks, qualifications remarks given by the respective auditors in their reports under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Subsidiary / Joint venture	Clause number of the CARO report which is unfavorable or qualified
1	Kurukshetra Expressway Private Limited	U45400HR2010PTC040303	Joint venture	Clause (ix)(a) Clause (xvii) Clause (xix)
2	Wainganga Expressway Private Limited	U45203MH2011PTC264642	Subsidiary	Clause (ix)(a)

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vikas R Kasat
Partner
Membership No: 105317
UDIN: 22105317AIVDTL6263

Mumbai
12 May, 2022

Annexure B to the Independent Auditor's Report

on the consolidated financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE AFORESAID CONSOLIDATED FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013

(Referred to in paragraph A(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

OPINION

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2022, we have audited the internal financial controls with reference to consolidated financial statements of JMC Projects (India) Limited (hereinafter referred to as "the Holding Company") and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies and its joint venture company, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies and joint venture company, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 (hereinafter referred to as "the Act").

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies and joint venture company in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Annexure B to the Independent Auditor's Report (Contd.)

on the consolidated financial statements of JMC Projects (India) Limited for the year ended 31 March, 2022 (Contd.)

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

OTHER MATTERS

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial control with reference to consolidated financial statements in so far as it relates to four subsidiary companies and one joint venture company, eight unincorporated joint ventures which are incorporated in India and five overseas branches is based on the corresponding reports of the auditors of such companies incorporated in India, and the auditors of those overseas branches. Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vikas R Kasat
Partner
Membership No: 105317
UDIN: 22105317AIVDTL6263

Mumbai
12 May, 2022

Consolidated Balance Sheet
as at 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars	Note	31 March, 2022	31 March, 2021
Assets			
Non-current assets			
Property, plant and equipment	3	60,141.13	55,001.67
Capital work-in-progress	3	1,579.33	1,463.91
Right-of-use asset	42	6,945.00	5,185.95
Investment property	4	82.13	82.13
Intangible assets	5(a)	1,49,643.68	1,55,102.23
Intangible assets under development	5(b)	472.34	454.11
Financial assets			
Trade receivables	6 (a)	9,763.05	7,327.98
Other financial assets	6 (d)	8,268.32	5,421.21
Deferred tax assets	7	17,969.80	8,254.00
Other non-current assets	8	6,667.01	627.18
Total non-current assets	**(A)**	**2,61,531.79**	**2,38,920.37**
Current assets			
Inventories	9	31,011.97	23,255.84
Financial assets			
Trade receivables	6 (a)	1,00,811.91	94,284.58
Cash and cash equivalents	6 (c)	12,517.73	17,531.27
Bank balances other than above	6 (c)	11,968.94	4,493.50
Loans	6 (b)	4,884.27	22,516.39
Other financial assets	6 (d)	12,806.61	8,444.77
Current tax assets (net)	10	5,319.34	2,093.75
Other current assets	11	1,75,060.66	1,41,957.56
Total current assets	**(B)**	**3,54,381.43**	**3,14,577.66**
Total assets	**(A+B)**	**6,15,913.22**	**5,53,498.03**

Consolidated Balance Sheet (Contd.)
as at 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars	Note	31 March, 2022	31 March, 2021
Equity and liabilities			
Equity			
Equity share capital	12(a)	3,358.10	3,358.10
Other equity			
Reserves and surplus	12(b)	49,232.82	45,550.17
Other reserves	12(c)	86.56	86.56
Equity attributable to the shareholders of the Company	**(C)**	**52,677.48**	**48,994.83**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	13(a)	93,374.29	1,08,907.26
Lease liabilities	13(d)	4,166.12	2,981.63
Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	13(e)	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	13(e)	15,240.06	14,854.96
Other financial liabilities	13(c)	41,056.63	37,870.01
Provisions	14	6,883.79	9,436.26
Deferred tax liabilities	7	1,547.04	1,400.36
Other non-current liabilities	15	65,450.15	51,042.14
Total non-current liabilities	**(D)**	**2,27,718.08**	**2,26,492.62**
Current liabilities			
Financial liabilities			
Borrowings	13(b)	79,056.31	55,602.59
Lease liabilities	13(d)	2,984.26	2,399.94
Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	13(e)	12,412.01	6,974.16
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	13(e)	1,40,053.18	1,24,935.44
Other financial liabilities	13(c)	34,062.13	29,550.29
Other current liabilities	15	63,130.96	44,909.65
Provisions	14	3,818.81	13,638.51
Total current liabilities	**(E)**	**3,35,517.66**	**2,78,010.58**
Total liabilities	**(F= D+E)**	**5,63,235.74**	**5,04,503.20**
Total equity and liabilities	**(C+F)**	**6,15,913.22**	**5,53,498.03**
Significant accounting policies	2		
Notes to the consolidated financial statements	3 to 46		

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Consolidated Statement of Profit and Loss

for the year ended 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars	Note	31 March, 2022	31 March, 2021
Revenue from operations	16	5,51,881.71	3,84,445.79
Other income	17	4,620.54	2,728.44
Total income		**5,56,502.25**	**3,87,174.23**
Expenses			
Cost of materials consumed	18	2,73,116.73	1,63,711.93
Employee benefits expense	19	41,011.26	32,544.19
Construction expense	21(a)	1,59,072.67	1,25,722.42
Finance costs	22	24,905.46	25,095.47
Depreciation and amortisation expense	20	20,695.79	18,068.28
Expected credit loss provision for loans and advances given to joint venture (JV) / others	36 (A) (i)	9,525.67	-
Other expenses	21(b)	24,539.40	18,468.28
Total expenses		**5,52,866.98**	**3,83,610.57**
Profit from operations before exceptional items, share in (loss) of JV and tax		3,635.27	3,563.66
Exceptional items	36 (A) (i)	(5,520.03)	-
Share of net loss of joint venture accounted for using the equity method	25	(1,989.07)	(3,220.81)
(Loss)/ Profit before tax for the year		**(3,873.83)**	**342.85**
Tax expense	24(a)		
- Current tax		4,161.99	3,999.83
- Deferred tax (credit)		(9,854.90)	(1,037.14)
Total tax expense		**(5,692.91)**	**2,962.69**
Profit / (Loss) for the year		**1,819.08**	**(2,619.84)**
Other comprehensive income			
A. Items that will not be reclassified to profit or loss			
(i) Remeasurements of post-employment benefit obligations		18.22	111.21
(ii) Income tax relating to items that will not be reclassified to profit or loss		(4.61)	(29.49)
B. Items that will be reclassified subsequently to profit or loss			
(i) Exchange differences in translating foreign operations		2,925.81	(1,589.57)
(ii) Income tax relating to above (i)		(736.43)	421.52
(iii) Gain on hedging instruments		1,117.09	-
(iv) Income tax relating to hedging instruments		(281.17)	-
Other comprehensive income for the year, net of tax		**3,038.91**	**(1,086.33)**
Total comprehensive income for the year		**4,857.99**	**(3,706.17)**
Earnings per equity share (Face Value per share ₹ 2 each)			
Basic earnings per share	32	1.08	(1.56)
Diluted earnings per share		1.08	(1.56)
Significant accounting policies	2		
Notes to the consolidated financial statements	3 to 46		

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
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DIN : 01229696

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Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Consolidated Statement of Cash Flows
for the year ended 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars		31 March, 2022	31 March, 2021
Cash flow from operating activities			
(Loss)/Profit before tax from continuing operations		(3,873.83)	342.85
Adjustments for:			
Depreciation and amortisation expense		20,695.78	18,068.28
Finance costs		20,720.02	21,221.31
Net exchange differences		(9.91)	(6.86)
Loss on sale of assets		542.68	220.13
Finance income (including fair value change in financial instruments)		(1,570.22)	(1,498.44)
Rent income		(778.88)	(578.89)
Provision for expected credit loss and others including deferred guarantee commission		3,967.02	1,260.91
Liabilities written back		(1,832.57)	(425.74)
(Gain) on disposal of property, plant and equipment		(418.43)	(211.80)
Share of loss from investment in joint venture		1,989.07	3,220.81
Major maintenance expenditure		719.51	491.38
Unwinding of discounting on provisions		4,469.34	4,435.08
Expected credit loss provision for loans and advances given to JV/ others		9,525.67	-
Exceptional items		5,520.03	-
Operating profit before working capital adjustments		**59,665.28**	**46,539.02**
Adjustments for:			
(Increase) in trade receivables		(12,311.39)	(2,739.22)
(Increase) in other current assets		(43,496.62)	(11,683.78)
(Increase) in other non-current assets		(2,471.29)	(920.50)
(Increase) / decrease in inventories		(7,756.12)	876.26
Increase in trade payables		19,411.37	16,623.65
(Decrease) in long-term provisions		(7,342.99)	(4,698.38)
Increase in short-term provisions		2,551.45	3,058.18
Increase/ (decrease) in other current liabilities		17,919.93	(1,384.89)
Increase in other long-term liabilities		20,520.43	18,332.00
Cash generated from operating activities		**46,690.05**	**64,002.34**
Income taxes paid, net of refund received		105.63	35.28
Net cash flows from operating activities	**(A)**	**46,795.68**	**64,037.62**
Cash flows from investing activities			
Acquisition of property, plant and equipment and intangibles		(19,125.70)	(11,654.23)
Proceeds from sale of property, plant and equipment		1,416.66	569.35
Loans to related parties (net)		(5,935.00)	(4,010.39)
Loans to parties other than related parties (net)		450.00	(859.57)
Share of loss from investment in joint venture		(1,989.07)	(3,220.81)
Interest received		1,464.48	1,463.15
Deposits with banks (more than 3 months of original maturity)		(11,288.56)	(4,587.63)
Rent received		778.88	578.89
Net cash (used in) investing activities	**(B)**	**(34,228.31)**	**(21,721.24)**

Consolidated Statement of Cash Flows (Contd.)
for the year ended 31 March, 2022

(Currency: Indian rupees in lakhs)

Particulars		31 March, 2022	31 March, 2021
Cash flows from financing activities			
Proceeds from long term borrowings		21,131.34	6,847.68
Proceeds/ (repayment) of short term borrowings		16,418.04	3,110.36
Repayment of long term borrowings		(29,802.30)	(15,638.41)
Changes in unpaid dividend accounts		(0.71)	(0.79)
Interest paid		(20,720.05)	(21,221.31)
Dividends paid to Company's shareholders (including tax thereon)		(1,175.34)	(1,175.34)
Repayment of lease liability		(3,431.89)	(2,216.44)
Net cash (used in) financing activities	**(C)**	**(17,580.91)**	**(30,294.25)**
Net (decrease) / increase in cash and cash equivalents	**(A+B+C)**	**(5,013.54)**	**12,022.13**
Cash and cash equivalents at the beginning of the year		17,531.27	5,509.14
Cash and cash equivalents at end of the year		**12,517.73**	**17,531.27**

Notes:

1) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (IND AS) 7 - "Statement of Cash Flows''.

2) Reconciliation of cash and cash equivalents with the balance sheet:

(Currency: Indian rupees in lakhs)

	31 March, 2022	31 March, 2021
Cash and cash equivalents (refer note 6 (c))	12,517.73	17,531.27
Bank overdrafts	-	-
Balances per Consolidated statement of cash flows	**12,517.73**	**17,531.27**

Movement in borrowings (excluding interest accrued and due and interest accrued and not due)

(Currency: Indian rupees in lakhs)

	31 March, 2021	Cash Flows	Non-cash changes (Exchange rate difference)	31 March, 2022
Long term borrowings	1,38,925.44	(8,688.89)	-	1,30,236.55
Short term borrowings	25,584.41	16,619.55	(9.91)	42,194.05
Total borrowings	**1,64,509.85**	**7,930.66**	**(9.91)**	**1,72,430.60**

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

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Non-Executive Director
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Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Consolidated Statement of Changes in Equity (SOCIE)
for the year ended 31 March, 2022

A. EQUITY SHARE CAPITAL*

(Currency: Indian rupees in lakhs)

Particulars	Amount
As at 31 March, 2020	**3,358.10**
Change in equity share capital due to prior period errors	-
Restated balances at the beginning of 2020-21	3,358.10
Change in equity share capital during 2020-21	-
As at 31 March, 2021	**3,358.10**
Change in equity share capital due to prior period errors	-
Restated balances at the beginning of 2021-22	3,358.10
Change in equity share capital during 2021-22	-
As at 31 March, 2022	**3,358.10**

B. OTHER EQUITY*

(Currency: Indian rupees in lakhs)

Particulars	Reserves and Surplus				Other reserves	Other comprehensive income			Total
	Securities Premium	Debenture redemption reserve	Retained Earnings	General Reserves		Effective portion of cashflow hedges	Acturial loss on Defined Plan Liability	Exchange differences of foreign operations	
Balance at 1 April, 2020	**35,331.64**	**768.45**	**10,438.68**	**5,348.30**	**86.56**	**-**	**(270.26)**	**(1,185.13)**	**50,518.24**
Total comprehensive income for the year ended 31 March, 2021									
(Loss) for the year	-	-	(2,619.84)	-	-	-	-	-	(2,619.84)
Other comprehensive income (net of tax)	-	-	-	-	-	-	81.72	(1,168.05)	(1,086.33)
Total comprehensive income	**-**	**-**	**(2,619.84)**	**-**	**-**	**-**	**81.72**	**(1,168.05)**	**(3,706.17)**
Transactions with owners in their capacity as owners:									
Dividends paid (including tax thereon)	-	-	(1,175.34)	-	-	-	-	-	(1,175.34)
Appropriations during the year	-	-	(225.00)	225.00	-	-	-	-	-
Balance at 31 March, 2021	**35,331.64**	**768.45**	**6,418.50**	**5,573.30**	**86.56**	**-**	**(188.54)**	**(2,353.18)**	**45,636.73**
Balance at 1 April, 2021	**35,331.64**	**768.45**	**6,418.50**	**5,573.30**	**86.56**	**-**	**(188.54)**	**(2,353.18)**	**45,636.73**
Total comprehensive income for the year ended 31 March, 2022									
(Loss) for the year	-	-	1,819.08	-	-	-	-	-	1,819.08
Other comprehensive income (net of tax)	-	-	-	-	-	835.92	13.61	2,189.38	3,038.91
Total comprehensive income	**-**	**-**	**1,819.08**	**-**	**-**	**835.92**	**13.61**	**2,189.38**	**4,857.99**
Transactions with owners in their capacity as owners:									
Dividends paid (including tax thereon)	-	-	(1,175.34)	-	-	-	-	-	(1,175.34)
Transfer from Debenture Redemption Reserve to General reserve	-	(153.69)	-	153.69	-	-	-	-	-
Balance at 31 March, 2022	**35,331.64**	**614.76**	**7,062.24**	**5,726.99**	**86.56**	**835.92**	**(174.93)**	**(163.80)**	**49,319.38**

*The above statement of changes in equity should be read in conjunction with the accompanying note 12 to the consolidated financial statements.

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

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Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

Notes to the Consolidated Financial Statements
for the year ended 31 March, 2022

CORPORATE INFORMATION

These consolidated financial statements comprise standalone financial statements of JMC Projects (India) Limited (“the Company” or “the Parent Company”) and its subsidiaries (collectively referred to as “the Group”) and the Group's interest in joint ventures for the year ended 31 March, 2022. The Company is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act,1956. Its equity shares are listed on Bombay Stock Exchange of India Limited (BSE) & National Stock Exchange of India Limited (NSE). The registered office of the Company is located at A104, Shapath, S.G. Road, Ahmedabad, Gujarat. The Group is primarily engaged in EPC (Engineering, Procurement and Construction) business and also having BOOT (build, own, operate and transfer) projects. Information on the Groups structure and information on other related party relationship of the Group is provided in Note 34.

1 BASIS OF PREPARATION AND MEASUREMENT

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") to comply with Section 133 of the Companies Act, 2013, (the 'Act') and read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, and the relevant provisions and amendments, as applicable.

These consolidated financial statements were authorised for issue by the Company’s Board of Directors on 12 May, 2022.

Details of the Group's accounting policies are included in Note 2.

(b) Functional and presentation currency

These consolidated financial statements are presented in Indian’s (₹), which is the Group’s functional currency. All the financial information have been presented in Indian Rupess (₹), all amounts have been rounded-off to the nearest Lakhs, unless otherwise stated.

(c) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value; and
- net defined benefit (asset) / liability - fair value of plan assets less present value of defined benefit obligation

(d) Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

(i) Estimation of total contract revenue and costs for revenue recognition (Refer note 41)

(ii) Estimation of useful life of property, plant and equipment, investment property and intangibles (Refer point 2 (l), 2(m) and 2(n))

(iii) Estimation of provision for defect liability period, liquidated damages and onerous contracts, if any (Refer note 30)

(iv) Estimation of defined benefit obligation (Refer note 33)

(v) Estimation of revenue estimates for amortisation of intangible assets (Refer point 2 (n))

(vi) Estimation of recognition of deferred tax assets, availability of future taxable profit against which tax losses carried forward can be used (Refer note 7)

(vii) Estimation of major maintenance provision (Refer note 30)

(viii) Impairment of financial assets (i.e expected credit loss on trade receivables and retention money receivable) (Refer note 36)

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

1 BASIS OF PREPARATION AND MEASUREMENT (Contd.)

(d) Use of estimates and judgements (Contd.)

(ix) Impairment on accrued value of work done (Refer note 36)

(x) Impairment of financial liabilities (i.e retention money payable and advances from clients) (Refer note 36)

(xi) Estimation on discounting of lease liability on application of Ind AS 116 (Refer Note 42)

(e) Measurement of fair values

The Group's accounting policies and disclosures require the measurement of fair values, for financial instruments.

The Group has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Financial Officer (CFO).

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Significant valuation issues are reported to the Group's audit committee.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. (Refer Note 36)

(f) Principles of consolidation and equity accounting

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the group.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

Notes to the Consolidated Financial Statements (Contd.)

For the year ended 31 March, 2022

1 BASIS OF PREPARATION AND MEASUREMENT (Contd.)

(f) Principles of consolidation and equity accounting (Contd.)

(i) Subsidiaries (Contd.)

Consolidation procedure:

(i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(ii) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

(iii) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Non-controlling interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

(ii) Joint arrangements

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

Joint operations

A joint operation is a Jointly controlled arrangement whereby the parties have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. When an entity undertakes its activities under joint operations, the Group as a joint operator recognises for the assets, liabilities, revenues, and expenses relating to its interest in a joint operation in accordance with the Ind AS applicable to the particular assets. Transactions with the Joint operation by Group are recognised in the financial statements only to the extent of other parties' interests in the joint operation.

Joint ventures

The Group's interests in joint ventures are accounted for using the equity method (see (iii) below), after initially being recognised at cost in the consolidated balance sheet. Details of the joint venture are set out in note 25.

(iii) Equity method

Under the equity method of accounting, the investments are initially recognised at cost The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date and the Group's share of other comprehensive income. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually. When the Group's share of losses in an equity accounted investment equals or exceeds its interest in the entity, the Group does not recognise further

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

1 BASIS OF PREPARATION AND MEASUREMENT (Contd.)

(f) Principles of consolidation and equity accounting (Contd.)

losses, unless it has incurred obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in these entities until the date on which significant influence or joint control ceases.

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in loss of control as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity. The share of non-controlling interest is restricted to the extent of contractual obligation of the Group.

When the Group ceases to consolidate or equity account for an investment because of loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in the consolidated statement of profit and loss. This fair value becomes the initial carrying amount for the purpose of subsequently accounting for the retained interest as an joint venture or financial asset.

(iv) Transactions eliminated on consolidation

Inter-group balances and transactions, and any unrealised income and expenses arising fron inter-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the Investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

2 SIGNIFICANT ACCOUNTING POLICIES

(a) Segment reporting

Group's reportable segments are as under:

(a) Engineering, Procurement and Construction (EPC): It comprises of construction of buildings and factories, roads and bridges, water pipelines, metro, power, railways etc.

(b) Developmental Projects : It comprises of Operation and maintenance of toll roads.

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM).

The Board Of Directors of Group has appointed a management review committee which assesses the financial performance and position of the group, and makes strategic decisions. The management review committee, which has been identified as being the chief operating decision maker, consists of the chief executive officer, the chief financial officer and the manager for corporate planning of the Parent Company. Refer Note 37 for segment information presented.

(b) Current/ non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current.

The group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

Assets

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle;

(ii) it is expected to be realised within twelve months from the reporting date;

(iii) it is held primarily for the purposes of being traded; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(b) Current/ non-current classification (Contd.)

All other assets are classified as non current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria: (i) it is expected to be settled in the Group's normal operating cycle; (ii) it is due to be settled within twelve months from the reporting date; (iii) it is held primarily for the purposes of being traded; or (iv) the Group does not have an unconditional right to defer settlement of the liability for atleast twelve months from the reporting date.

All other liabilities are classified as non-current.

Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as twelve months for the purpose of current – non-current classification of assets and liabilities.

(c) Foreign currency

(i) Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the consolidated statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in profit or loss, except exchange differences arising from the translation of the equity investments classified as fair value through OCI (FVOCI) which is recognised in Other Comprehensive Income

(ii) Foreign operations

The results and financial position of foreign operations related to branches (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated into `, the functional currency of the Group, at the exchange rates at the reporting date.
- The income and expenses of foreign operations are translated into ` at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction, and
- All resulting exchange differences are recognised in foreign currency translation reserve (FCTR) through the consolidated Other Comprehensive Income.

Exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold, the associated exchange differences are reclassified to profit or loss, as part of the gain /(loss) on sale.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(c) Foreign currency (Contd.)

(ii) Foreign operations (Contd.)

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(d) Revenue recognition

(i) Construction Revenue

The Group undertakes Engineering, Procurement and Construction (EPC) business and also having BOOT (build, own, operate and transfer) projects. The ongoing contracts with customers are for construction of highways, water pipeline projects, construction of residential & commercial buildings, and others. The Group has applied the following accounting policy for revenue recognition:

Revenue from contracts with customers

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognise revenue when (or as) the entity satisfies a performance obligation.

The Group satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs; or
2. The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

Revenue from works contracts

Revenue from works contracts, where the outcome can be estimated reliably, is recognised under the percentage of completion method by reference to the stage of completion of the contract activity. The stage of completion is measured by calculating the proportion that costs incurred to date bear to the estimated total costs of a contract. Determination of revenues under the percentage of completion method necessarily involves making estimates by the management.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract cost incurred that are likely to be recoverable.

Any costs incurred that do not contribute to satisfying performance obligations are excluded from the Group’s input methods of revenue recognition as the amounts are not reflective of our transferring control of the system to the customer. Significant judgment is required to evaluate assumptions related to the amount of net contract revenues, including the impact of any performance incentives, liquidated damages, and other forms of variable consideration.

If estimated incremental costs on any contract,

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(d) Revenue recognition (Contd.)

(i) Construction Revenue (Contd.)

are greater than the net contract revenues, the Group recognises the entire estimated loss in the period the loss becomes known.

When the Group satisfies a performance obligation by delivering the promised goods or services it creates a contract asset based on the amount of consideration to be earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised this gives rise to a contract liability.

Any variations in contract work, claims, incentive payments are included in the transaction price if it is highly probable that a significant reversal of revenue will not occur once associated uncertainties are resolved.

Consideration is adjusted for the time value of money if the period between the transfer of goods or services and the receipt of payment exceeds twelve months and there is a significant financing benefit either to the customer or the Group.

Operation and maintenance income

The Group recognises revenue from Operations & Maintenance services using the time-elapsed measure of progress i.e input method on a straight line basis.

Multiple deliverable arrangements

When two or more revenue generating activities or deliverables are provided under a single arrangement, each deliverable that is considered to be a separate unit of account is accounted for separately. The allocation of consideration from a revenue arrangement to its separate units of account is based on the relative fair value of each unit. If the fair value of the delivered item is not reliably measurable, then revenue is allocated based on the difference between the total arrangement consideration and the fair value of the undelivered item.

The Group evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Contracts where the Group provides a significant integration service to the customer by combining all the goods and services are concluded to have a single performance obligations. Contracts with no significant integration service, and where the customer can benefit from each unit on its own, are concluded to have multiple performance obligations. In such cases consideration is allocated to each performance obligation, based on standalone selling prices. Where the Group enters into multiple contracts with the same customer, the Group evaluates whether the contract is to be combined or not by evaluating factors such as commercial objective of the contract, consideration negotiated with the customer and whether the individual contracts have single performance obligations or not.

Advances from customers, progress payments, amount due from and due to customers and retention money receivable

Advances received from customers in respect of contracts are treated as liabilities and adjusted against progress billing as per terms of the contract.

Progress payments received are adjusted against amount receivable from customers in respect of the contract work performed.

Amounts due from contract customers represents the gross unbilled amount expected to be collected from customers for contract work performed till date. It is measured at cost plus profit recognised till date less progress billings and recognised losses when incurred.

Amounts due to contract customers represents the excess of progress billings over the revenue recognised (costs plus attributable profits) for the contract work performed till date.

Amounts retained by the customers until the satisfactory completion of the contracts are recognised as receivables.

Revenue is net of taxes, duties and cess.

Revenue from contracts awarded to a Jointly Controlled Entity but executed by the Group under the arrangement with the Joint Venture Partner (being in substance in the nature of Jointly Controlled Operations, in terms of Ind AS Accounting Standard) is recognised on the same basis as similar contracts independently executed by the company.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(d) Revenue recognition (Contd.)

(ii) Service concession arrangement

Concession arrangements are recognised in accordance with Appendix C of Ind AS 115, Service Concession Arrangements. It is applicable to concession arrangements comprising a public service obligation and satisfying all of the following criteria:

- the concession grantor controls or regulates the services to be provided by the operator using the asset, the infrastructure, the beneficiaries of the services and prices applied;
- the grantor controls the significant residual interest in the infrastructure at the end of the term of the arrangement.

As per Ind AS 115, such infrastructures are not recognised in assets of the operator as property, plant and equipment but in financial assets ("financial asset model") and/ or intangible assets ("intangible asset model") depending on the remuneration commitments given by the grantor.

The intangible asset model applies where the operator is paid by the users or where the concession grantor has not provided a contractual guarantee in respect of the recoverable amount. The intangible asset corresponds to the right granted by the concession grantor to the operator to charge users of the public service in remuneration of concession services.

Intangible assets resulting from the application of appendix C of Ind AS 115 are recorded in the financial statements as intangible assets and are amortised using revenue based amortisation method.

Based on the above parameter, in case of the Group, Intangible asset model is adopted.

Under the intangible asset model, revenue includes:

- construction or upgrade services provided under a service concession arrangement, recognised based on the stage of completion of the work performed, consistent with the Group's accounting policy on recognising revenue on construction contracts. Operation or service revenue is recognised in the period in which the services are provided by the Group ;
- charges collected from users on the basis of usage of the toll. Toll Revenue in the form of periodic pass(es) are accounted for as income in the period in which the same are received.

(iii) Dividend Income

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

(iv) Interest Income or expenses

Interest income or expense is accounted basis effective interest rate (EIR).

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to: (a) the gross carrying amount of the financial asset; or (b) the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

(v) Government grants

Government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant; they are then recognised in profit or loss as other operating revenue on a systematic basis. Grants that compensate the Group for expenses incurred are recognised in profit or loss as other operating revenue on a systematic basis in the periods in which such expenses are recognised.

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(vi) Rental Income

Rental Income from investment property is recognised in statement of profit and loss on straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

(e) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Parent Company and its subsidiaries and joint venture company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit/ (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(f) Leases

(a) Definition of leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(f) Leases (Contd.)

(a) Definition of leases (Contd.)

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Group has the right to direct the use of the asset. The Group has the right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:
- the Group has the right to operate the asset; or
- the Group designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone selling prices. However, for the leases of land and buildings in which it is a lessee, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

(b) As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate over a period of lease term. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(f) Leases (Contd.)

(b) As a lessee (Contd.)

remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' / separately from other assets in the Consolidated financial statements and lease liabilities in 'Financial liabilities' in the Consolidated financial statements.

Short-term leases and leases of low-value assets:

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of buildings and machinery that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Under IAS 17

In the comparative period, as a lessee the Group classified leases that transfer substantially all of the risks and rewards of ownership as finance leases. When this was the case, the leased assets were measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Minimum lease payments were the payments over the lease term that the lessee was required to make, excluding any contingent rent. Subsequently, the assets were accounted for in accordance with the accounting policy applicable to that asset.

Assets held under other leases were classified as operating leases and were not recognised in the Consolidated financial statements. Payments made under operating leases were recognised in the Consolidated statement of profit or loss on a straight-line basis over the term of the lease. Lease incentives received were recognised as an integral part of the total lease expense, over the term of the lease.

(c) As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Group applies Ind AS 115 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases as income on a straightline basis over the lease term as part of 'other income'.

The accounting policies applicable to the Group as a lessor in the comparative period were not different from Ind AS 116. However, when the Group was an intermediate lessor the sub-leases were classified with reference to the underlying asset.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(g) Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary and joint venture comprises the

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity
- over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in the statement of profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

(h) Impairment of non-financial assets

The Group's non-financial assets, investment property and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment of assets and if any indication exists, the recoverable value of such assets is estimated. An impairment loss is recognised when the carrying cost of assets exceeds its recoverable value. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired, if any indication exists or when annual impairment testing for an asset is required, the Group estimates the assets recoverable amount . An asset's recoverable amount is the higher of an asset's or cash generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset , unless the asset does not generate cash inflows that are generally independant of those from other asset, or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use,

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(h) Impairment of non-financial assets (Contd.)

the estimated future cash flows are discounted in their present value using a pre tax discounted rate that reflects current market assessments of the time value of money and the risks specific to the asset. The Group bases its impairment calculation on detailed budgets and forcast calculations , which are prepared separately for each of the Group's CGU to which the individual assets are allocated . These budgets and forcast calculations generally cover a period of five years . For longer periods, a long time growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budget/forcasts , the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years , unless an increasing rate can be justified. In any case, this growth rate does not exceed the long term average growth rate for the products, industries or country or countries in which the entry operates or for market in which asset is used.

(i) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(j) Inventories

Construction materials and spares, tools and stores, are stated at the lower of cost and net realisable value. Cost of construction materials comprises cost of purchases. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs. Costs are assigned to individual items of inventory on the basis of weighted average costs (WAC) (Refer note 9). Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

(k) Financial Instruments

Investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary in the opinion of the Management.

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. Financial instruments also include derivative contracts such as foreign currency forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

(i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVOCI – debt investment;
- FVOCI – equity investment; or
- FVTPL.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(k) Financial Instruments (Contd.)

(ii) Classification and subsequent measurement (Contd.)

– the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

– the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment- by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

– the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

– how the performance of the portfolio is evaluated and reported to the Group's management;

– the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

– how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and

– the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(k) Financial Instruments (Contd.)

(ii) Classification and subsequent measurement (Contd.)

flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

(i) Financial assets at FVTPL:

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in the consolidated statement of profit or loss.

(ii) Financial assets at amortised cost:

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in the consolidated statement of profit or loss.

(iii) Debt investments at FVOCI:

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified in the consolidated statement of profit or loss.

(iv) Equity investments at FVOCI:

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses on disposal of such investments are recognised in OCI and are not reclassified in the consolidated statement of profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in the consolidated statement of profit or loss.

(iii) Non-derivative financial assets – service concession arrangements

The Group recognises a financial asset arising from a service concession arrangement when it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor of the concession for the construction or upgrade services provided. Such financial assets are measured at fair value upon initial recognition and classified as trade receivables. Subsequent to initial recognition, such financial assets are measured at amortised cost.

If the Group is paid for the construction services

Notes to the Consolidated Financial Statements (Contd.)

For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(k) Financial Instruments (Contd.)

(iii) Non-derivative financial assets - service concession arrangements (Contd.)

partly by a financial asset and partly by an intangible asset, then each component of the consideration is accounted for separately and is initially recognised at its fair value.

(iv) Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of consolidated profit or loss.

(v) Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

(vi) Impairment of financial assets

A financial asset is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.

b) Lease receivables

c) Trade receivables

d) Accrued value of work done

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

i. Trade receivables which do not contain a significant financing component.

ii. Accrued value of work done which do not contain a significant financing component.

iii. Retention money receivables

iv. All lease receivables resulting from transactions.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(I) Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably and is measured at cost. Subsequent to recognition, all items of property, plant and equipment (except for freehold land) are stated at cost less accumulated depreciation and accumulated impairment losses.

If the cost of an individual part of property, plant and equipment is significant relative to the total cost of the item and has a separate useful life, the individual part is accounted for and depreciated separately.

The cost of property, plant and equipment comprises its purchase price plus any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and the initial estimate of decommissioning, restoration and similar liabilities, if any. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

Items such as spare parts, stand-by equipments and servicing that meets the definition of property, plant and equipment are capitalised at cost and depreciated over the useful life. Cost of repairs and maintenance are recognised in the consolidated statement of profit and loss as and when incurred.

Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Consolidated statement of profit and loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method in the manner and at the rates prescribed by Schedule II of the Act except for certain items of plant and machinery wherein depreciation is provided based on the estimated useful lives of the plant and machinery so acquired, determined by the Group's management based on the technical evaluation carried out by the projects team. Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of). The useful lives used, as set out in the following table, are lower than or as those specified in Schedule II of the Act as under :

Class of assets	Useful life as per Schedule II
• Office building	60 years
• Store building	3 years
• Plant and equipment	10-15 years
• Furniture and fixtures	10 years
• Vehicles	8-10 years
• Office equipment	3-10 years
• Electrical installation	10 years

Assets costing less than ₹ 20,000 are depreciated 100% in the year of purchase/acquisition.

The Assets acquired under finance leases is depreciated over the asset’s useful life or over the shorter of the asset’s useful life and the lease term if there is no reasonable certainty that the group will obtain ownership at the end of the lease term.

The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act; 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset.

The assets’ residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the consolidated statement of profit and loss within other gains/(losses).

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(l) Property, plant and equipment (Contd.)

Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

(m) Investment properties

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Based on technical evaluation and consequent advice, the management believes a period of 25-40 years as representing the best estimate of the period over which investment properties (which are quite similar) are expected to be used. Accordingly, the Group depreciates investment properties using the straight-line method over their estimated useful lives.

Any gain or loss on disposal of an investment property is recognised in the Consolidated statement of profit and loss.

The fair values of investment property is disclosed in the notes. Fair values is determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

(n) Intangible assets

(i) Computer software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

(ii) Intangible Assets under Development

All projects related expenditure for acquisition of toll collection rights viz. civil works, machinery under erection, construction and erection materials, pre-operative expenditure, expenditure indirectly related to the project and incidental to setting up project facilities, borrowing cost incurred prior to the date of commercial operation and trial run expenditure are shown under Intangible Assets under development. These expenses are net of recoveries, claims and income (net of tax), if any, from surplus funds arising out of project specific borrowings.

(iii) Amortisation methods and periods

The group amortises intangible assets with a finite useful life using the straight-line method over the following periods:

- Computer software 3-5 years
- The estimated useful life of an intangible asset in a service concession arrangement is the period from when the Group is able to charge the public for the use of the infrastructure to the end of the concession period.

Notes to the Consolidated Financial Statements (Contd.)

For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(o) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(p) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in statement of profit and loss over the period of the borrowings using the effective interest method (EIR). Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in the consolidated statement of profit and loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in statement of profit and loss as other gains/(losses).

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in statement of profit and loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the consolidated financial statements for issue, not to demand payment as a consequence of the breach.

(q) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(r) Provisions, Contingent liabilities/assets and Onerous contracts

Provision

Provisions for legal claims, service warranties are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that anoutflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no disclosure is made.

Contingent Assets are not recognised but are disclosed in the notes to the Consolidated Financial Statements when economic inflow is probable.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

(s) Employee benefits

(i) Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefits

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period based on independent actuarial valuation. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the consolidated statement of profit and loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment benefits

The group operates the following post-employment schemes:

(a) defined benefit plans such as gratuity, pension, and

(b) defined contribution plans such as provident fund and superannuation fund

Pension and gratuity benefits

The liability or asset recognised in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(s) Employee benefits (Contd.)

(iii) Post-employment benefits (Contd.)

Pension and gratuity benefits (Contd.)

obligation is calculated annually by independent actuaries using the projected unit credit method.

Gratuity liability is covered by payment there of to Gratuity fund, the defined benefit plan under Group Gratuity Cash Accumulation Scheme of LIC of India under irrevocable trust. The present value of the defined benefit obligation denominated in ` is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The benefits which are denominated in currency other than `, the cash flows are discounted using market yields determined by reference to high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income (OCI). They are included in acturial loss on defined plan liability in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Consolidated statement of profit and loss as past service cost.

Defined contribution plans

The Group pays provident fund contributions to publicly administered provident funds and employee state insurance corporation (ESIC) as per local regulations. The group also pays superannuation fund to LIC of India . The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Employee options

The fair value of options granted under the Group Employee Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to save or holdings shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in statement of profit and loss, with a corresponding adjustment to equity.

(iv) Bonus plans

The group recognises a liability and an expense for bonuses. The group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(v) Termination benefits

Termination benefits are payable when employment is terminated by the group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The group recognises termination benefits at the earlier of the following dates: (a) when the group can no longer withdraw the offer of

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(s) Employee benefits (Contd.)

(v) Termination benefits (Contd.)

those benefits; and (b) when the entity recognises costs for a restructuring that is made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

(t) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(u) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(v) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(w) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to owners of the group by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(x) Fair Value

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) in the principal market for the asset or liability; or

(ii) in the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy that categorises into three levels, as described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (level 3 inputs).

Level 1 : quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 : inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 : inputs that are unobservable for the asset or liability

For assets and liabilities that are recognised in the consolidated financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

(y) Statement of cash flows

The Group's statement of cash flows are prepared using the Indirect method, whereby profit/(loss) for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

2 SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(y) Statement of cash flows (Contd.)

from operating, investing and financing activities of the Group are segregated.

For the purpose of presentation in statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with Banks/financial institutions, with original maturities of 3 months or less that are readily convertible to known amount of cash and which are subject to an insignificant risk of change in value. These also include bank overdrafts and cash credit facility that form an integral part of the Group's cash management

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

(z) Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1st, 2022, as below:

Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while The Company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

(aa) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the consolidated financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

3 PROPERTY, PLANT AND EQUIPMENT

(Currency: Indian rupees in Lakhs)

Particulars	Freehold Land - Owned	Office Building	Store Building	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Electrical Installation	Total	Capital work-in- progress
Year ended 31 March, 2021										
Gross carrying amount										
Balance as at 1 April, 2021	57.55	235.63	12,169.08	64,787.75	1,009.37	3,496.22	2,296.64	316.21	84,368.45	1,054.17
Exchange differences	-	-	(52.63)	(919.02)	(4.25)	(531.90)	(17.43)	-	(1,525.23)	-
Additions	-	274.74	4,952.06	6,529.28	18.89	115.46	363.46	37.85	12,291.74	1,444.65
Disposals	-	-	(36.27)	(2,066.82)	(8.24)	(432.43)	(2.47)	-	(2,546.23)	(1,034.91)
Balance as at 31 March, 2021 (gross carrying amount)	**57.55**	**510.37**	**17,032.24**	**68,331.19**	**1,015.77**	**2,647.35**	**2,640.20**	**354.06**	**92,588.73**	**1,463.91**
Accumulated depreciation										
Opening accumulated depreciation	-	21.78	3,230.35	21,658.56	435.73	1,679.24	1,566.09	124.08	28,715.83	-
Depreciation for the year	-	5.46	4,230.06	6,973.94	115.56	330.59	359.58	33.32	12,048.51	-
Disposals	-	-	(34.46)	(1,881.61)	(7.81)	(326.88)	(2.47)	-	(2,253.23)	-
Exchange differences	-	-	(10.74)	(560.10)	(2.69)	(338.90)	(11.62)	-	(924.05)	-
Balance as at 31 March, 2021 (accumulated depreciation)	**-**	**27.24**	**7,415.21**	**26,190.79**	**540.79**	**1,344.05**	**1,911.58**	**157.40**	**37,587.06**	**-**
Net carrying amount	**57.55**	**483.13**	**9,617.03**	**42,140.40**	**474.98**	**1,303.30**	**728.62**	**196.66**	**55,001.67**	**1,463.91**
Year ended 31 March, 2022										
Gross carrying amount										
Balance as at 1 April, 2021	57.55	510.37	17,032.24	68,331.19	1,015.77	2,647.35	2,640.20	354.06	92,588.73	1,463.91
Exchange differences	-	-	(34.88)	(639.38)	(4.50)	(333.85)	(17.16)	-	(1,029.77)	-
Additions	-	-	5,557.07	13,699.11	24.39	476.31	680.98	46.58	20,484.44	115.42
Disposals	-	-	(3,968.01)	(2,711.57)	(30.82)	(332.71)	(94.13)	(4.62)	(7,141.86)	-
Balance as at 31 March, 2022 (gross carrying amount)	**57.55**	**510.37**	**18,586.42**	**78,679.35**	**1,004.84**	**2,457.10**	**3,209.89**	**396.02**	**1,04,901.54**	**1,579.33**
Accumulated depreciation										
Opening accumulated depreciation	-	27.24	7,415.21	26,190.79	540.79	1,344.05	1,911.58	157.40	37,587.06	-
Depreciation for the year	-	23.11	5,820.49	6,927.34	94.56	265.42	415.94	24.89	13,571.75	-
Disposals	-	-	(3,619.51)	(1,698.63)	(29.28)	(275.76)	(85.84)	(4.14)	(5,713.16)	-
Exchange differences	-	-	(8.41)	(425.80)	(3.56)	(236.43)	(11.04)	-	(685.24)	-
Net carrying amount	**57.55**	**460.02**	**8,978.64**	**47,685.65**	**402.33**	**1,359.82**	**979.25**	**217.87**	**60,141.13**	**1,579.33**

For property, plant and equipment secured against borrowings, refer note 13 (a) and 13 (b) of the consolidated financial statements.

Capital work-in-progress Schedule

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March, 2022					
Projects in progress	1,579.33	-	-	-	1,579.33
Projects temporarily suspended	-	-	-	-	-
As at 31 March, 2021					
Projects in progress	1,449.67	14.24	-	-	1,463.91
Projects temporarily suspended	-	-	-	-	-

Capex expenditure of the Company is within the overall capex budget and are expected to be completed within the given timelines.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

4 INVESTMENT PROPERTIES (AT COST)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Cost or deemed cost (gross carrying amount)		
Opening gross carrying amount / Deemed cost	82.13	82.13
Additions	-	-
Balance as at 31 March (gross carrying amount)	**82.13**	**82.13**
Opening accumulated depreciation		
Depreciation for the year	-	-
Balance as at 31 March (accumulated depreciation)	**-**	**-**
Net carrying amount	**82.13**	**82.13**

Fair value

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Investment properties	1,332.58	1,104.87

Measurement of fair values

(i) Fair value hierarchy:

The fair value of investment property has been determined by independent external Government registered property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

(ii) Valuation technique:

Valuation of the subject property has been done by Sales Comparison Method under Market Approach at each balance sheet date. A comparison is made for the purpose of valuation with similar properties that have recently been sold in the market and thus have a transaction price. The sales comparison approach is the preferred approach when sales data are available. Comparable properties are selected for similarity to the subject property considering attributes like age, size, shape, quality of construction, building features, condition, design, gentry, etc. Their sale prices are then adjusted for their difference from the subject property. Finally a market value for the subject property is estimated from the adjusted sales price of the comparable properties. Investment property comprises a number of vacant industrial land.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

5 (A) INTANGIBLE ASSETS

(Currency: Indian rupees in Lakhs)

Particulars	Toll Collection Rights	Computer software	Total
Year ended 31 March, 2021			
Gross carrying amount			
Balance at 1 April 2020	1,74,856.10	1,587.70	1,76,443.80
Additions	-	43.52	43.52
Disposals / adjustments	-	-	-
Balance as at 31 March, 2021 (gross carrying amount)	**1,74,856.10**	**1,631.22**	**1,76,487.32**
Accumulated amortisation			
Opening accumulated amortisation	16,405.80	935.88	17,341.68
Amortisation for the year	3,805.61	237.80	4,043.41
Balance as at 31 March, 2021 (accumulated depreciation)	**20,211.41**	**1,173.68**	**21,385.09**
Net carrying amount	**1,54,644.69**	**457.54**	**1,55,102.23**
Year ended 31 March, 2022			
Gross carrying amount			
Balance at 1 April, 2021	1,74,856.10	1,631.22	1,76,487.32
Additions	-	291.25	291.25
Disposals / adjustments	-	(46.42)	(46.42)
Balance as at 31 March, 2022 (gross carrying amount)	**1,74,856.10**	**1,876.05**	**1,76,732.15**
Accumulated amortisation			
Opening accumulated amortisation	20,211.41	1,173.68	21,385.09
Amortisation for the year	3,945.88	258.94	4,204.82
Disposals	-	(44.47)	(44.47)
Impairment loss	1,543.03	-	1,543.03
Balance as at 31 March, 2022 (accumulated depreciation)	**25,700.32**	**1,388.15**	**27,088.47**
Net carrying amount	**1,49,155.78**	**487.90**	**1,49,643.68**

5 (B) INTANGIBLE ASSETS UNDER DEVELOPMENT

(Currency: Indian rupees in Lakhs)

Particulars	Total
Year ended 31 March, 2021	
Gross carrying amount	
Balance as at 1 April 2020	420.09
Additions	34.02
Disposals	-
Balance as at 31 March, 2021 (gross carrying amount)	**454.11**
Year ended 31 March, 2022	
Gross carrying amount	
Balance as at 1 April, 2021	454.11
Additions	18.23
Disposals	-
Balance as at 31 March, 2022 (gross carrying amount)	**472.34**

Intangible Assets Under Development aging schedule

	Amount in Intangible Assets Under Development for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March, 2022					
Projects in progress	30.38	34.02	-	-	**64.40**
Projects temporarily suspended	-	-	-	407.94	**407.94**
As at 31 March, 2021					
Projects in progress	34.02	12.15	-	-	**46.17**
Projects temporarily suspended	-	-	-	407.94	**407.94**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS

(a) Trade receivables

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Trade receivables		
Debts outstanding over six months from due date of payment	30,757.10	31,145.75
Other debts includes retention money	79,933.53	69,028.80
Receivables from related parties	10,920.80	8,723.93
	1,21,611.43	**1,08,898.48**
Less: Provision for expected credit loss (Refer note 36 A (i))	(11,036.47)	(7,285.92)
Total receivables	**1,10,574.96**	**1,01,612.56**
Non current	**9,763.05**	**7,327.98**
Current	**1,00,811.91**	**94,284.58**

The non-current and current classification is carried out based on the expected realisation date.

Break-up of security details

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Trade receivables considered good - secured	-	-
Trade receivables considered good - unsecured	1,21,611.43	1,08,898.48
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
Doubtful	-	-
Total	**1,21,611.43**	**1,08,898.48**
Provision for expected credit loss (Refer note 36 A (i))	(11,036.47)	(7,285.92)
Total trade receivables	**1,10,574.96**	**1,01,612.56**

- For terms and conditions of receivables owing from related parties, refer note 34 of consolidated financial statements.
- For receivables secured against borrowings, refer note 13 (b) and 36 (c) of consolidated financial statements.
- The Company exposure to credit and currency risks, and loss allowances related to receivables are disclosed in note 36 (A) (i) & 36 (A) (iii) of consolidated financial statements.

Trade Receivable ageing schedule

(Currency: Indian rupees in Lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
2021-22		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	37,460.27	29,188.33	26,177.69	7,469.28	9,011.33	6,401.00	1,15,707.90
(ii)Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii)Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables — considered good	-	995.84	-	148.44	1,356.31	3,402.94	5,903.53
(v)Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi)Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
	37,460.27	**30,184.17**	**26,177.69**	**7,617.72**	**10,367.64**	**9,803.94**	**1,21,611.43**
Less: Provision for expected credit loss (Refer note 36 A (i))							**(11,036.47)**
Total							**1,10,574.96**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(a) Trade receivables (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
2020-21		**Less than 6 months**	**6 months-1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	
(i) Undisputed Trade receivables — considered good	28,138.50	24,135.09	24,008.48	18,235.17	3,986.79	6,780.06	1,05,284.09
(ii)Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii)Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables — considered good	-	21.46	377.59	805.41	870.93	1,539.00	3,614.39
(v)Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi)Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
Unbilled dues shall be disclosed separately	-	-	-	-	-	-	-
Less Expected Credit Loss							
	28,138.50	**24,156.55**	**24,386.07**	**19,040.58**	**4,857.72**	**8,319.06**	**1,08,898.48**
Less: Provision for expected credit loss (Refer note 36 A (i))							**(7,285.92)**
Total							**1,01,612.56**

(b) Loans

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	**Non-current**	**Current**	**Non-current**
Unsecured, considered good				
To related parties:				
Loans to Joint venture (JV)	29,887.45	-	23,952.45	-
To parties other than related parties:				
Other loans and advances	5,659.43	-	6,511.00	-
Total	**35,546.88**	**-**	**30,463.45**	**-**
Expected credit loss provision for loans and advances given to JV and others (refer note 36 (A) (i))	(30,662.61)	-	(7,947.06)	-
Total loans	**4,884.27**	**-**	**22,516.39**	**-**

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	**Non-current**	**Current**	**Non-current**
Kurukshetra Expressway Private Limited	29,887.45	-	23,952.45	-
Expected credit loss provision for loans and advances given to JV (refer note 36 (A) (i))	(29,887.45)	-	(7,947.06)	-
Total	**-**	**-**	**16,005.39**	**-**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(b) Loans (Contd.)

Break-up of security details

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	Non-current	Current	Non-current
Loans receivables considered good - secured	-	-	-	-
Loans receivables considered good - unsecured	35,546.88	-	30,463.45	-
Loans receivables which have significant increase in credit risk	-	-	-	-
Loans receivables - credit impaired	-	-	-	-
Doubtful	-	-	-	-
Total	**35,546.88**	**-**	**30,463.45**	**-**
Expected credit loss provision for loans and advances given to JV (refer note 36 (A) (i))	(30,662.61)	-	(7,947.06)	-
Total loans	**4,884.27**	**-**	**22,516.39**	**-**

Loans or advances to specified persons

(Currency: Indian rupees in Lakhs)

Type of Borrower	As at 31 March, 2022		As at 31 March, 2021	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Loans to Joint venture - Kurukshetra Expressways Private Limited -Repayable on demand and Interest free loan	29,887.45	84.08%	23,952.45	78.63%

(c) Cash and cash equivalents

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Balances with banks		
- in current accounts	7,213.91	10,087.61
- in Demand Deposits (with less than 3 months of original maturity)	5,263.13	7,389.51
Cash on hand	40.69	54.15
Total cash and cash equivalents	**12,517.73**	**17,531.27**

Bank balances other than above

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Bank balances other than above		
- Unpaid dividend accounts	10.34	9.62
- Bank deposits (original maturity more than 3 months but less than 12 months)*	11,958.60	4,483.88
Total bank balances other than above	**11,968.94**	**4,493.50**

*Includes deposits held as margin money and towards other commitments.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

6 FINANCIAL ASSETS (Contd.)

(d) Other financial assets

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Current	Non-current	Current	Non-current
Accrued interest on fixed deposits	1,005.82	97.54	818.68	50.70
Bank deposits (Original maturity more than 12 months)**	3,554.50	6,141.86	2,517.57	3,364.95
Security deposits	7,106.65	2,028.92	5,108.52	2,005.56
Derivative contracts (refer note 36 (iii) (c))	1,139.64	-	-	-
Total other financial assets	**12,806.61**	**8,268.32**	**8,444.77**	**5,421.21**

**Includes deposits held as margin money and towards other commitments.

7 DEFERRED TAX ASSETS/LIABILITIES

Movement in deferred tax balances

(Currency: Indian rupees in Lakhs)

Particulars	1 April 2021	Recognised in the statement of profit or loss	Recognised in OCI	31 March, 2022
Property, plant and equipment	1,413.47	(915.40)	-	498.07
Expenses deductible/Income taxable in other accounting period	(2,586.57)	186.47	-	(2,400.10)
Provision for expected credit loss on trade receivables, retention and accrued value of work done	2,332.79	1,110.47	-	3,443.26
Change in method of determining revenue	(2,049.53)	-	-	(2,049.53)
Provision for onerous contracts	32.97	29.57	-	62.54
Impact of lease accounting (As per IND AS 116)	59.52	18.53	-	78.05
Provision for expected credit loss for loans and advances given to JV / others	2,000.12	9,579.49	-	11,579.61
Related to employee benefits	-	4.61	(4.61)	-
Fair value of financial assets and liabilities through profit and loss account	(993.73)	-	-	(993.73)
Tax losses	5,251.28	(0.06)	-	5,251.22
Forward contract	-	-	(281.17)	(281.17)
Other items	1,393.24	(158.77)	-	1,234.54
Tax Assets / (Liabilities)	**6,853.64**	**9,854.91**	**(285.78)**	**16,422.76**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

7 DEFERRED TAX ASSETS/LIABILITIES (Contd.)

Movement in deferred tax balances (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	1 April 2020	Recognised in the statement of profit or loss	Recognised in OCI	31 March, 2021
Property, plant and equipment	299.42	1,114.05	-	1,413.47
Expenses deductible/Income taxable in other accounting period	(2,137.50)	(449.07)	-	(2,586.57)
Provision for expected credit loss on trade receivables, retention and accrued value of work done	2,088.60	244.19	-	2,332.79
Change in method of determining revenue	(2,049.53)	-	-	(2,049.53)
Provision for onerous contracts	-	32.97		32.97
Impact of lease accounting (As per IND AS 116)	37.70	21.82	-	59.52
Provision for expected credit loss for loans and advances given to JV	2,000.12	-	-	2,000.12
Related to employee benefits	-	29.49	(29.49)	-
Fair value of financial assets and liabilities through profit and loss account	(993.73)	-	-	(993.73)
Tax losses	5,251.28	-	-	5,251.28
Other items	1,349.55	43.69	-	1,393.24
Tax Assets / (Liabilities)	**5,845.91**	**1,037.14**	**(29.49)**	**6,853.64**

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Deferred tax assets	17,969.80	8,254.00
Deferred tax liabilities	(1,547.04)	(1,400.36)
Total cash and cash equivalents	**16,422.76**	**6,853.64**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

8 OTHER NON-CURRENT ASSETS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Capital advances	3,788.26	149.52
Prepaid expenses	2,878.75	477.66
Total other non-current assets	**6,667.01**	**627.18**

9 INVENTORIES

(at lower of cost or net realisable value)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Construction material	29,782.84	22,081.84
Spares, tools and stores	1,229.13	1,174.00
Total inventories	**31,011.97**	**23,255.84**

10 CURRENT TAX ASSETS (NET)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Advance income tax (net of provision for tax ₹ 20,680.92 Lakhs (31 March, 2021 : ₹ 16,794.19 Lakhs))	5,319.34	2,093.75
Total current tax assets (net)	**5,319.34**	**2,093.75**

11 OTHER CURRENT ASSETS

(unsecured and considered good)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Amount due from customers on construction contract (refer note 41)	26,888.50	35,171.57
Accrued value of work done (net of advances) (refer note 41)	1,09,293.05	85,697.60
Advance to suppliers	16,813.51	7,403.32
Balance with Government authorities (net)	21,840.40	15,065.82
Prepaid expenses	2,586.62	1,017.11
Advances to employees	282.95	182.23
Cenvat credit receivable	-	2.61
	1,77,705.03	**1,44,540.27**
Less : Provision for expected credit loss on accrued value of work done (refer note 36 (A) (i))	(2,644.37)	(2,582.71)
Total	**1,75,060.66**	**1,41,957.56**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY

(a) Equity share capital

Authorised equity share capital

(Currency: Indian rupees in Lakhs)

	Number of shares (in lakh)	Amount
As at 1 April 2020	1,750.00	3,500.00
Increase during the year	-	-
As at 31 March, 2021	1,750.00	3,500.00
Increase during the year	-	-
As at 31 March, 2022	**1,750.00**	**3,500.00**

(i) Movements in equity share capital

(Currency: Indian rupees in Lakhs)

	Number of shares (in Lakhs)	Equity share capital (par value)
As at 1 April 2020	1,679.05	3,358.10
Increase during the year	-	-
As at 31 March, 2021	1,679.05	3,358.10
Increase during the year	-	-
As at 31 March, 2022	**1,679.05**	**3,358.10**

Terms and rights attached to equity shares :

The Company has only one class of Equity Shares having par value of ₹ 2/- (31 March, 2021 : ₹ 2/-) per share. Each holder of Equity Shares is entitled to one vote per share. The dividend is declared and paid on being proposed by the Board of Directors after the approval of the Shareholders in the ensuing Annual General Meeting.

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 liabilities. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

(ii) Shares of the Company held by holding Company

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Kalpataru Power Transmission Limited	2,275.15	2,275.15

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

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Number of shares (in Lakhs)	% holding	Number of shares (in Lakhs)	% holding
Equity Shares of ₹ 2/- each fully paid				
Kalpataru Power Transmission Limited, the Holding Company	1,137.57	67.75%	1,137.57	67.75%
HDFC Trustee Company Limited	148.47	8.84%	154.54	9.20%

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY (Contd.)

(a) Equity share capital (Contd.)

(iv) Disclosure of Shareholding of Promoters

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Number of shares	% holding	% Change during the year	Number of shares	% holding	% Change during the year
Equity Shares of ₹ 2/- each fully paid						
Promoters						
Kalpataru Power Transmission Limited, the Holding Company	1,137.57	67.75%	-	1,137.57	67.75%	0.58%

(v) Aggregate number of shares issued for consideration other than cash

(Currency: Indian rupees in Lakhs)

	31 March, 2022	31 March, 2021
	Number of shares (in Lakhs)	Number of shares (in Lakhs)
Aggregate number of shares issued for consideration other than cash	-	-

(b) Reserves and surplus

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Securities premium	35,331.64	35,331.64
Debenture redemption reserve	614.76	768.45
Retained earnings	7,559.43	3,876.78
General reserves	5,726.99	5,573.30
Total reserves and surplus	**49,232.82**	**45,550.17**

(i) Securities premium

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	35,331.64	35,331.64
Increase during the year	-	-
Closing balance	**35,331.64**	**35,331.64**

(ii) Debenture redemption reserve

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	768.45	768.45
Transfer to General Reserves	(153.69)	-
Closing balance	**614.76**	**768.45**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY (Contd.)

(b) Reserves and surplus (Contd.)

(iii) Retained earnings

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	3,876.78	8,983.29
Net profit for the year	1,819.08	(2,619.84)
Items of other comprehensive income		
- Remeasurements of post-employment benefit obligation, net of tax	13.61	81.72
- Exchange differences of foreign operations, net of tax	2,189.38	(1,168.05)
- Cash Flow Hedges, (net of tax)	835.92	-
Transfer to General reserve	-	(225.00)
Dividends (including tax thereon)	(1,175.34)	(1,175.34)
Closing balance	**7,559.43**	**3,876.78**

(iv) General reserve

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening balance	5,573.30	5,348.30
Transfer from profit and loss (surplus)	-	225.00
Transfer from Debenture Redemption Reserve	153.69	-
Closing balance	**5,726.99**	**5,573.30**

Nature and purpose of reserves

(i) Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

(ii) Debenture redemption reserve

The Group has issued redeemable non-convertible debentures.

Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), requires The Company to create DRR out of profits of The Company available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued. However, this requirement is no more applicable w.e.f. April 1, 2018 as per the amendment in the Companies (Share capital and Debentures) Rules, 2014 vide dated August 16, 2019; accordingly the Company has not made any new addition in the said reserve and accounted the reversal of outstanding reserve linked to payment of specific non-convertible debentures.

(iii) General reserve

The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. General Reserve is created by the transfer from one component of equity to another and is not an item of other comprehensive income. This can be utilised in accordance with the provisions of Companies Act, 2013.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

12 EQUITY SHARE CAPITAL AND OTHER EQUITY (Contd.)

(b) Reserves and surplus (Contd.)

(iv) Cashflow Hedge Reserve

The Group has designated its hedging instruments as cash flow hedges and any effective portion of cashflow hedge is maintained in the said reserve. In case the hedging becomes ineffective, the amount is recognised in the Statement of Profit and Loss.

(c) Other reserves

(Currency: Indian rupees in Lakhs)

Particulars	Total
As at 1 April 2020	86.56
Increase during the year	-
As at 31 March, 2021	86.56
Increase during the year	-
As at 31 March, 2022	86.56

Nature and purpose of other reserves

Other reserves created on Guarantee commission charged on Bank Guarantee provided by the Holding Company on behalf of the Company.

13 FINANCIAL LIABILITIES

(a) Non-current borrowings

(Currency: Indian rupees in Lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022		31 March, 2021	
				Non-current	Current	Non-current	Current
Secured							
Debentures							
1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each.		Please refer note 13 (a) 1	9.95%	7,496.84	5,196.54	11,978.32	3,877.00
Term loans from banks							
Rupee loan							
- from banks		Please refer note 13 (a) 2		55,794.62	18,195.32	61,964.83	19,277.12
- from NBFC		Please refer note 13 (a) 3		20,196.57	4,969.73	24,936.45	6,238.97
Vehicles / equipments loans		Please refer note 13 (a) 4	9.40% to 10.75%	21.37	9.90	33.91	34.12
				83,509.40	**28,371.49**	**98,913.51**	**29,427.21**
Unsecured							
1,000, 10.55% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each.		Please refer note 13 (a) 1	10.55%	-	10,165.23	9,972.75	182.93
990, 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each.		Please refer note 13 (a) 1	9.80%	9,864.89	13.97	-	-

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

(Currency: Indian rupees in Lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022		31 March, 2021	
				Non-current	Current	Non-current	Current
Term loans							
Rupee loan							
- from banks	30 Oct 2021	Quarterly unequal instalments. Borrower has a right to prepay the facility anytime and lender has a right to recall the facility, after 5 years from the first drawdown date after 15 days notice.	Varying interest rate linked to base rate of Bank from time to time.	-	-	-	2,251.08
- from NBFC		Please refer note 13 (a) 3		-	21.00	21.00	79.53
				9,864.89	**10,200.20**	**9,993.75**	**2,513.54**
Total non-current borrowings				93,374.29	38,571.69	1,08,907.26	31,940.75
Amount disclosed under the head "Other current financial liabilities"							
Current maturities of long-term debt (included in note 13(b))				-	(36,862.26)	-	(30,018.18)
Interest accrued (included in note 13(c))				-	(1,709.43)	-	(1,922.57)
Total non-current borrowings				**93,374.29**	**-**	**1,08,907.26**	**-**

1 Debentures

1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs)

(a) 1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- (₹ Ten Lakh Only) each, for an aggregate nominal value of ₹ 15,000 Lakhs divided in Series I Debentures (300 Nos.), Series II Debentures (450 Nos.) and Series III Debentures (750 Nos.) on private placement basis. The said NCDs are listed on the Wholesale Debt Market segment of BSE Limited.

Due date and amount for the repayment of principal of Non-Convertible Debentures (NCDs) is as follows :

(Currency: Indian rupees in Lakhs)

Particulars	(₹ in Lakhs)	Date
- 9.95% Series III NCDs issued on August 28, 2018	7,500	28 August, 2023
- 9.95% Series II NCDs issued on August 28, 2018	4,500	27 August, 2022
- 9.95% Series I NCDs issued on August 28, 2018	3,000	27 August, 2021

(b) Interest on debentures is payable anually @ 9.95%. Accrued interest upto 31 March, 2022 is ₹ 706.59 Lakhs (31 March, 2021: ₹ 883.23 Lakhs) and the same is due on 27 August, 2021 and 30 August, 2021.

(c) Unamortised cost related to issue of debenture amounting to ₹ 13.21 Lakhs (31 March, 2021: ₹ 27.91 Lakhs) has been reduced from borrowings.

(d) NCDs secured against 5,916,820 equity shares constituting 26% of the paid up equity capital of Brij Bhoomi Expressway Private Limited (SPV).

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

1 Debentures (Contd.)

1,000, 10.55% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs)

(a) 1,000, 10.55% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- (₹ Ten Lakh Only) each, for an aggregate nominal value of ₹ 10,000 Lakhs on private placement basis. The said NCDs are listed on the Wholesale Debt Market segment of BSE Limited.

Due date and amount for the repayment of principal of Non-Convertible Debentures (NCDs) is as follows :

(Currency: Indian rupees in Lakhs)

Particulars	(₹ in Lakhs)	Date
- 10.55% NCDs issued on October 23, 2019	10,000	21 October, 2022

(b) Interest on debentures is payable quarterly @10.55%. Accrued interest upto 31 March, 2022 is ₹ 179.89 Lakhs (31 March, 2021: ₹ 196.55 Lakhs) and the same is due on 23 April, 2022.

(c) Unamortised cost related to issue of debenture amounting to ₹ 14.66 Lakhs (31 March, 2021: ₹ 40.87 Lakhs) has been reduced from borrowings.

990, 9.80% Unsecured, Rated, Listed, Redeemable, Non-Convertible Debentures (NCDs)

(a) 990, 9.80% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- (₹ Ten Lakh Only) each, for an aggregate nominal value of ₹. 9,900 Lakhs divided in Series A Debentures (250 Nos.), Series B Debentures (250 Nos.), Series C Debentures (250 Nos.) and Series D Debentures (240 Nos.)on private placement basis. The said NCDs are listed on the Wholesale Debt Market segment of BSE Limited.

Due date and amount for the repayment of principal of Non-Convertible Debentures (NCDs) is as follows :

(Currency: Indian rupees in Lakhs)

Particulars	(₹ in Lakhs)	Date
- 9.80% Series A NCDs issued on December 15, 2021	2,500	15 June, 2023
- 9.80% Series B NCDs issued on December 15, 2021	2,500	15 December, 2023
- 9.80% Series C NCDs issued on December 15, 2021	2,500	14 June, 2024
- 9.80% Series D NCDs issued on December 15, 2021	2,400	13 December, 2024

(b) Interest on debentures is payable quarterly @ 9.80%. Accrued interest upto 31 March, 2022 is ₹ 45.19 Lakhs (31 March, 2021: ₹ Nil Lakhs) and the same is due on 31 May, 2022.

(c) Unamortised cost related to issue of debenture amounting to ₹ 66.34 Lakhs (31 March, 2021: ₹ Nil Lakhs) has been reduced from borrowings.

2 Rupee loans from banks

(i) Term loan from a bank amounting to ₹ NIL Lakhs (31 March, 2021: ₹ 794.61 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 31 March, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(ii) Term loan from a bank amounting to ₹ 3,988.02 Lakhs (31 March, 2021: ₹ 8,095.15 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 unequal quarterly instalments to be paid at the end of each financial quarter with 31 March, 2023 as a date of maturity and interest payable on monthly basis at varying interest rate linked to 1 year MCLR.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

2 Rupee loans from banks (Contd.)

(iii) Term loan from a bank amounting to ₹ NIL Lakhs (31 March, 2021: ₹ 5.97 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments ending in 31 July, 2021 with varying interest rate linked to base rate of bank from time to time.

(iv) Term loan from a bank amounting to ₹ 360.78 Lakhs (31 March, 2021: ₹ 410.95 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments ending in 31 July, 2023 with varying interest rate linked to base rate of bank from time to time.

(v) Term loan from a bank amounting to ₹ 1,406.25 Lakhs (31 March, 2021: ₹ 2,343.75 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 30 November, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(vi) Term loan from a bank amounting to ₹ 2,125.00 Lakhs (31 March, 2021: ₹ 2,500 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the term lenders. Term loan is repayable in unequal quarterly instalments with 31 March, 2025 as maturity date with varying interest rate linked to base rate of bank from time to time.

(vii) Term loan from a bank amounting to ₹ 111.72 Lakhs (31 March, 2021: ₹ 179.29 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal monthly instalments with 31 October, 2023 as maturity date with varying interest rate linked to base rate of bank from time to time.

(viii) Term loan from a bank amounting to ₹ 994.91 Lakhs (31 March, 2021: ₹ 1,492.37 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in equal quarterly instalments with 31 March, 2024 as maturity date with varying interest rate linked to base rate of bank from time to time.

(ix) Term loan from a bank amounting to ₹ 187.38 Lakhs (31 March, 2021: ₹ 748.66 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in equal monthly instalments with 31 July, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(x) Term loan from a bank amounting to ₹ NIL (31 March, 2021: ₹ 181.33 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in equal quarterly instalments with 31 March, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xi) Term loan from a bank amounting to ₹ 107.31 Lakhs (31 March, 2021: ₹ 360.08 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in unequal monthly instalments with 31 August, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xii) Term loan from a bank amounting to ₹ 228.36 Lakhs (31 March, 2021: ₹ 1,106.34 Lakhs) is secured exclusively by first charge on entire current assets and second charge on movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in unequal monthly instalments with 30 June, 2022 as maturity date with varying interest rate linked to base rate of bank from time to time.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

2 Rupee loans from banks (Contd.)

(xiii) Term loan from a bank amounting to ₹ 364.98 Lakhs (31 March, 2021: ₹ 439.36 Lakhs) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal monthly instalments with 31 March, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xiv) Term loan from a bank amounting to ₹ 1,006.00 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal monthly instalments with 31 December, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xv) Term loan from a bank amounting to ₹ 5,000.00 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 31 January, 2027 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xvi) Term loan from a bank amounting to ₹ 3,950.00 Lakhs (31 March, 2021: ₹ NIL) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in unequal quarterly instalments with 30 June, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xvii) Term loan from a bank amounting to ₹ 987.50 Lakhs (31 March, 2021: ₹ NIL) is secured exclusively by first charge on movable Property, plant and equipment funded out of the said facility. Term loan is repayable in unequal quarterly instalments with 30 June, 2026 as maturity date with varying interest rate linked to base rate of bank from time to time.

(xviii) Term loan from a bank amounting to ₹ 19,295.41 Lakhs (31 March, 2021: ₹ 22,550.00 Lakhs) is secured by following assets of the subsidiary company, viz. Wainganga Expressway Private Limited.

(a) a first charge in favour of the Lenders / Security Trustee for the benefit of the Lenders in a form satisfactory ot the Lenders, of all borrower's immovable assets, if any both present and future, save and except Project Assets and

(b) a first charge in favour of Security Trustee for the benefit of the lenders of all the borrower's moveable properties, both present and future, save and except the Project Assets and more specifically mentioned in loan agreement repayable in quarterly unequal instalments ending on 31 December, 2026.

(c) A pledge of 51% of issued, paid up and voting Equity share capital of the Borrower held by the Sponsor and/or its Affiliates in the Borrower uptill the repayment of at least 50% of ₹ Loans and thereafter 26% of issued paid up and voting Equity share capital of the Borrower uptill the Final Settlement Date held by the Sponsor and/or its Affiliates

(xix) Term Loans from Banks amounting to ₹ 2,941.08 Lakhs (31 March, 2021: ₹ 4,217.62 Lakhs) is secured by following assets of the subsidiary company, viz. Brij Bhoomi Expressway Private Limited.

a) first mortgage and charge on all the borrower's immovable properties, if any, both present and future; save and except the Project Assets. By way of hypothecation of all the borrower's movable assets; save and except the Project Assets, borrower's receivables save and except the Project Assets and on all intangibles of the borrower.

b) first charge by way of assignment or otherwise creation of Security Interest in all the right, title, interest, benefits, claims and demands whatsoever of the borrower in accordance with the provisions of the Substitution Agreement

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

2 Rupee loans from banks (Contd.)

and the Concession Agreement and by way of assignment or creation of security interest of all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the Project Documents.

c) pledge of equity shares held by the Promoter aggregating to 51% (fifty one percent) of paid up and voting equity share capital of the borrower. Repayable in quarterly unequal instalments ending on 30 June, 2024.

(xx) Term loans from banks amounting to ₹ 30,935.24 Lakhs (31 March, 2021: ₹ 35,816.47 Lakhs) is secured by following assets of the subsidiary company, viz. Vindhyachal Expressway Private Limited.

(a) first mortgage and charge on all the borrower's immovable properties, if any, both present and future; save and except the Project Assets. By way of hypothecation of all the borrower's movable assets; save and except the Project Assets, borrower's receivables save and except the Project Assets and on all intangibles of the borrower.

(b) first charge by way of assignment or otherwise creation of Security Interest in all the right, title, interest, benefits, claims and demands whatsoever of the borrower in accordance with the provisions of the Substitution Agreement and the Concession Agreement and by way of assignment or creation of security interest of (a) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the Project Documents.

(c) pledge of equity shares held by the Promoter aggregating to 51% (fifty one percent) of paid up and voting equity share capital of the Borrower. Repayable in monthly unequal instalments ending on 31 January, 2028.

3 Rupee loans from NBFC

(i) Term loan from NBFC amounting to ₹ NIL Lakhs (31 March, 2021: ₹ 801.16 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 18 unequal quarterly instalments to be paid at the end of each financial quarter with 30 June, 2021 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(ii) Term loan from NBFC amounting to ₹ NIL Lakhs (31 March, 2021: ₹ 1,562.50 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 equal quarterly instalments, 30 June, 2021 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(iii) Term loan from NBFC amounting to ₹ 452.69 Lakhs (31 March, 2021: ₹ 752.69 Lakhs) is secured by exclusive charge by way of hypothecation for equipment financed by them. Term loans is repayable in 20 equal quarterly instalments with interest payable quarterly at varying interest rate linked to base rate of NBFC

(iv) Term loan from NBFC amounting to ₹ 1,250.00 Lakhs (31 March, 2021: ₹ 1,875.00 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 equal quarterly instalments, 31 March, 2024 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

(v) Term loan from NBFC amounting to ₹ 1,244.11 Lakhs (31 March, 2021: ₹ 1,875.00 Lakhs) is secured by first pari passu charge on entire movable Property, plant and equipment excluding assets charged exclusively to the Term Lenders. Term loan is repayable in 16 equal quarterly instalments, 31 March, 2024 as a date of maturity and interest payable on monthly basis at varying interest rate linked to base rate of NBFC from time to time.

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(a) Non-current borrowings (Contd.)

3 Rupee loans from NBFC (Contd.)

(vi) Term loan from NBFC amounting to ₹ 21.00 Lakhs (31 March, 2021: ₹ 100.53 Lakhs) is unsecured. Term loans is repayable in 20 unequal quarterly instalments with interest payable monthly at varying interest rate linked to base rate of NBFC from time to time.

(vii) Term loan from a financial institution amounting to ₹ 7,076.05 Lakhs (31 March, 2021: ₹ 7,445.49 Lakhs) is secured by following assets of the subsidiary company, viz. Wainganga Expressway Private Limited (for pledge details refer note 13 (a) (2) (ix)).

(viii) Term loan from a financial institution amounting to ₹ 5,487.63 Lakhs (31 March, 2021: ₹ 6,036.39 Lakhs) is secured by following assets of the subsidiary company, viz.Brij Bhoomi Expressway Private Limited (for pledge details refer note 13 (a) (2) (x)) ending on 31 March, 2026.

(ix) Term Loans from banks amounting to ₹ 9,655.82 Lakhs (31 March, 2021: ₹ 10,827.20 Lakhs) is secured by following assets of the subsidiary company, viz. Vindhyachal Expressway Private Limited (for pledge details refer note 13 (a) (2) (xi)).

4 Vehicles / equipment loans

Loans of ₹ 31.27 Lakhs (31 March, 2021: ₹ 68.03 Lakhs) are secured by way of charge on specific equipment and vehicles financed by them on different loans. Vehicle Loans is repayable in 60 monthly instalments beginning from the month subsequent to disbursement.

5 Utilisation of Borrowed funds or share premium or other sources of funds

The Group has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

(b) Current borrowings

(Currency: Indian rupees in Lakhs)

Particulars	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022	31 March, 2021
Secured					
From banks repayable on demand*	Roll over facility	Roll over working capital facility renewed anually	MCLR + Margin	42,223.61	25,584.41
Current maturities of long term debts					
1,500, 9.95% Secured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹ 1,000,000/- each. (refer note 13 (a) 1)				4,444.07	3,000.00
Term loans from banks and NBFCs (Refer note 13 (a) 2 & 13 (a) 3)				22,408.29	26,984.06
Loan against vehicles / equipments (Refer note 13 (a) 4)				9.90	34.12

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(b) Current borrowings (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	Maturity date	Terms of repayment	Coupon/ Interest rate	31 March, 2022	31 March, 2021
Unsecured					
Current maturities of long term debts					
1,000, 10.55% Unsecured, Rated, Listed, Redeemable Non-Convertible Debentures (NCDs) of the face value of ₹. 1,000,000/- each.				10,000.00	-
Amount disclosed under the head "Other current financial liabilities"					
Interest accrued but not due on borrowing				(29.56)	-
Current borrowings				**79,056.31**	**55,602.59**

* Working Capital Loans are secured in favour of consortium bankers, by way of :

(a) First charge against hypothecation of stocks, work in progress, cash and cash equivalents, stores and spares, trade receivables, book debts and other current assets.

(b) Second charge on all movable Property, plant and equipments of the Group.

(c) First charge on the office premises of the Group.

The Company has taken borrowings from banks or financial institutions on the basis of security of current assets and quarterly returns or statements of current assets filed by The Company with banks or financial institutions are in agreement with the books of accounts.

(c) Other financial liabilities

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Non-current		
Premium payable	41,056.63	37,870.01
Total other non-current financial liabilities	**41,056.63**	**37,870.01**
Current		
Interest accrued but not due on borrowings	966.20	1,064.90
Interest accrued and due on borrowings	772.77	857.67
Payables for capital goods (including dues of micro enterprises and small enterprises ₹ 1,177.68 Lakhs (31 March, 2021 : ₹ 366.02)) (refer note 35)	8,118.22	3,452.62
Payable to employees	4,972.23	5,762.17
Premium payable	6,225.56	5,382.59
Security deposits	12,994.66	13,017.48
Unclaimed dividend	10.34	9.61
Unclaimed matured fixed deposits and interest	2.15	3.25
Total other current financial liabilities	**34,062.13**	**29,550.29**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

13 FINANCIAL LIABILITIES (Contd.)

(d) Lease liabilities

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Non-current		
Lease liabilities (refer note 42)	4,166.12	2,981.63
Total non-current lease liabilities	**4,166.12**	**2,981.63**
Current		
Lease liabilities (refer note 42)	2,984.26	2,399.94
Total current lease liabilities	**2,984.26**	**2,399.94**

(e) Trade payables

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Non Current		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	15,240.06	14,854.96
Total non-current trade payables	**15,240.06**	**14,854.96**
Current		
Acceptance	17,510.46	19,508.32
Total outstanding dues of micro enterprises and small enterprises (refer note 35)	12,412.01	6,974.16
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,22,542.72	1,05,427.12
Total current trade payables	**1,52,465.19**	**1,31,909.60**

Trade Payables ageing schedule

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31 March, 2022						
(i)MSME	698.60	6,834.73	219.70	15.60	4,556.66	12,325.29
(ii)Others	4,503.77	92,127.97	6,419.95	5,235.12	5,837.84	1,14,124.65
(iii) Disputed dues – MSME	-	86.73	-	-	-	86.73
(iv) Disputed dues - Others	-	28.52	-	5.59	160.00	194.11
Unbilled dues shall be disclosed separately	40,974.47	-	-	-	-	40,974.47
Total	**46,176.84**	**99,077.95**	**6,639.65**	**5,256.31**	**10,554.50**	**1,67,705.25**
As at 31 March, 2021						
(i)MSME	149.97	6,585.08	106.94	1.46	22.73	6,866.18
(ii)Others	68,198.00	17,843.77	6,943.96	8,262.66	3,755.77	1,05,004.16
(iii) Disputed dues – MSME	108.00	-	-	-	-	108.00
(iv) Disputed dues - Others	-	10.04	36.95	-	-	46.99
Unbilled dues shall be disclosed separately	34,739.23	-	-	-	-	34,739.23
Total	**1,03,195.20**	**24,438.89**	**7,087.85**	**8,264.12**	**3,778.50**	**1,46,764.56**

Notes to the Consolidated Financial Statements (Contd.)
as at 31 March, 2022

14 PROVISIONS

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Defect liability period expenses (refer note 30)	1,713.58	1,719.96	3,433.54	1,580.91	1,531.40	3,112.31
Provision for onerous contracts (refer note 30)	248.50	-	248.50	131.02	-	131.02
Major maintenance expense (refer note 30)	1,417.26	2,517.97	3,935.23	-	5,279.96	5,279.96
Loss of joint venture (refer note 25)	-	-	-	11,200.82	-	11,200.82
Provision for gratuity (refer note 33)	50.52	1,811.38	1,861.90	355.77	1,702.10	2,057.87
Leave obligations (refer note 33)	388.95	834.48	1,223.43	369.99	922.80	1,292.79
Total	**3,818.81**	**6,883.79**	**10,702.60**	**13,638.51**	**9,436.26**	**23,074.77**

15 OTHER LIABILITIES

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Amount due to customers under construction contracts (refer note 41)	14,088.56	-	14,088.56	17,997.05	-	17,997.05
Advance from clients	44,492.35	61,683.83	1,06,176.18	24,669.37	47,275.82	71,945.19
Advance from authority	-	3,766.32	3,766.32	-	3,766.32	3,766.32
Other statutory liabilities	4,314.01	-	4,314.01	1,823.53	-	1,823.53
Other current liabilities	236.04	-	236.04	419.70	-	419.70
Total	**63,130.96**	**65,450.15**	**1,28,581.11**	**44,909.65**	**51,042.14**	**95,951.79**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

16 REVENUE FROM OPERATIONS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Service income		
Contract revenue	5,14,661.13	3,78,591.45
Accrued value of work done (uncertified bills)	20,615.24	(9,713.06)
Income from toll collection	16,288.24	15,461.73
Utility shifting revenue	300.18	105.67
Export benefits	16.92	-
Total revenue from continuing operations	**5,51,881.71**	**3,84,445.79**

17 OTHER INCOME

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Interest income		
- from fixed deposits	756.42	470.54
- from others	813.80	1,027.89
Other non operating income		
-Rent income	778.88	578.89
-Liabilities written back	1,832.56	425.74
Other income	20.45	13.58
Other gains and losses		
-Gain on sale of Property, plant and equipments	418.43	211.80
Total other income	**4,620.54**	**2,728.44**

18 COST OF MATERIALS CONSUMED

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Raw materials at the beginning of the year	22,081.84	22,685.04
Add: Purchases during the year	2,84,728.39	1,63,938.05
Less: Scrap sales made during the year	(4,073.02)	(829.32)
Less: Raw material at the end of the year	(29,620.48)	(22,081.84)
Total cost of materials consumed	**2,73,116.73**	**1,63,711.93**

19 EMPLOYEE BENEFITS EXPENSE

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Salaries, wages and bonus	36,812.58	29,209.48
Contribution to provident fund and other statutory fund	2,157.90	1,948.51
Staff welfare expenses	2,040.78	1,386.20
Total employee benefits expense	**41,011.26**	**32,544.19**

20 DEPRECIATION AND AMORTISATION EXPENSE

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Depreciation of property, plant and equipment (refer note 3)	13,571.75	12,048.51
Depreciation of right-of-use asset (refer note 42)	2,919.22	1,976.36
Amortisation of intangible assets (refer note 5a)	4,204.82	4,043.41
Total depreciation and amortisation expense	**20,695.79**	**18,068.28**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

21 (A) CONSTRUCTION EXPENSES

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Work charges	81,229.09	68,705.24
Composite work charges	34,794.74	26,793.92
Operation and management services	578.71	1,099.61
Consumption of spares, tools and stores	1,409.39	1,368.76
Machinery - running and maintenance expenses	7,468.79	5,695.36
Electricity charges	3,360.65	2,430.81
Rent and hire charges	10,781.64	7,597.62
Security expenses	2,371.10	2,103.81
Site expenses	15,920.34	9,572.89
Major maintenance expenses (refer note 30)	719.51	491.38
Provision for onerous contracts (refer note 30)	117.48	131.02
Defect liability period expenses (refer note 30)	321.23	(268.00)
Total construction expenses	**1,59,072.67**	**1,25,722.42**

21 (B) OTHER EXPENSES

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Building and general repairs	725.12	1,467.61
Vehicle maintenance charges	771.30	683.95
Travelling expenses	2,285.02	1,252.04
Conveyance expenses	92.73	72.06
Insurance charges	2,050.62	1,198.43
Printing and stationery expenses	248.74	190.57
Office rent	110.20	5.01
Office expenses	380.18	256.02
Postage and telephone charges	299.25	265.46
Professional and legal charges	5,038.59	3,556.13
Auditor's remuneration (refer note 21 (b) (i) below)	181.67	128.66
Rates and taxes	3,342.90	4,934.26
Advertisement expenses	17.51	13.07
Computer and IT expenses	966.96	502.51
Bank commission and charges	5,061.16	2,770.31
Training expenses	42.49	26.02
Loss on sale of assets	542.63	220.13
Exchange rate variation expense	(2,436.83)	(2,633.79)
Sitting fees and commission to Non-executive Directors	122.25	116.00
Provision for expected credit loss	3,750.55	1,128.42
Provision for expected credit loss on accrued value of work done	61.66	830.39
Corporate social responsibility expenditure (refer note 21 (b) (ii) below)	194.62	200.97
Sundry expenses	690.08	1,284.05
Total other expenses	**24,539.40**	**18,468.28**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

21 (B) OTHER EXPENSES (Contd.)

(i) Details of payments to auditor's (excluding taxes)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Payment to auditor's		
As auditor:		
Audit fee	159.79	113.04
In other capacities		
Certification fees	16.30	12.62
Re-imbursement of expenses	5.58	3.00
Total payments to auditors	**181.67**	**128.66**

(ii) Corporate social responsibility expenditure

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
(a) Gross amount required to be spent by The Company during the year		
Opening balance		
With Company	-	-
In Separate CSR Unspent A/c	141.40	-
Amount required to be spent during the year*	194.62	200.97
Amount of expenditure incurred on:		
(i) Construction/ acquisition of any asset	-	-
(ii) On purposes other than (i) above :		
- From Company's bank A/c	189.29	63.92
- From Separate CSR Unspent A/c	51.19	-
Closing balance		
With Company	-	-
In Separate CSR Unspent A/c FY 20-21	90.21	141.40
In Separate CSR Unspent A/c FY 21-22#	5.33	-
Reason for shortfall	**Pertains to ongoing projects**	**Pertains to ongoing projects**
*Approved by CSR Committee and Board of Directors		
#Transferred to CSR unspent account on April 16, 2022		
(b) Amount spent on purposes other than construction/ acquisition of any assets		
Eradicating Hunger, Promoting Healthcare, Promoting Education, Sanitation, Environment, technology and others	240.49	63.92

Refer note 34 on Related Party disclosures

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

22 FINANCE COSTS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Interest and finance charges on financial liabilities not at fair value through profit or loss	19,780.86	20,230.19
Other borrowing costs, net	441.23	191.92
Exchange differences regarded as an adjustment to borrowing costs	16.36	79.92
Interest on unwinding of discount	4,667.01	4,593.44
Total finance costs	**24,905.46**	**25,095.47**

23 ESTIMATION OF UNCERTAINTIES RELATING TO THE GLOBAL HEALTH PANDEMIC - COVID-19:

The Group has considered the possible effects that may result from COVID-19 in preparation of the financial statements. The Group continues to monitor the impact of COVID-19 on its business, customers, vendors and employees, etc. The Group has exercised due care in significant accounting judgements and estimates in relation to the recoverability of receivables, investments and loans and advances, based on the information available to date, both internal and external, while preparing the Group's financial statements for the year.

24 INCOME TAX EXPENSE

(a) Amounts recognised in consolidated statement of profit and loss

The Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act , 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognised tax expenses for the year ended and re-measured its deferred tax assets basis the rate prescribed in the said section.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Income tax expense		
Current tax		
Current tax on profits for the year	4,161.99	3,999.83
Total current tax expense	**4,161.99**	**3,999.83**
Deferred tax		
(Increase) in deferred tax assets	(9,854.90)	(1,037.14)
Total deferred tax expense/(benefit)	**(9,854.90)**	**(1,037.14)**
Income tax expense	**(5,692.91)**	**2,962.69**
Income tax expense is attributable to:		
Profit from continuing operations	(5,692.91)	2,962.69
	(5,692.91)	**2,962.69**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

24 INCOME TAX EXPENSE (Contd.)

(b) Amounts recognised in other comprehensive income (OCI) :

(Currency: Indian rupees in Lakhs)

	For the year ended 31 March, 2022			For the year ended 31 March, 2021		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense)/ benefit	Net of tax
Remeasurements of defined benefit liability / (asset)	18.22	(4.61)	13.61	111.21	(29.49)	81.72
Exchange difference in translating foreign operations	2,925.81	(736.43)	2,189.38	(1,589.57)	421.52	(1,168.05)
Effective portion of Cash Flow Hedges	1,117.09	(281.17)	835.92	-	-	-
	4,061.12	**(1,022.21)**	**3,038.91**	**(1,478.36)**	**392.03**	**(1,086.33)**

(c) Reconciliation of income tax expenses with the accounting profit :

(Currency: Indian rupees in Lakhs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Profit before tax	(3,873.83)	342.85
Tax using the Group's domestic tax rate (Current year/previous year tax rate: 25.168%)	(974.97)	86.29
Tax effect of adjustment to reconcile reported income tax expenses :		
Unused tax losses not recognised as deferred tax	(4,368.99)	2,346.52
Expenses not deductible for tax purposes	70.36	308.61
Others	(419.31)	221.27
Income tax expenses recognised in the consolidated statement of profit and loss	**(5,692.91)**	**2,962.69**

25 INTEREST IN JOINT VENTURES

Set out below are the joint ventures of the group as at 31 March, 2022, which, in the opinion of the management, are material to the group. The entities listed below have share capital consisting solely of equity shares, which are held directly by the group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

(Currency: Indian rupees in Lakhs)

Name of entity	Place of business	% of ownership interest	Relationship	Accounting method	Carrying amount	
					31 March, 2022	31 March, 2021
Kurukshetra Expressway Private Limited	India	49.57%	Joint Venture	Equity method	-	-

Summarised financial information for joint venture

The tables below provide summarised financial information for those joint ventures that are material to the group. The information disclosed reflects the amounts presented in the financial statements of the relevant joint ventures and not JMC Projects (India) Limited's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method, including fair value adjustments made at the time of acquisition and modifications for differences in accounting policies.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

25 INTEREST IN JOINT VENTURES (Contd.)

Summarised financial information for joint venture (Contd.)

(Currency: Indian rupees in Lakhs)

Summarised balance sheet	31 March, 2022	31 March, 2021
Current assets		
Cash and cash equivalents	185.47	289.46
Other assets	328.03	1,307.73
Total current assets	**513.50**	**1,597.19**
Total non-current assets	**99,466.78**	**1,09,537.26**
Total current liabilities	**29,038.01**	**13,542.40**
Non-current liabilities		
Financial liabilities (excluding trade payables)	92,198.66	1,14,926.95
Other liabilities	5,351.28	5,260.24
Total non-current liabilities	**97,549.94**	**1,20,187.19**
Net assets	**(26,607.66)**	**(22,595.14)**

Reconciliation to carrying amounts

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Opening net assets	(22,595.16)	(16,097.90)
(Loss) for the year	(4,012.51)	(6,497.26)
Closing net assets	**(26,607.67)**	**(22,595.16)**
Group's share in %	49.57%	49.57%
Group's share in ₹	(13,189.89)	(11,200.82)
Considered in Provision*	13,189.89	11,200.82
Carrying amount	**-**	**-**

* Refer Note 6 (b) ,14 and 36 A (i)

Summarised statement of profit and loss

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Revenue	1,825.12	5,894.35
Other income	6.43	41.66
Construction cost	-	(8.18)
Employee benefits expense	(57.74)	(121.15)
Finance costs	(4,772.40)	(9,655.62)
Depreciation and amortisation expense	(316.47)	(1,005.11)
Other expenses	(858.52)	(1,803.74)
Deferred tax	161.07	160.53
(Loss) from continuing operations	(4,012.51)	(6,497.26)
(Loss) from discontinued operations	-	-
(Loss) for the year	(4,012.51)	(6,497.26)
Other comprehensive income	-	-
Total comprehensive income	**(4,012.51)**	**(6,497.26)**
Share of loss from joint ventures	**(1,989.07)**	**(3,220.81)**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

26 CONTINGENT LIABILITIES IN RESPECT OF :

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
A. Bank guarantees	2,000.01	2,365.35
B. Guarantees given in respect of performance of contracts of subsidiaries, joint ventures and unincorporated joint ventures in which Company is one of the member / holder of substantial equity	1,26,072.22	76,997.13
C. Guarantee given in favour of a subsidiary for loan obtained by them	1,200.00	1,200.00
D. Claims against the Company not acknowledged as debts	1,678.01	1,779.29
E. Demands by Service Tax/GST/Excise Authorities under disputes	3,379.18	3,131.09
F. Show cause notice issued by Service Tax authorities	2,599.32	2,599.32
G. Trichy Madurai Road Project Royalty Matter	39.87	39.87
H. Disputed Income Tax Demand in appeal before Appellate Authorities	4,528.70	1,215.14
I. Disputed Income Tax Demand of Joint Ventures in appeal before Appellate Authorities	144.90	144.90
J. Disputed VAT Demand in appeal before Appellate Authorities	1,952.42	2,060.46

27 The management is of the opinion that as on the balance sheet date, there are no indications of a material impairment loss on Property, plant and equipment, hence the need to provide for impairment loss does not arise.

28 CAPITAL AND OTHER COMMITMENTS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	12,587.62	2,521.47
Commitments on account of Toll, Operation and Maintenance Contracts	-	-

29 n the opinion of the management, the assets other than Property, plant and equipment and non current investments have a realisable value, in the ordinary course of business, approximately of the amount at which they are stated in these consolidated financial statements.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

30 THE DISCLOSURE IN RESPECT OF PROVISIONS IS AS UNDER :

Particulars	Major maintenance	Defect liability period	Onerous contracts
Balance at 1 April 2020	5,554.85	3,380.33	-
Additions during the year	541.61	866.84	131.02
Utilisation during the year	(816.50)	(469.57)	-
Reversal (withdrawn as no longer required)	-	(758.02)	-
Discounting	-	92.73	-
As at 31 March, 2021	**5,279.96**	**3,112.31**	**131.02**
Additions during the year	741.73	1,053.35	248.50
Utilisation during the year	(1,085.66)	(339.29)	-
Reversal (withdrawn as no longer required)	(1,000.80)	(404.25)	(131.02)
Discounting	-	11.42	-
As at 31 March, 2022	**3,935.23**	**3,433.54**	**248.50**
Non- current	2,517.97	1,719.96	-
Current	1,417.26	1,713.58	248.50

Provision for major maintenance - The Group has made provision for major maintenance on it's BOOT projects as per the concession agreements. The provision is based on the technical evaluation and historical data associated with particular project. The Group expects to incur the related expenditure over the concession period.

Provision for defect liability period expense - The Group has made provision for expenses during defect liability period based on the defect liability period mentioned in contracts. The provision is bases on the estimates made from historical data associated with similar project. The Group expects to incur the related expenditure over the defect liability period.

Provision for onerous contracts - The Group has a contract where total contract cost exceeds the total contract revenue. In such situation as per Ind AS 115 and Ind AS 37, the Group has to provide for these losses. The provision is based on the estimate made by the management.

31 DISCLOSURE ON SERVICE CONCESSION AGREEMENT (AS PER APPENDIX C OF IND AS 115)

The Group entered into a service concession agreement with:

1. NHAI (National Highways Authority of India) to construct Four laning of Nagpur-Wainganga Bridge Section of NH-06 From KM 498.000 to KM 544.200 in the state of Maharashtra on 21 June, 2011,
2. NHAI (National Highways Authority of India) to construct two laning of Agra to Aligarh section of NH – 93 in the state of Uttar Pradesh on 23 December, 2010 and
3. MPRDC (The Madhya Pradesh Road Development Corporation Ltd) to construct a toll highway between Rewa city and MP/UP border on 25 January, 2012.

The construction of the toll road started thereafter and :

1. was completed and available for use on 7 January, 2015
2. was partially completed on 2 May, 2014 and final completion on 29 December, 2015.
3. was partially completed on 7 February, 2015 and balance was completed on 28 March, 2016, respectively.

The Group has to pay a guaranteed minimum annual payment to the grantor for each year that the toll road in operation in case of projects in Sr. No 1 and 3 mentioned above. Additionaly the Group has received the right to charge users a fee for using the toll road, which the Group will collect and retain. At the end of concession period, the toll road will become the property of the grantor and the Group will have no further involvement in its operation and maintainance requirements.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

31 DISCLOSURE ON SERVICE CONCESSION AGREEMENT (AS PER APPENDIX C OF IND AS 115) (Contd.)

The service concession agreement does not contain a renewal option.The right of grantor to terminate the agreement include poor performance by Group and in the event of material breach in the terms of agreement. The right of the Group to terminate the agreement include failure of the grantor to make payment under the agreement, a material breach in terms of the agreement and any changes in law that would render it impossible for the Group to fulfil its requirement under the agreement.

For the year ended 31 March, 2022 the Group has recognised revenue of ₹ 17,913.56 Lakhs (31 March, 2021: ₹ 15,645.82 Lakhs), consisting of ₹ 300.19 Lakhs (31 March, 2021: ₹ 105.68 Lakhs) on construction and ₹ 17,613.37 Lakhs (31 March, 2021 : ₹ 15,540.14 Lakhs) on operation of toll road which is the amount of tolls collected and other income. The Group has recognised loss before tax of ₹ (4,859.71) Lakhs (31 March, 2021: ₹ (6,526.81) Lakhs) consiting of profit of ₹ NIL Lakhs (31 March, 2021: ₹ NIL Lakhs) on construction and a loss of ₹ (4,859.71) Lakhs (31 March, 2021: ₹ (6,526.81) Lakhs) on operation of toll.

The Group has recognised an intangible asset received as consideration for providing construction or upgrade service in a service concession arrangements of ₹ 149,628.12 Lakhs (31 March, 2021: 155,098.80 Lakhs) of which ₹ 3,945.88 Lakhs (31 March, 2021 : ₹ 3,805.61 Lakhs) has been amortised in 2022. The intangible asset represents the right to charge users a fee for use of a toll road.

32 EARNING PER SHARE (EPS)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
i) Net profit after tax as per Consolidated Statement of Profit and Loss attributable to Equity Shareholders (₹ In Lakhs)	1,819.08	(2,619.84)
ii) Weighted average number of equity shares used as denominator for calculating EPS (Nos.)	16,79,05,170	16,79,05,170
iii) Basic and Diluted Earnings per Share (in ₹)	1.08	(1.56)
iv) Face Value per Equity Share (in ₹)	2.00	2.00

33 RETIREMENT BENEFITS

a. Defined Contribution Plan

The Group makes contribution towards provident fund and superannuation fund which are defined contribution retirement plans for qualifying employees. The provident fund plan is operated by the regional provident fund commissioner and the superannuation fund is administered by the LIC. Under the schemes, the Group is required to contribute a specified percentage of payroll cost to the retirement contribution schemes to fund benefits.

The Company recognised ₹ 1,603.90 Lakhs (31 March, 2021: ₹ 1,292.97 Lakhs) for Provident Fund contributions and ₹ 44.36 Lakhs (31 March, 2021: ₹ 51.89 Lakhs) for Superannuation contributions in the Consolidated statement of profit and loss. The contribution payable to these plans by the Company are at rates specified in the rules.

b. Defined Benefit Plan

The scheme provides for lump sum payment to vested employees at retirement, upon death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

The present value of the defined benefit obligation and the related current service cost are measured using the projected unit credit method as per actuarial valuation carried out at balance sheet date.

The following table sets out the funded status of the gratuity plan and the amount recognised in the Group's consolidated financial statements as at 31 March, 2022.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

33 RETIREMENT BENEFITS (Contd.)

b. Defined Benefit Plan (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
i Change in benefit obligations:		
Projected benefit obligation at the beginning of the year	2,191.36	2,066.91
Service Cost	297.04	315.70
Interest Cost	108.17	114.93
Actuarial (Gain) / Loss		
- changes in demographic assumptions	-	(30.44)
- changes in financial assumptions	(50.64)	46.31
- experience adjustments	23.44	(111.27)
Benefits Paid	(218.06)	(210.77)
Projected benefit obligation at the end of the year	**2,351.31**	**2,191.36**
ii Change in plan assets:		
Fair value of plan assets at the beginning of the year	133.49	48.46
Expected return on plan assets	7.47	5.00
Employer's contribution	575.52	275.00
Benefit paid	(218.06)	(210.77)
Actuarial gain / (loss)	(9.01)	15.81
Fair value of plan assets at the end of the year	**489.41**	**133.50**
iii Net gratuity cost for the year ended		
Service cost	297.04	315.70
Interest of defined benefit obligation	108.17	114.93
Expected return on plan assets	(7.47)	(5.00)
Net actuarial gain recognised in the year	(18.22)	(111.21)
Net gratuity cost	**379.52**	**314.42**
Actual return on plan assets	**(1.54)**	**20.81**
iv Amount recognised in Consolidated Balance Sheet:		
Liability at the end of the year	2,351.31	2,191.37
Fair Value of Plan Assets at the end of the year	489.41	133.50
Amount recognised in Consolidated Balance Sheet	1,861.90	2,057.87
v Assumptions used in accounting for the gratuity plan:		
Discount rate	6.20%	5.60%
Salary Escalation rate	6.00%	6.00%
Expected rate of return on plan assets	6.20%	5.60%
Attrition rate	21.00%	21.00%

Employee benefits

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Net defined benefit liability - gratuity	1,861.90	2,057.87
Total employee benefit liability	**1,861.90**	**2,057.87**
Non- current	1,811.38	1,702.10
Current	50.52	355.77

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

33 RETIREMENT BENEFITS (Contd.)

b. Defined Benefit Plan (Contd.)

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(Currency: Indian rupees in Lakhs)

	31 March, 2022		31 March, 2021	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	2,310.81	2,393.33	2,141.57	2,220.56
Salary Escalation rate (0.50% movement)	2,386.49	2,317.00	2,213.92	2,147.57
Attrition rate (1% movement)	2,343.50	2,359.21	2,170.85	2,189.99

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Expected cash flow for the following years

Expected total benefits payments

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Year 1	539.94	489.26
Year 2	469.46	429.37
Year 3	489.92	424.90
Year 4	459.41	449.14
Year 5	496.51	428.39
Next 5 years	1,822.42	1,595.33

c. Compensated absence

Compensated absence for employee benefits of ₹ 1,223.44 Lakhs for the year ended 31 March, 2022 (31 March, 2021 : ₹ 1,292.79 Lakhs) expected to be paid in exchange for the services is recognised as an expense during the year and and included in “Employee benefits expense” in the Consolidated Statement of Profit and Loss. The following table provides details in relation to compensated absences.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Liability for compensated absences	1,223.43	1292.79
Total employee benefit liability	**1,223.43**	**1292.79**
Non- current	834.48	922.80
Current	388.95	369.99

Notes to the Consolidated Financial Statements (Contd.)

For the year ended 31 March, 2022

34 RELATED PARTY DISCLOSURE

Kalpataru Power Transmission Limited	Holding Company
Fellow Subsidiary Companies	**Nature of Relationship**
Energylink (India) Limited	Subsidiary of Holding Company
Shree Shubham Logistics Limited	Subsidiary of Holding Company
Amber Real Estate Limited	Subsidiary of Holding Company
Adeshwar Infrabuild Limited	Subsidiary of Holding Company
Kalpataru Power Transmission Sweden AB	Subsidiary of Holding Company
Kalpataru Power Transmission (Mauritius) Limited	Subsidiary of Holding Company
Kalpataru Power Transmission – USA, INC.	Subsidiary of Holding Company
Alipurduar Transmission Limited	Subsidiary of Holding Company
LLC Kalpataru Power Transmission Ukraine	Subsidiary of Holding Company
Kalpataru Power DMCC, UAE	Subsidiary of Holding Company
Saicharan Properties Limited	Subsidiary of Holding Company
Kalpataru Metfab Private Limited	Subsidiary of Holding Company
Kalpataru Satpura Transco Private Limited	Subsidiary of Holding Company
Punarvasu Financials Services Private Limited	Subsidiary of Holding Company
Kalpataru IBN Omairah Company Limited	Subsidiary of Holding Company
Kohima Mariani Transmission Limited	Subsidiary of Holding Company
Kalpataru Power Senegal SUARL (w.e.f 10 August, 2020)	Subsidiary of Holding Company
Kalpataru Power DO Brasil Participacoes Ltda. (w.e.f 27 January 2021)	Subsidiary of Holding Company
Linjemontage i Grästorp Aktiebolag	Subsidiary of Holding Company
Linjemontage Service Nordic AB	Subsidiary of Holding Company
Linjemontage AS	Subsidiary of Holding Company
Fasteel Engenharia S.A (w.e.f 7 April, 2021)	Subsidiary of Holding Company
Kalpataru Power Chile SpA (w.e.f.7 March, 2022)	Subsidiary of Holding Company
Joint Ventures (with whom transactions have taken place during the year)	**Nature of Relationship**
Kurukshetra Expressway Private Limited	Joint Venture
Key Managerial Personnel (KMP) (with whom transactions have taken place during the year)	**Nature of Relationship**
Mr. Shailendra Tripathi	CEO & Managing Director
Mr. D. R. Mehta	Non-Executive Director
Mr. Shailendra Raj Mehta	Non-Executive Director
Mr. Hemant Modi	Non-Executive Director
Ms. Anjali Seth	Non-Executive Director
Mr. Vardhan Dharkar (upto 31 December 2020)	Director (Finance) & Chief Financial Officer
Enterprises over which significant influence exercised with whom Company has transactions (EUSI)	**Nature of Relationship**
Kalpataru Limited	Significant influence of KMP's
Kalpataru Properties Thane Private Limited	Significant influence of KMP's
Kiyana Ventures LLP	Significant influence of KMP's
Kalpataru Urbanscape LLP	Significant influence of KMP's
Agile Real Estate Private Limited	Significant influence of KMP's
Abacus Real Estate Private Limited	Significant influence of KMP's
K C Holdings Private Limited	Significant influence of KMP's
Kalpataru Foundation	Significant influence of KMP's
Dynacraft Machine Company Limited	Significant influence of KMP's

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

34 RELATED PARTY DISCLOSURE (Contd.)

(Currency: Indian rupees in Lakhs)

Sr. No.	Particulars of Transactions with Related Parties	Holding Company	Joint Ventures	KMP	EUSI
I.	**Transactions during the Year**				
1	Guarantee commission expenses	**131.51**	**-**	**-**	**-**
		(76.74)	-	-	-
2	Other expenses	**14.01**	**-**	**-**	**307.34**
		(11.19)	-	-	(28.98)
3	Rent paid	**116.26**	**-**	**-**	**811.60**
		(118.38)	-	-	(757.10)
4	Sub-contract charges paid	**758.96**	**-**	**-**	**-**
		(-)	-	-	-
5	Other income	**233.67**	**-**	**-**	**-**
		(353.90)	-	-	-
6	Contract revenue	**-**	**-**	**-**	**6,028.31**
		-	-	-	(2,101.94)
7	Managerial Remuneration	**-**	**-**	**631.29**	**-**
		-	-	(605.47)	-
II.	**Balance as on 31 March, 2022**				
1	Trade Receivables #	**111.77**	**-**	**-**	**10,809.03**
		(48.27)	-	-	(8,675.66)
2	Liabilities at the end of the year	**1,689.81**	**-**	**326.00**	**1,520.97**
		(794.20)	-	(216.50)	(591.63)
3	Loans and advances given	**20.24**	**-**	**-**	**3,123.93**
		(20.24)	(16,005.39)	-	(3,123.93)
4	Advance taken from clients ^	**-**	**-**	**-**	**654.28**
		-	-	-	(850.26)
5	Investment in Joint Venture entity	**-**	**-**	**-**	**-**
		-	(9,826.62)	-	-

Note:

**Trade receivables**

Trade receivables herein are gross amount before adjustment of advances received from clients

Terms and conditions of transactions with related parties - The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. For year ended 31 March, 2022, The Companyhas not recorded any specific impairment of receivables relating to the amounts owned by related parties (31 March, 2021: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

^ Advances taken from clients herein are gross amount before adjustment of trade receivables.

All balances oustanding with the related parties are unsecured.

Figures shown in brackets represent corresponding amounts of previous year.

Notes to the Consolidated Financial Statements (Contd.)

For the year ended 31 March, 2022

34 RELATED PARTY DISCLOSURE (Contd.)

Key management personnel compensation comprised the following:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Short-term employee benefits	264.34	349.51
Post-employment benefits	22.70	27.46
Sitting fee	18.25	12.00
Commission	326.00	216.50
Total	**631.29**	**605.47**

The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis.

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

35 The amount outstanding to Micro, Small and Medium enterprises is based on the information received and available with the group :

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Principal amount and interest due thereon remaining unpaid to supplier at the end of the accounting year (refer note 13 (c) and 13 (e))	13,589.69	7,340.18
Amount of interest paid by the Group in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED, 2006	-	-
Amount of interest accrued and remaining unpaid at the end of each accounting year, and	185.49	108.65
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

A. Risk management framework

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Group's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities. The Board of Directors and the Audit Committee is responsible for overseeing the Group's risk assessment and management policies and processes.

The Company has exposure to the following risks arising from financials instruments :

(i) Credit risk

(ii) Liquidity risk

(iii) Market risk (including currency and interest rate risk)

(i) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes provision for expected credit loss and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

In assessing the recoverability of receivables and other financial assets, the Group has considered internal and external information upto the date of approval of these financial statements. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business.

Summary of the Group's exposure to credit risk by age of the outstanding from various customers (including retention money) is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	Carrying amount	
	31 March, 2022	31 March, 2021
Neither past due nor impaired	37,460.27	28,114.29
Past due but not impaired		
Past due upto 180 days	30,184.14	24,668.40
Past due from 181 days to 1 year	26,177.98	24,364.01
From 1 year to 2 years	7,617.91	19,069.73
From 2 year to 3 years	10,367.64	4,536.14
Above 3 years	9,803.51	8,145.91
	1,21,611.43	**1,08,898.48**

Expected credit loss assessment for customers as at the reporting date

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(i) Credit risk (Contd.)

Exposures to customers outstanding at the end of each reporting period are reviewed by the Group to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Group have not undergone any substantial change, the Group expects the historical trend of minimal credit losses to continue. Further, management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk. The impairment loss at 31 March, 2022 mainly due to time value of money.

On the above basis, the Group estimates the following provision matrix at the reporting date:

(a) Trade receivables

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
	Default rate	Default rate
Upto 180 days	0.70%	0.25%
From 181 days to 1 year	7.92%	5.29%
From 1 year to 2 years	29.70%	11.92%
From 2 year to 3 years	63.32%	45.76%
Above 3 years	100.00%	100.00%

(b) Retention debtors

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
	Default rate	Default rate
From 1 year to 2 years	6.24%	6.24%
From 2 year to 3 years	12.04%	12.04%
Above 3 years	19.31%	19.31%

Accrued value of work done

As at 31 March, 2022 and 31 March, 2021, the Group has accrued value of work done and amounts due on account of construction contracts. The Group has recognised a provision of ₹ 2,644.37 Lakhs (31 March, 2021: ₹ 2,582.71 Lakhs). Apart from the provision recognised, the Group does not perceive any credit risk pertaining to accrued value of work done and amount due on account of construction contracts.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(i) Credit risk (Contd.)

The movement in the provision for expected credit loss in respect of trade receivables (including retention money) and accrued value of work done during the year is as follows:

(Currency: Indian rupees in Lakhs)

Particulars	Trade receivables*	Accrued value of work done
Balance as at 1 April, 2020	6,546.09	1,752.32
Provision recognised	1,128.42	830.39
Amount utilised	(388.59)	-
Balance as at 31 March, 2021	**7,285.92**	**2,582.71**
Provision recognised	**3,750.55**	**61.66**
Amount utilised	**-**	**-**
Balance as at 31 March, 2022	**11,036.47**	**2,644.37**

*includes retention money receivables

Cash and cash equivalents

The Company held cash and cash equivalents which comprises of:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Balance with banks		
- in current accounts	7,213.91	10,087.61
- in demand deposits (with less than 3 months of original maturity)	5,263.13	7,389.51
Cash on hand	40.69	54.15
Total cash and cash equivalents	**12,517.73**	**17,531.27**

The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

Derivatives

The derivatives are entered into with credit worthy banks and financial institution counterparties. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Guarantees

The Group's policy is to provide financial guarantee only for its subsidiaries liabilities. At 31 March, 2022 and 31 March, 2021, the Group has issued a guarantee to certain banks in respect of credit facilities granted to subsidiaries.

Security deposits given to lessors

The Group has given security deposit to lessors for premises leased by the Group as at 31 March, 2022 and 31 March, 2021. The Group monitors the credit worthiness of such lessors where the amount of security deposit is material.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(i) Credit risk (Contd.)

Loans, investments in group companies

The Company does not perceive any credit risk pertaining to loans given to subsidiaries except on the loan given to Kurukshetra Expressway Private Limited, Joint Venture Company and one of its subsidiary, Wainganga Expressway Private Limited . As required by Indian Accounting Standard 109 "Financial Instruments", Management had performed an impairment assessment of the recoverable amount based on discounted cash flows, which have been determined by external valuation experts. The determination of the discounted cash flows involves significant management judgement and estimates on the valuation methodology and various assumptions including related to growth rates, discount rates, etc. Further, management believed that the above assessment based on value in use appropriately reflects the recoverable amount of loans. Based on this assessment and the valuation reports obtained from independent valuer, provision for expected credit loss was recognised in the statement of profit and loss amounting to ₹ 7,947.06 Lakhs upto 31 March, 2021 on the loans given to its joint venture.

Kurukshetra Expressway Private Limited ("KEPL" or "Concessionaire"), a joint venture (49.57%) of the Company, issued a notice of termination of Concession Agreement ("CA") vide letter dated 7 October, 2021 to the National Highway Authority of India ("NHAI") on account of continuous disruption and blockade of traffic on National Highway-71 due to farmer agitation with stoppage of toll collection. The provisions of Concession Agreement provides for termination where events which are not in control of KEPL, and obliges NHAI paying KEPL for repayment of Debt Due along with Adjusted Equity after necessary adjustments. During the year, the Company had recognised provision towards Expected credit loss of ₹ 4,895.94 Lakhs (adjusted for equity loss already recognised) against loans given to KEPL/others. Further, the Promoters of KEPL have, jointly and severally given 'shortfall undertakings' to the Senior Lenders, should there be any shortfall between amounts received from NHAI and that payable to KEPL's lenders, KEPL has received copy of the letter dated February 3, 2022 sent by an independent Engineer ("IE") appointed by NHAI in which the IE has sought to limit the amount payable (net of other deductions) as "Termination Payment".
Accordingly, in light of the above the Company has made further provision for Expected Credit Loss of ₹ 4,629.73 Lakhs. The Company has also recognised ₹ 3,977.00 Lakhs towards their share (49.57%) being a potential shortfall, if any, which is disclosed as an exceptional item.The Company has made above provisions without prejudice to it's and KEPL legal rights and claims against NHAI and will continue to pursue these amounts against KEPL. Further, it will seek KEPL to pursue their claims and termination payment against NHAI notwithstanding the above recognition.

Additionally during the year, the Company had recognised provision for impairment of ₹ 1,543.03 Lakhs against equity investment in a subsidiary namely Wainganga Expressway Private Limited, which is presented as exceptional items.

Other than trade and other receivables, the Group has no other financial assets that are past due but not impaired.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(ii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The Group has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Group has access to funds from loans from banks. The Group also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

As of 31 March, 2022, the Group had working capital (Total current assets - Total current liabilities) of ₹ 18,863.77 Lakhs including cash and cash equivalents of ₹ 12,517.73 Lakhs. These cash and cash equivalents include investments in term deposits (i.e., bank certificates of deposit having original maturities of less than 3 months) of ₹ 5,263.13 Lakhs. As of 31 March, 2021, the Group had working capital (Total current assets - Total current liabilities) of ₹ 36,567.08 Lakhs including cash and cash equivalents of ₹ 17,531.27 Lakhs. These cash and cash equivalents include investments in term deposits (i.e., bank certificates of deposit having original maturities of less than 3 months) of ₹ 7,389.51 Lakhs.

Exposure to liquidity risk

The table below analyses the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for:

* all non derivative financial liabilities

* net and gross settled derivative financial instruments for which the contractual maturites are essential for the understanding of the timing of the cash flows.

(Currency: Indian rupees in Lakhs)

Particulars	Carrying amount	31 March, 2022 Contractual cash flows				
		Total	0-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Borrowings	1,74,169.57	1,92,914.18	89,555.24	39,152.11	54,651.71	9,555.12
Trade payables (dues of micro enterprises and small enterprises)	12,412.01	12,412.01	12,412.01	-	-	-
Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,55,293.24	1,55,293.24	1,40,053.18	5,995.72	9,244.34	-
Lease liabilities	7,150.38	7,853.79	3,391.89	2,093.18	2,368.72	-
Other financial liabilities	73,379.78	1,08,321.07	32,124.14	3,740.88	23,510.59	48,945.46

(Currency: Indian rupees in Lakhs)

Particulars	Carrying amount	31 March, 2021 Contractual cash flows				
		Total	0-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Borrowings	1,66,432.42	1,97,192.26	68,575.13	45,024.84	65,601.88	17,990.41
Trade payables (dues of micro enterprises and small enterprises)	6,974.16	6,974.16	6,974.16	-	-	-
Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,39,790.40	1,39,790.40	1,24,935.45	6,932.71	7,922.24	-
Lease liabilities	5,381.57	5,725.54	2,637.04	1,886.56	1,201.94	-
Other financial liabilities	65,497.73	1,04,397.24	27,693.75	3,715.56	23,426.75	49,561.18

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Group is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Group's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

(a) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the profit and loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Group operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, Ethiopian Birr and Sri Lankan Rupee against the respective functional currencies of JMC Projects (India) Limited and its subsidiaries.

The Group, as per its risk management policy, uses foreign exchange and other derivative instruments primarily to hedge foreign exchange and interest rate exposure. The Group does not use derivative financial instruments for trading or speculative purposes.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

(Currency: Indian rupees in Lakhs)

	31 March, 2022								31 March, 2021					
	USD	EUR	ETB	LKR	MNT	MVR	GHS	AED	USD	EUR	ETB	LKR	MNT	AED
Trade receivables	-	-	242.97	-	14.88	284.94	-	-	-	-	180.75	69.37	-	-
Payables for Capital Goods	-	-	(7.69)	-	(1.56)	(575.26)	-	-	-	-	(11.95)	-	-	-
Trade payables	(1,197.54)	(0.02)	(805.59)	(99.67)	(695.90)	(2,121.77)	(309.05)	-	(178.00)	(0.01)	(522.63)	(150.15)	(103.86)	(0.04)
Net statement of financial position exposure	**(1,197.54)**	**(0.02)**	**(570.31)**	**(99.67)**	**(682.58)**	**(2,412.09)**	**(309.05)**	**-**	**(178.00)**	**(0.01)**	**(353.83)**	**(80.78)**	**(103.86)**	**(0.04)**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk (Contd.)

(a) Currency risk (Contd.)

Sensitivity analysis

A 10% strenghtening / weakening of the respective foreign currencies with respect to functional currency of Parent Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of Consolidated balance sheet.

(Currency: Indian rupees in Lakhs)

Effect in ₹ Lakhs	Profit or loss	
	Strengthening	Weakening
31 March, 2022		
USD	(119.75)	119.75
EUR	-	-
ETB	(57.03)	57.03
LKR	(9.97)	9.97
MNT	(68.26)	68.26
MVR	(241.21)	241.21
GHS	(30.91)	30.91
AED	-	-
	(527.13)	**527.13**

(Currency: Indian rupees in Lakhs)

Effect in ₹ Lakhs	Profit or loss	
	Strengthening	Weakening
31 March, 2021		
USD	(17.80)	17.80
EUR	-	-
ETB	(35.38)	35.38
LKR	(8.08)	8.08
MNT	(10.39)	10.39
AED	-	-
	(71.65)	**71.65**

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to market risk for changes in interest rates relates to fixed deposits and borrowings from financial institutions. The Group manages its interest rate risk arising from foreign currency floating rate loans by using interest rate swaps as hedges of variability in cash flows attributable to interest rate risk.

For details of the Group's short-term and long term loans and borrowings, including interest rate profiles, refer to Note 13 (a) & 13 (b) of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Contd.)

For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk (Contd.)

(b) Interest rate risk (Contd.)

Interest rate sensitivity - fixed rate instruments

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the year.

(Currency: Indian rupees in Lakhs)

	Profit or loss	
	100 bp increase	100 bp decrease
As at 31 March, 2022		
Secured		
Non-Convertible Debentures (NCDs)	(126.93)	126.93
Rupee Loans - From Banks	(739.90)	739.90
Rupee Loans - From NBFC's	(251.66)	251.66
Vehicle loans	(0.31)	0.31
Working Capital Loans Repayable on Demand from Banks	(422.24)	422.24
	(1,541.04)	**1,541.04**
Unsecured		
Non-Convertible Debentures (NCDs)	(200.44)	200.44
Rupee Loans - From Banks	-	-
Rupee Loans - From NBFC's	(0.21)	0.21
	(200.65)	**200.65**
Sensitivity (net)	**(1,741.69)**	**1,741.69**

(Currency: Indian rupees in Lakhs)

	Profit or loss	
	100 bp increase	100 bp decrease
As at 31 March, 2021		
Secured		
Non-Convertible Debentures (NCDs)	(158.55)	158.55
Rupee Loans - From banks	(812.41)	812.41
Rupee Loans - From NBFC's	(311.75)	311.75
Vehicle loans	(0.68)	0.68
Working Capital Loans Repayable on Demand from Banks	(255.85)	255.85
	(1,539.24)	**1,539.24**
Unsecured		
Non-Convertible Debentures (NCDs)	(101.56)	101.56
Rupee Loans - From Banks	(22.51)	22.51
Rupee Loans - From NBFC's	(1.01)	1.01
	(125.08)	**125.08**
Sensitivity (net)	**(1,664.32)**	**1,664.32**

(Note: The impact is indicated on the profit/loss and equity before tax basis).

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

A. Risk management framework (Contd.)

(iii) Market risk (Contd.)

(c) Derivative financial instruments

The group holds derivative financial instruments such as foreign currency Forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counter party for these contracts is generally a Private and Public sector unit banks, financial institution. These derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace. Mark to Market gain or loss on derivative instruments is part of other current financial assets.

(Currency: Indian rupees in Lakhs)

Outstanding Contracts	Average Exchange Rate (in ₹)	Amount in Foreign currency	Nominal Amount	Marked to Market (MTM) Value
As at 31 March, 2022				
Cash Flow Hedges (Routed through OCI)				
Sell USD Buy INR				
Maturing less than 3 months	76.72	$146.30	11,224.14	71.71
Maturing in 3 months to 6 months	77.79	$101.80	7,919.02	68.29
Maturing in 6 months to 9 months	78.22	$354.10	27,697.70	171.44
Maturing in 9 months to 12 months	79.77	$153.80	12,268.63	162.66
Maturing more than 12 months	81.67	$629.70	51,427.60	642.99
Total/Average	**79.77**	**$1,385.70**	**1,10,537.09**	**1,117.09**
Other Hedges (Routed through Profit & Loss)				
Sell USD Buy INR				
Maturing less than 3 months	76.01	$46.40	3,526.86	0.70
Maturing in 3 months to 6 months	77.04	$71.00	5,469.84	22.00
Maturing in 6 months to 9 months	-	-	-	-
Maturing in 9 months to 12 months	-	-	-	-
More than 12 Months	-	-	-	-
Total/Average	**76.64**	**$117.40**	**8,996.70**	**22.70**

Reconciliation of Hedge Reserve

The following table provides the reconciliation of cash flow hedge reserve :

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Balance at the beginning of the year	-	-
Gain recognised in OCI during the year (net)	1,117.09	-
Tax Impact on above	(281.17)	-
Balance at the end of the year (Gross)	1,117.09	-
Balance at the end of the year (Net of tax)	835.92	-

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

B. Fair values

(i) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value. A substantial portion of the Group's long-term debt has been contracted at floating rates of interest, which are reset at short intervals. Accordingly, the carrying value of such long-term debt approximates fair value.

(Currency: Indian rupees in Lakhs)

31 March, 2022	Carrying amount of financial assets / liabilities				Fair value			
	Amortised Cost	Fair value through profit or loss	Fair value through other comprehensive income	Total carrying amount	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Financial assets								
(i) Trade receivables	1,10,574.96	-	-	1,10,574.96	-	-	-	-
(ii) Cash and cash equivalents	12,517.73	-	-	12,517.73	-	-	-	-
(iii) Bank balances other than above	11,968.94	-	-	11,968.94	-	-	-	-
(iv) Loans	4,884.27	-	-	4,884.27	-	-	-	-
(v) Others	21,074.93	-	-	21,074.93	-	-	-	-
	1,61,020.83	**-**	**-**	**1,61,020.83**	**-**	**-**	**-**	**-**
Financial liabilities								
(i) Borrowings	1,74,169.57	-	-	1,74,169.57	-	-	-	-
(ii) Trade payables (dues of micro enterprises and small enterprises)	12,412.01	-	-	12,412.01	-	-	-	-
(iii) Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,55,293.24	-	-	1,55,293.24	-	-	-	-
(iv) Lease liabilities	7,150.38	-	-	7,150.38	-	-	-	-
(v) Other financial liabilities	73,379.78	-	-	73,379.78	-	-	-	-
	4,22,404.98	**-**	**-**	**4,22,404.98**	**-**	**-**	**-**	**-**

(Currency: Indian rupees in Lakhs)

31 March, 2021	Carrying amount of financial assets / liabilities				Fair value			
	Amortised Cost	Fair value through profit or loss	Fair value through other comprehensive income	Total carrying amount	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Financial assets								
(i) Trade receivables	1,01,612.56	-	-	1,01,612.56	-	-	-	-
(ii) Cash and cash equivalents	17,531.27	-	-	17,531.27	-	-	-	-
(iii) Bank balances other than above	4,493.50	-	-	4,493.50	-	-	-	-
(iv) Loans	22,516.38	-	-	22,516.38	-	-	-	-
(v) Others	13,865.99	-	-	13,865.99	-	-	-	-
	1,60,019.70	**-**	**-**	**1,60,019.70**	**-**	**-**	**-**	**-**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

B. Fair values (Contd.)

(i) Accounting classification and fair values (Contd.)

(Currency: Indian rupees in Lakhs)

31 March, 2021	Carrying amount of financial assets / liabilities				Fair value			
	Amortised Cost	Fair value through profit or loss	Fair value through other comprehensive income	Total carrying amount	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Financial liabilities								
(i) Borrowings	1,66,432.42	-	-	1,66,432.42	-	-	-	-
(ii) Trade payables (dues of micro enterprises and small enterprises)	6,974.16	-	-	6,974.16	-	-	-	-
(iii) Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,39,790.40	-	-	1,39,790.40	-	-	-	-
(iv) Lease liabilities	5,381.57	-	-	5,381.57	-	-	-	-
(v) Other financial liabilities	65,497.73	-	-	65,497.73	-	-	-	-
	3,84,076.27	**-**	**-**	**3,84,076.27**	**-**	**-**	**-**	**-**

(ii) Measurement of fair values

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique
Premium Liability	Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate
Retention receivables and payables	Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

C. Master netting

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at 31 March, 2022 and 31 March, 2021.

(Currency: Indian rupees in Lakhs)

Particulars	Effects of offsetting on the balance sheet	Related amounts not offset	
	Gross amounts	Financial instrument collateral	Net amount
31 March, 2022			
Financial assets			
Trade receivables	1,10,574.96	(659.43)	1,09,915.53
Cash and cash equivalents	12,517.73	(11,715.60)	802.13
Bank balances other than above	11,968.94	-	11,968.94
Loans	4,884.27	-	4,884.27
Others	21,074.93	(15.15)	21,059.78
Total	**1,61,020.83**	**(12,390.18)**	**1,48,630.65**
Financial liabilities			
Borrowings	1,74,169.57	(12,390.18)	1,61,779.39
Trade payables (dues of micro enterprises and small enterprises)	12,412.01	-	12,412.01
Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,55,293.24	-	1,55,293.24
Lease liabilities	7,150.38	-	7,150.38
Other financial liabilities	73,379.78	-	73,379.78
Total	**4,22,404.98**	**(12,390.18)**	**4,10,014.80**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (Contd.)

C. Master netting (Contd.)

(Currency: Indian rupees in Lakhs)

Particulars	Effects of offsetting on the balance sheet	Related amounts not offset	
	Gross amounts	Financial instrument collateral	Net amount
31 March, 2021			
Financial assets			
Trade receivables	1,01,612.56	(3,257.64)	98,354.92
Cash and cash equivalents	17,531.27	(16,928.72)	602.55
Bank balances other than above	4,493.50	-	4,493.50
Loans	22,516.38	-	22,516.38
Others	13,865.99	-	13,865.99
Total	**1,60,019.70**	**(20,186.36)**	**1,39,833.34**
Financial liabilities			
Borrowings	1,66,432.42	(20,186.36)	1,46,246.06
Trade payables (dues of micro enterprises and small enterprises)	6,974.16	-	6,974.16
Trade payables (dues of creditors other than micro enterprises and small enterprises)	1,39,790.40	-	1,39,790.40
Lease liabilities	5,381.57	-	5,381.57
Other financial liabilities	65,497.73	-	65,497.73
Total	**3,84,076.28**	**(20,186.36)**	**3,63,889.92**

(a) Offsetting arrangements

(i) Derivatives

The Group enters into derivative contracts for hedging future sales. In general, under such agreements, the amounts owed by each counterparty on a single day in respect of all the transactions outstanding in the same currency are aggregated into a single net amount that is payable/receivable by one party to the other.

(ii) Working capital are secured against the inventory, cash and cash equivalents and trade receivables.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

37 SEGMENT REPORTING

A. Operating Segments

(a) Description of Segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues & expenes that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Group's chief operating decision maker (CODM) to make desicisons about resources to be allocated to the segments and assess their performance.

The Group has 2 reportable segments as described below:

Reportable segments	Operations
Engineering, Procurement and Construction	Relating to buildings and factories, roads and bridges, water pipelines, metro, power, railways etc.
Developmental Projects	Operation and maintenance of toll roads.

(b) Information about reportable segment

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Group's management review committee. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

(c) Adjusted EBITDA

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Engineering, Procurement and Construction	34,302.91	34,363.81
Developmental Projects	5,854.26	7,644.35
Total Adjusted EBITDA	**40,157.17**	**42,008.16**

Adjusted EBITDA reconciles to profit before income tax as follow :

(Currency: Indian rupees in Lakhs)

Particulars	Notes	31 March, 2022	31 March, 2021
Total Adjusted EBITDA		40,157.17	42,008.16
Finance cost	22	(24,905.46)	(25,095.47)
Interest income	17	1,570.25	1,498.44
Depreciation and Amortisation Expenses	20	(20,695.79)	(18,068.28)
Profit before income tax from continuing operations		**(3,873.83)**	**342.85**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

37 SEGMENT REPORTING (Contd.)

A. Operating Segments (Contd.)

(d) Segment revenue

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Total segment revenue	Inter segment revenue	Revenue from external customers	Total segment revenue	Inter segment revenue	Revenue from external customers
Engineering, Procurement and Construction	5,35,593.48	-	5,35,593.48	3,68,984.39	-	3,68,984.39
Developmental Projects	16,288.23	-	16,288.23	15,461.40	-	15,461.40
Total segment revenue	**5,51,881.71**	**-**	**5,51,881.71**	**3,84,445.79**	**-**	**3,84,445.79**

(e) Segment assets

(Currency: Indian rupees in Lakhs)

	31 March, 2022			31 March, 2021		
	Segment assets	Investments accounted for using equity mehod	Additions to non-current assets*	Segment assets	Investments accounted for using equity mehod	Additions to non-current assets*
Engineering, Procurement and Construction	4,61,237.55	-	19,401.38	3,93,777.29	-	10,733.44
Developmental Projects	1,54,675.67	-	53.30	1,59,720.74	-	33.07
Total segment assets	**6,15,913.22**	**-**	**19,454.68**	**5,53,498.03**	**-**	**10,766.51**
Intersegment eliminations	-	-	-	-	-	-
Total Assets as per the Consolidated Balance Sheet	**6,15,913.22**	**-**	**19,454.68**	**5,53,498.03**	**-**	**10,766.51**

*Other than financial & deferred tax assets

f) Segment liabilities

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Engineering, Procurement and Construction	4,29,424.74	3,51,366.38
Developmental Projects	1,33,811.00	1,53,136.82
Total Segment liabilities	**5,63,235.74**	**5,04,503.20**
Intersegment eliminations	-	-
Total liabilities as per the Consolidated Balance Sheet	**5,63,235.74**	**5,04,503.20**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

37 SEGMENT REPORTING (Contd.)

B. Geographical information

i) Revenue

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
India	5,20,274.43	3,75,548.57
All foreign countries		
Ethiopia	1,893.72	7,486.75
Sri Lanka	3.80	439.89
Mongolia	21,687.12	970.58
Maldives	6,284.90	-
Ghana	1,737.74	-
Total	**5,51,881.71**	**3,84,445.79**

ii) Non-current assets*

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
India	2,27,516.40	2,20,374.33
All foreign countries		
Ethiopia	2,985.65	2,932.31
Sri Lanka	4.17	13.02
Mongolia	1,977.27	18.73
Maldives	1,212.40	-
Ghana	103.05	-
Total	**2,33,798.94**	**2,23,338.38**

*Non-current assets exclude trade receivables and deferred tax assets.

C. Information about major customers

Revenues from one customer of India represented approximately ₹ 46,846.56 Lakhs (31 March, 2021: ₹ 45,527.11 Lakhs) of the Group's total revenues.

38 Vindhyachal Expressway Private Limited ("VEPL" or "Concessionaire") and Wainganga Expressway Private Limited ("WEPL" or "Concessionaire"), subsidiaries of the Company, have invoked arbitration/dispute resolution proceedings under the terms of respective Concession agreements and made certain claims due to various issues including but not limited to the development of alternate routes around the Project Highway, lack of timely development of feeder roads, economic slowdown, Implementation of GST and suspension of toll due to implementation of demonetization, which resulted in substantial reduction in toll revenue. The said proceedings are still pending for resolution.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

39 NOTE FOR PROPOSED DIVIDEND

The Board of Directors at its meeting held on 12 May, 2022 have recommended a payment of final dividend of ₹ 1.00/- per share (31 March, 2021 : ₹ 0.70/- per share) of face value of ₹ 2.00/- each for the financial year ended 31 March, 2022 (31 March, 2021 : ₹ 2.00/- per share). The same amounts to ₹ 1,679.05 Lakhs (31 March, 2021 : ₹ 1,175.34 Lakhs).

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

40 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTION FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013

31 March, 2022

Name of Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Asset	Amount ₹ in Lakhs	As % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs	As % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs	As % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs
Parent								
JMC Projects (India) Limited	167.05%	87,999.98	(863.21%)	(15,702.46)	100.00%	3,038.91	(260.67%)	(12,663.55)
Subsidiaries								
Indian								
JMC Mining and Quarries Limited	0.00%	0.64	(0.99%)	(18.01)	-	-	(0.37%)	(18.01)
Brij Bhoomi Expressway Private Limited	(5.89%)	(3,105.31)	57.75%	1,050.50	-	-	21.62%	1,050.50
Wainganga Expressway Private Limited	(49.03%)	(25,828.84)	(293.72%)	(5,342.97)	-	-	(109.98%)	(5,342.97)
Vindhyachal Expressway Private Limited	(5.19%)	(2,736.34)	(35.69%)	(649.24)	-	-	(13.36%)	(649.24)
Total interest in all subsidiaries	**(60.12%)**	**(31,669.85)**	**(272.65%)**	**(4,959.72)**	**-**	**-**	**(102.09%)**	**(4,959.72)**
Joint Venture (as per equity consolidation method)								
Kurukshetra Expressway Private Limited	-	-	(109.34%)	(1,989.07)	-	-	(40.94%)	(1,989.07)
Adjustment arising out of consolidation	(6.93%)	(3,652.65)	1345.21%	24,470.33	-	-	503.71%	24,470.33
Total	**100.00%**	**52,677.48**	**100.00%**	**1,819.08**	**100.00%**	**3,038.91**	**100.00%**	**4,857.99**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

40 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTION FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013 (Contd.)

31 March, 2021

Name of Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Asset	Amount ₹ in Lakhs	As % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs	As % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs	As % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs
Parent								
JMC Projects (India) Limited	207.86%	1,01,840.79	(271.43%)	7,110.97	100.00%	(1,086.33)	(162.56%)	6,024.64
Subsidiaries								
Indian								
JMC Mining and Quarries Limited	0.04%	18.65	0.01%	(0.32)	-	-	0.01%	(0.32)
Brij Bhoomi Expressway Private Limited	(8.48%)	(4,155.78)	14.08%	(368.88)	-	-	9.95%	(368.88)
Wainganga Expressway Private Limited	(41.81%)	(20,485.88)	159.10%	(4,168.23)	-	-	112.47%	(4,168.23)
Vindhyachal Expressway Private Limited	(4.26%)	(2,087.13)	71.87%	(1,882.85)	-	-	50.80%	(1,882.85)
Total interest in all subsidiaries	**(54.52%)**	**(26,710.14)**	**245.07%**	**(6,420.28)**	**-**	**-**	**173.23%**	**(6,420.28)**
Joint Venture (as per equity consolidation method)								
Kurukshetra Expressway Private Limited	-	-	122.94%	(3,220.81)	-	-	86.90%	(3,220.81)
Adjustment arising out of consolidation	(53.34%)	(26,135.82)	3.42%	(89.71)	-	-	2.42%	(89.71)
Total	**100.00%**	**48,994.83**	**100.00%**	**(2,619.84)**	**100.00%**	**(1,086.33)**	**100.00%**	**(3,706.17)**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

41 DISCLOSURE ON ENGINEERING, PROCUREMENT AND CONSTRUCTION (EPC) (AS PER IND AS 115)

(a) The Group undertakes Engineering, Procurement and Construction business. The type of work in the contracts with the customers involve construction, engineering, designing, supply of materials, development of system, installation, project management, operations & maintenance etc. The Group has recognised the cumulative effect of applying Ind AS 115 as an adjustment to the opening balance at 1 April 2018.

(b) Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical area.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Primary geographical markets		
India	5,03,686.01	3,59,981.17
Ethiopia	1,893.72	7,486.75
Sri Lanka	3.80	439.89
Mongolia	21,687.12	970.58
Maldives	6,284.90	-
Ghana	1,737.74	-
Total	**5,35,293.29**	**3,68,878.39**

*Company has applied Ind AS 115 using the cumulative effect method. Under this method, the comparative information is not restated.

(c) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Receivables which are included in Trade and other receivables net off provision (refer note 36 A (i))	1,10,229.52	1,01,190.43
Contract assets		
- Amount due from customers on construction contract	26,888.50	35,171.57
- Accrued value of work done net off provision (refer note 36 A (i))	1,06,648.68	83,114.89
Contract liabilities		
- Amount due to customers under construction contracts	14,088.56	17,997.05
- Advance from clients	1,06,176.18	71,945.19

The contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Group issues an invoice to the customer. The contract liabilities primarily relate to the advance consideration received from customers for construction for which revenue is recognised over time.

Amounts due from customers on construction contract represents the gross unbilled amount expected to be collected from customers for contract work performed till date. It is measured at cost plus profit recognised till date less progress billings and recognised losses when incurred. Amounts due to customers on construction contract represents the excess of progress billings over the revenue recognised (cost plus attributable profits) for the contract work performed till date.

Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Group's contract activity based on normal operating capacity.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

41 DISCLOSURE AS PER IND AS 115 (Contd.)

(c) Contract balances (Contd.)

Significant changes in contract asset and contract liabilities balances during the year are as follows:

(Currency: Indian rupees in Lakhs)

Particulars		31 March, 2022	31 March, 2021
Due from contract customers:			
At the beginning of the reporting period (Para 116 (a))		35,171.57	37,385.24
Cost incurred plus attributable profits on contracts-in-progress		5,65,449.98	7,06,720.17
Progress billings made towards contracts-in-progress		(5,73,733.05)	(7,08,933.84)
Due from contract customers impaired during the reporting period (Para 118)		-	-
Significant change due to other reasons (Eg. Business acquisition etc.)		-	-
At the end of the reporting period (Para 116 (a))	(A)	26,888.50	35,171.57
Due to contract customers:			
At the beginning of the reporting period (Para 116 (a))		(17,997.05)	(16,046.88)
Revenue recognised that was classified as due to contract customers at the beginning of the reporting period (Para 116 (b))		6,05,340.41	3,18,030.93
Progress billings made towards contracts-in-progress		(6,01,431.92)	(3,19,981.10)
Significant change due to other reasons (Para 118)		-	-
(Eg. Business acquisition etc.)			
At the end of the reporting period (Para 116 (a))	(B)	(14,088.56)	(17,997.05)
Total	**(A+B)**	**12,799.94**	**17,174.52**

As on 31 March, 2022, revenue recognised in the current year from performance obligations satisfied/ partially satisfied in the previous year is ₹ NIL (31 March, 2021: ₹ Nil)

(d) Performance obligation

The Group undertakes Engineering, Procurement and Construction business. The ongoing contracts with customers are for construction of highways, water pipeline projects, construction of residential & commercial buildings, and others. The type of work in these contracts involve construction, engineering, designing, supply of materials, development of system, installation, project management, operations & maintenance etc.

The Group evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Contracts where the Group provides a significant integration service to the customer by combining all the goods and services are concluded to have a single performance obligations. Contracts with no significant integration service, and where the customer can benefit from each unit on its own, are concluded to have multiple performance obligations. In such cases consideration is allocated to each performance obligation, based on standalone selling prices. Where the Group enters into multiple contracts with the same customer, the Group evaluates whether the contract is to be combined or not by evaluating factors such as commercial objective of the contract, consideration negotiated with the customer and whether the individual contracts have single performance obligations or not.

The Group recognises contract revenue over time as the performance creates or enhances an asset controlled by the customer. For such arrangements revenue is recognised using cost based input methods. Revenue is recognised with respect to the stage of completion, which is assessed with reference to the proportion of contract costs incurred for the work performed at the balance sheet date relative to the estimated total contract costs.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

41 DISCLOSURE AS PER IND AS 115 (Contd.)

(d) Performance obligation (Contd.)

Any costs incurred that do not contribute to satisfying performance obligations are excluded from the Group's input methods of revenue recognition as the amounts are not reflective of our transferring control of the system to the customer. Significant judgment is required to evaluate assumptions related to the amount of net contract revenues, including the impact of any performance incentives, liquidated damages, and other forms of variable consideration.

If estimated incremental costs on any contract, are greater than the net contract revenues, the Group recognizes the entire estimated loss in the period the loss becomes known.

Variations in contract work, claims, incentive payments are included in contract revenue to the extent that may have been agreed with the customer and are capable of being reliably measured.

The Group recognises revenue from Operations & Maintenance services using the time-elapsed measure of progress i.e input method on a straight line basis.

The following table includes revenue to be recognised in future related to performance obligations that are unsatisfied (or partially satisfied) as at 31 March, 2022:

Particulars	Mar-23	Mar-24	2025-2028	Total
Contract Revenue	6,49,929.25	5,65,197.08	3,21,466.01	15,36,592.34
Total	**6,49,929.25**	**5,65,197.08**	**3,21,466.01**	**15,36,592.34**

The Group applies practical expedient in paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations that have original expected duration of one year or less.

(e) Reconciliation of revenue recognised in the Consolidated Statement of Profit and Loss

The following table discloses the reconciliation of amount of revenue recognised as at 31 March, 2022:

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Contract price of the revenue recognised	5,35,293.29	3,68,878.39
Add: Performance bonus	-	-
Add: Incentives	-	-
Less: Liquidated damages	-	-
Revenue recognised in the Consolidated Statement of Profit and Loss	5,35,293.29	3,68,878.39

(f) The above disclosures as per Ind AS 115 are made for EPC segment.

42 DISCLOSURE AS PER IND AS 116

The Group has applied Ind AS 116 using the modified retrospective approach.

1. As a lessee

a. Right-of-use assets

Property, plant and equipment' comprises owned and leased assets that do not meet the definition of investment property. The rights of use asset for lease assets is recognised under the following heads

(Currency: Indian rupees in Lakhs)

	Office building	Store building	Plant and equipments	Total
Year ended 31 March, 2021				
Gross carrying amount				
Balance at 1 April 2020	3,089.25	1,383.15	328.91	4,801.31
Additions	970.95	682.64	2,018.44	3,672.03
Disposals	(210.14)	(254.71)	-	(464.85)
Balance as at 31 March, 2021 (gross carrying amount)	**3,850.06**	**1,811.08**	**2,347.35**	**8,008.49**
Accumulated depreciation				
Opening accumulated depreciation	441.52	499.36	85.81	1,026.69
Depreciation for the year	1,278.17	598.71	99.48	1,976.36
On disposals	(87.32)	(93.19)	-	(180.51)
Balance as at 31 March, 2021 (accumulated depreciation)	**1,632.37**	**1,004.88**	**185.29**	**2,822.54**
Net carrying amount	**2,217.69**	**806.20**	**2,162.06**	**5,185.95**
Year ended 31 March, 2022				
Gross carrying amount				
Balance at 1 April 2021	3,850.06	1,811.08	2,347.35	8,008.49
Additions	510.67	526.92	3,750.40	4,787.99
Disposals	(105.93)	(219.20)	-	(325.13)
Balance as at 31 March, 2022 (gross carrying amount)	**4,254.80**	**2,118.80**	**6,097.75**	**12,471.35**
Accumulated depreciation				
Opening accumulated depreciation	1,632.37	1,004.88	185.29	2,822.54
Depreciation for the year	1,256.86	640.83	1,021.53	2,919.22
On disposals	(74.48)	(140.93)	-	(215.41)
Balance as at 31 March, 2022 (accumulated depreciation)	**2,814.75**	**1,504.78**	**1,206.82**	**5,526.35**
Net carrying amount	**1,440.05**	**614.02**	**4,890.93**	**6,945.00**

b. Lease liabilities

(Currency: Indian rupees in Lakhs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
Maturity analysis - contractual undiscounted cash flows		
Less than one year	3,391.88	2,637.04
One to five years	4,461.91	3,088.50
More than five years	-	-
Total undiscounted lease liabilities at 31 March, 2022	**7,853.79**	**5,725.54**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

42 DISCLOSURE AS PER IND AS 116 (Contd.)

b. Lease liabilities (Contd.)

Lease liabilities included in the consolidated balance sheet at 31 March, 2022 and 31 March, 2021

(Currency: Indian rupees in Lakhs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
Current	2,984.26	2,399.94
Non-current	4,166.12	2,981.63

c. Amounts recognised in Consolidated statement of profit or loss

(Currency: Indian rupees in Lakhs)

Particulars	For the year 2021-2022	For the year 2020-2021
Interest on lease liabilities	513.87	327.82

d. Amounts recognised in the Consolidated statement of cash flows

(Currency: Indian rupees in Lakhs)

Particulars	For the year 2021-2022	For the year 2020-2021
Total cash outflow for leases	3,431.89	2,216.44

e. Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of machinery that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

43 DISCLOSURE IN RESPECT OF SECURITY CREATED ON ASSETS OF THE COMPANY AGAINST BORROWINGS

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Property, plant and equipment	1,99,800.58	1,99,488.64
Inventories	31,011.95	23,255.84
Trade receivables	1,00,811.91	1,01,612.56
Cash and cash equivalents	12,517.73	17,531.27
Bank balances other than above	11,968.94	4,493.50
Other current assets	1,75,060.70	1,41,957.56
Total security created on assets	**5,31,171.81**	**4,88,339.37**

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

44 ADDITIONAL DISCLOSURES PURSUANT TO SCHEDULE III TO THE COMPANIES ACT

(i) Ratios

Particulars		FY 21-22	FY 20-21	% change	Reason for variance
Current Ratio (Current Assets / Current Liabilities)	Times	1.06	1.13	7%	
Debt-Equity Ratio Debt (Long term borrowings + Short term borrowings Including current maturities) / (Equity share capital + Other equity)	Times	3.27	3.36	3%	
Debt Service Coverage Ratio (PAT+Interest+Depreciation+Loss/ gain on sale of FA+Expected credit loss provision for loans and advances given to joint venture / others+ Exceptional items)/(Gross interest+Lease payment+Repayment of long term debt excluding prepayments)	Times	1.08	0.94	(14%)	
Return on Equity Ratio (Annualised) (Net Profits after taxes / Average Shareholder's Equity)	Percent	3.6%	(5.1%)	170%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items adjusted against share of Joint venture loss.
Inventory turnover times (Annualised) (365 days / (Cost of material consumed / Average Inventory))	Days	36	53	31%	Due to increase in sales
Trade Receivables turnover times (Annualised) (365 / (Net Sales / Average Trade Receivable))	Days	70	96	27%	Due to improvement in realisation
Trade payables turnover ratio (Annualised) (365 / (Net Purchase / Average Trade Payable))	Days	210	310	32%	Due to vendor payments.
Net capital turnover ratio (Annualised) (Net Sales /Average Working Capital)	Times	19.91	9.80	(103%)	Due to increase in sales
Net profit ratio (Net profit after tax (Before OCI) / Sales)	Percent	0.33%	(0.68%)	148%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items adjusted against share of Joint venture loss.
Return on Capital employed (Annualised) (PBT + Interest + Expected credit loss provision for loans and advances given to joint venture / others+ Exceptional items / Average capital employed)	Percent	15.7%	9.15%	(71%)	Due to increase in sales
Return on investment (Annualised) (Net Profits after taxes / Average Equity)	Percent	4.7%	(6.77%)	169%	Due to expected credit loss on loans and advances given to joint venture/others and exceptional items adjusted against share of Joint venture loss.

(ii) Other Disclosures

Information with regards to other matters specified in Schedule III to the Act is either Nil or not applicable to the Company for the year.

Notes to the Consolidated Financial Statements (Contd.)
For the year ended 31 March, 2022

45 The figures for the previous year have been regrouped / rearranged wherever necessary to conform to the current year classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1 April 2021.

46 CAPITAL MANAGEMENT

The Group's objectives when managing capital are to

(i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

(ii) Maintain an optimal capital structure to reduce the cost of capital.

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Group monitors capital using a ratio of 'net debt' (total borrowings net of cash and cash equivalents) to 'total equity' (as shown in the balance sheet).

The Group's policy is to keep the ratio below 4.00. The Group's net debt to equity ratios are as follows.

(Currency: Indian rupees in Lakhs)

Particulars	31 March, 2022	31 March, 2021
Net debt (total borrowings (including interest) - cash and cash equivalents)	1,61,651.85	1,48,901.15
Total equity attributable to the shareholders of the Company	52,677.48	48,994.83
Net debt to equity ratio	**3.07**	**3.04**

As per our report of even date attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

For and on behalf of the Board of Directors of
JMC Projects (India) Limited
CIN: L45200GJ1986PLC008717

Vikas R Kasat
Partner
Membership No: 105317

Shailendra Kumar Tripathi
CEO & Managing Director
DIN : 03156123

Manish Mohnot
Non-Executive Director
DIN : 01229696

Samir Raval
Company Secretary
Membership No. FCS-7520

Azad Shaw
Chief Financial Officer
Membership No: 062300

12 May, 2022
Mumbai

12 May, 2022
Mumbai

NOTES

JMC Projects (India) Ltd.
A Kalpataru Group Enterprise

Registered Office
A-104, Shapath 4, Opp. Karnavati Club,
S. G. Road, Ahmedabad - 380 015, Gujarat, India.
Tel: +91 79 68161500 | Fax: +91 79 68161560

Corporate Office
6th Floor, Kalpataru Synergy, Opp. Grand Hyatt,
Santacruz (East), Mumbai - 400 055.
Tel: +91 22 68851500 | Fax: +91 22 68851555
CIN: L45200GJ1986PLC008717
Email: cs@jmcprojects.com
www.jmcprojects.com
www.kalpatarupower.com

Notice of Annual General Meeting

JMC Projects (India) Limited

(A Kalpataru Group Enterprise)

Regd. Office: A-104, Shapath 4, Opp. Karnavati Club, S. G. Road, Ahmedabad - 380015
Tel: 079 68161500, Fax: 079 68161560, Website: www.jmcprojects.com, E-mail: cs@jmcprojects.com,
CIN: L45200GJ1986PLC008717

Notice is hereby given that the **36th Annual General Meeting** ('AGM') of the Members of **JMC Projects (India) Limited** (the 'Company') will be held on **Wednesday, 03 August, 2022** at **11.00 a.m. IST** through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

Item No. 1 – Adoption of Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2022 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2022 together with the Report of the Auditors thereon.

Item No. 2 – Declaration of Dividend

To declare a Final Dividend of ₹ 1.00 (Rupee One only) per equity share of face value of ₹ 2/- each, for the financial year 2021-22.

Item No. 3 – Appointment of Mr. Shailendra Kumar Tripathi (DIN: 03156123) as a Director liable to retire by rotation

To appoint a Director in place of Mr. Shailendra Kumar Tripathi (DIN: 03156123), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

Item No. 4 – Ratification of remuneration of Cost Auditors for the F.Y. 2022-23

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**.

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration as approved by the Board of Directors and set out in the explanatory statement annexed to the Notice, to be paid to M/s. K. G. Goyal & Associates and M/s. S. K. Sahu & Associates, the Cost Auditors appointed by the Board of Directors at its meeting held on 12 May, 2022 to conduct the audit of the cost records of the Company for the financial year ending 31 March, 2023, be and is hereby ratified.

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and is hereby authorized to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds, matters and things as may be necessary, proper, desirable or expedient to give effect to this resolution."

Item No. 5 – Appointment of Branch Auditors

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**.

"**RESOLVED THAT** pursuant to the provisions of Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this

Notice of Annual General Meeting (Contd.)

resolution) of the Company be and is hereby authorized to appoint Branch Auditor(s) of any branch office of the Company, whether existing or which may be opened/ acquired hereafter, outside India, in consultation with the Company's Statutory Auditors, any person(s)/ firm(s) qualified to act as Branch Auditor in terms of the provisions of Section 143(8) of the Act to hold office till the conclusion of the next Annual General Meeting and to fix their remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as may be necessary, proper, desirable or expedient to give effect to this resolution."

By Order of the Board
For **JMC Projects (India) Limited**

Samir Raval
Company Secretary

14 May, 2022, Mumbai

Notice of Annual General Meeting (Contd.)

NOTES:

1. Pursuant to General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being 2/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022 and other applicable circulars issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 36th AGM of the Company is being conducted through VC / OAVM, which does not require physical presence of members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC / OAVM.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA / SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113 of the Act, authorized representative of the Corporate Member(s) may be appointed for the purpose of voting through remote e-Voting, for participation in the 36th AGM through VC / OAVM and e-Voting during the 36th AGM.

3. The presence of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. An Explanatory Statement pursuant to Section 102 of the Act relating to the Special Business under Item Nos. 4 and 5 to be transacted at the Meeting is annexed hereto.

5. The Board of Directors of the Company have recommended final dividend of ₹ 1/- (50%) per equity share of face value of ₹ 2/- each, subject to approval of members at the AGM. The Company has fixed Wednesday, 27 July, 2022 as the Record date for determining the entitlement of Members for payment of Dividend for the financial year ended 31 March, 2022.

6. Members may note that the details of the Director seeking re-appointment as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) forms an integral part of the notice. Requisite declarations have been received from the Director for seeking his re-appointment.

7. Applicable statutory records and all the documents referred to in the accompanying notice of the 36th AGM and an Explanatory Statement shall be available for inspection by the members at the Registered Office and Corporate Office of the Company on all working days during business hours up to the date of the Meeting. Such documents will also be available electronically for inspection by the members from the date of circulation of this notice upto the date of AGM and during the AGM. Members seeking to inspect such documents can send an email to cs@jmcprojects.com

8. The dividend on equity shares, if declared at the AGM, subject to deduction of tax at source will be payable on or before 01 September, 2022 to those members:

   (a) whose name appears as Member in the Register of Members of the Company on Wednesday, 27 July, 2022; and

   (b) whose name appears in the list of Beneficial Owners on Wednesday, 27 July, 2022 furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

9. The dividend, if approved, will be paid by crediting into the bank account as provided by NSDL and CDSL through ECS / NECS / electronic transfer, of those shareholders holding shares in electronic form / demat and having registered relevant bank details. In respect to those shareholders holding shares in physical form or in case of ECS / NECS / electronic payment rejected, dividend will be paid by dividend warrants / demand drafts, as soon as possible.

Notice of Annual General Meeting (Contd.)

10. In accordance with the provisions of the Income Tax Act, 1961 (the "IT Act") as amended by and read with the provisions of the Finance Act, 2020, dividend declared and paid by the Company shall be taxable in the hands of the shareholders and the Company is required to deduct tax at source (TDS) from dividend paid to the Shareholders at prescribed rates in the IT Act.

    In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, Permanent Account Number (PAN) and Category as per the IT Act with their Depository Participants in case shares are held in Dematerialized form. In case shares are held in physical form, aforementioned details need to be updated with the RTA of the Company by quoting their name and folio number.

    A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H provided all prescribed conditions are met, to avail the benefit of non-deduction of tax at source on the website of RTA at https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html latest by 11:59 p.m. IST, Monday, 25 July, 2022. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

    Further, resident shareholders to provide the self-attested copy of PAN. In case Lower or Nil withholding certificate has been obtained under Section 197 of the IT Act by the resident shareholder, the self-attested copy of such certificate shall be required to be uploaded on the website of RTA as referred above.

    Resident shareholders being mutual funds to provide self-declaration that they are specified in Section 10(23D) of the IT Act, along with self-attested copy of PAN and registration certificate.

    Finance Act, 2021 inserted new section 206AB in the IT Act, which takes effect from 01 July, 2021. This section impose a higher TDS rate on the 'Specified Persons', as defined in the new section. Finance Act, 2022 amended the definition of 'Specified Person' which states 'Specified Person' means a person who satisfies both the following conditions:

    a) He has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted/collected. The previous year to be counted is required to be the one whose return filing date under sub-section (1) of section 139 has expired i.e. Return of assessment year 2021-22 relevant to previous year 2020-21 has been filed on or before the due date under section 139(1) of the IT Act.

    b) Aggregate of tax deducted at source and tax collected at source is rupees fifty thousand or more in that previous year i.e. previous year 2020-21.

    In view of this, Income Tax Department has facilitated a new functionality 'Compliance Check for Section 206AB' to facilitate tax deductors/collectors to verify if a person is a 'Specified Person' as per section 206AB of the IT Act. This functionality is made available through Reporting Portal of the Income-tax Department. Through this functionality, tax deductors can verify if any person (PAN) is a 'Specified Person' as defined under section 206AB of the IT Act. Accordingly, any person whose name will appear as 'Specified Person' for the Financial Year 2022-23, higher rate of TDS shall be applied.

    Non-resident shareholders [other than FII (called as FPI)] can avail beneficial rates under tax treaty between India and their country of residence, subject to the following documents/declaration are provided:

    a. Self-attested copy of PAN, if allotted by the Indian Income Tax Authorities;

    b. Self-attested Tax Residency Certificate (TRC) issued by the tax authorities of the country of which shareholder is a resident, evidencing and certifying shareholder's tax residency status during the Financial Year 2022-23;

    c. Completed and duly signed Self-Declaration in Form 10F for Financial Year 2022-23;

    d. Self-declaration certifying on the following points:

        i. The Non-resident Shareholder is and will continue to remain a tax resident of the country of its residence and does not hold dual residency in India during the Financial Year 2022-23;

In case of non-resident partnership firm/trusts, the shareholders/ partners/beneficiaries are subject to tax in the recipient's i.e. partnership firm/trust's country of residence;

ii. The Non-resident Shareholder is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;

iii. The Non-resident shareholder meets the requirements under LOB clause of the respective tax treaty, if applicable;

iv. The Non-resident shareholder's claim for tax treaty benefits is not hit by the principal purpose test under the treaty read with the Multilateral Instrument, if applicable;

v. The Non-resident Shareholder has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;

vi. The Non-resident Company does not have place of effective management ('POEM') in India;

vii. The Non-resident shareholder is the beneficial owner of the dividend and the said non-resident shareholder is under no legal or contractual obligation to pass on the dividend income to any other person;

viii. Confirm whether any declaration of beneficial ownership is filed under the Companies Act, 2013 in respect of the shares held by the non-resident shareholders in the Company;

ix. The Non-resident Shareholder does not have a taxable presence or a permanent establishment in India during the Financial Year 2022-23 and that their shareholding in the Company is not effectively connected to such permanent establishment;

e. In case of FII (now known as FPI) shareholders, kindly confirm that the investment in the Company has been made under FPI route;

f. In case of non-resident shareholder being partnership firms/trusts, list of partners/ beneficiaries/ their respective share of income in partnership firms/trusts and their residential status (if not stated in the TRC of partnership firms/trusts).

The aforesaid documents / declarations should be submitted on the website of the Registrar and Transfer Agent (RTA) at https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html. The aforesaid declarations and documents need to be submitted by the shareholders latest by 11:59 p.m. IST, Monday, 25 July, 2022.

Note:-

a) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the Record Date, and other documents available with the Company / RTA.

b) In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

11. Members are requested to notify immediately any change in their address, bank account details and / or e-mail id to their respective Depository Participant (DP) in respect of their electronic shares / demat accounts. In respect of physical shareholding, to the RTA of the Company at M/s. Link Intime India Private Limited, Unit: JMC Projects (India) Limited, 506 to 508, 5th Floor, Amarnath Business Centre - 1 (ABC-1), Near St. Xavier's College Corner, Off C. G. Road, Navrangpura, Ahmedabad - 380009. Tel. & Fax: 079 26465179, E-mail: ahmedabad@linkintime.co.in.

The SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 and clarification issued vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 has mandated to record/update the KYC details i.e. PAN, Nomination and Bank Account details of the first holder for the shares held in physical mode. The Company has sent a letter to all the Members holding shares in physical mode whose details are yet to be updated seeking the aforesaid information. Detailed information in this regard is also available at the Company's website.

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12. Members may opt for the direct credit of dividend / ECS wherein members get the credit of dividend directly in their designated bank account. This ensures direct and immediate credit with no chance of loss of bank instrument in transit. To avail this facility, the members are requested to update with their DP, the active bank account details including 9 digit MICR code and IFSC code, in case the holding is in dematerialized form. In case of shares held in physical form, the bank account details (Bank Account number, the name of the Bank and the Branch) may be communicated to the RTA in 'Form ISR – 1' along with copy of the cancelled cheque leaf with the first named shareholder's name imprinted on the face of the cheque leaf. In case of any query, a Member may send an e-mail to RTA at ahmedabad@linkintime.co.in.

13. Members can avail the nomination facility in respect of shares held by them in physical form pursuant to Section 72 of the Act read with relevant rules. Members desiring to avail this facility may send their nomination in the prescribed Form SH. 13 duly filled in, signed and send to the Company or RTA.

14. Equity Shares of the Company are traded under the compulsory demat mode on the Stock Exchanges. Considering the advantages of scrip less / demat trading, shareholders are advised to get their shares dematerialized to avail the benefits of scrip less trading.

15. In terms of Listing Regulations, the securities of the listed companies can only be transferred in dematerialized form with effect from 01 April, 2019. In view of the same, members are advised to dematerialize shares held by them in physical form.

16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

17. The Securities and Exchange Board of India (SEBI) has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN details to the RTA.

18. (a) Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ('IEPF Rules'), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to unpaid dividend account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) constituted by the Central Government. The Company had, accordingly, transferred ₹ 89,738/- being the unpaid and unclaimed dividend amount pertaining to Financial Year 2013-14 on 15 November, 2021 to the IEPF.

    Members who have not encashed their dividend pertaining to Financial Year 2014-15 onwards are advised to write to the Company immediately claiming dividends declared by the Company. Details of the unpaid / unclaimed dividend are uploaded as per the requirements on the Company's website www.jmcprojects.com. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed at www.iepf.gov.in

    (b) Pursuant to the provisions of IEPF Rules, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF Authority.

    The Company had transferred 1,375 equity shares of ₹ 2/- each to the IEPF Authority on which the dividends remained unpaid or unclaimed for seven consecutive years on 26 November, 2021 after following the prescribed procedure.

    Further, all the shareholders who have not claimed / encashed their dividends in the last seven consecutive years i.e. Dividend for Financial Year 2014-15 onwards are requested to contact the Company Secretary of the Company or RTA to encash the unclaimed dividend. In this regard, the Company shall individually inform the shareholders concerned and will publish notice in the newspapers as per the IEPF Rules. The details of such shareholders and shares due for transfer shall be uploaded on the website of the Company viz. www.jmcprojects.com

The shareholders whose dividend / shares have been transferred to the IEPF Authority can claim their dividend / shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority.

19. **COMMUNICATION THROUGH E-MAIL:** The situation of global warming demands preservation and protection of environment, which can be attained and / or sustained by preserving and growing more trees on the earth. In order to protect the environment, we as a responsible citizen can contribute in every possible manner. Considering this object in mind, members are requested to register his / her e-mail id to receive all communication electronically from the Company. This would also be in conformity with the legal provisions.

Members may note that the Company would communicate important and relevant information, notices, intimation, circulars, annual reports, financial statements, any event based documents etc. in electronic form to the e-mail address of the respective members. Further, as per the statutory requirement, the above stated documents are also disseminated on the Company's website www.jmcprojects.com

To support green initiative, Members who have not registered their e-mail addresses with the Depositories / Company / RTA, so far, are requested to register / update their e-mail addresses in the following manner:

a. In respect of electronic/demat holdings with the Depository through their concerned Depository Participants. However, the members may temporarily register the same with the Company's RTA M/s. Link Intime India Private Limited at https://web.linkintime.co.in/EmailReg/Email_Register.html on their website www.linkintime.co.in in the Investor services tab by providing details such as Name, DP ID, Client ID, PAN, mobile number and email address.

b. Members who hold shares in physical form are requested to register their e-mail ID with the Company's RTA M/s. Link Intime India Private Limited at https://web.linkintime.co.in/EmailReg/Email_Register.html on their website www.linkintime.co.in in the Investor services tab by providing details such as Name, Folio No., Certificate number, PAN, mobile number and email address and also upload the image of share certificate in PDF or JPEG format (upto 1 MB).

On submission of the above details, a One-Time Password (OTP) will be received by the Member which needs to be entered in the link for verification.

This initiative would enable the members to receive communication promptly besides paving way for reduction in paper consumption and wastage. You would appreciate this initiative taken by the Ministry of Corporate Affairs and your Company's desire to participate in the initiative. If there is any change in e-mail id, shareholder can update his / her e-mail id in the same manner as mentioned above.

Pursuant to the MCA Circulars and SEBI Circulars, the Notice of the 36th AGM and the Annual Report for the financial year 2021-22 are being sent only by email to the Members. Members may note that this Notice and Annual Report 2021-22 will be available on the Company's website www.jmcprojects.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of CDSL at www.evotingindia.com

20. **REMOTE E-VOTING FACILITY**

Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the ICSI, as amended from time to time, the Company is pleased to provide its members the facility of 'remote e-Voting' (e-Voting from a place other than venue of the AGM) to exercise their right to vote and accordingly, business / resolutions as mentioned in this Notice shall be transacted through e-Voting. Necessary arrangements have been made by the Company with Central Depository Services

(India) Limited (CDSL) to facilitate e-Voting. The facility of casting votes by a member using remote e-Voting system as well as e-Voting during the 36th AGM will be provided by CDSL.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

(i) The remote e-Voting period begins on Saturday, 30 July, 2022 (09.00 a.m. IST) and will end on Tuesday, 02 August, 2022 (05.00 p.m. IST). During this period, shareholders of the Company holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, 27 July, 2022 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Under Regulation 44 of the Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to aforesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible Companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com

2) Click on "Shareholders" module.

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3) Now Enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.

6) If you are a first time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field.

vi) After entering these details appropriately, click on "SUBMIT" tab.

vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix) Click on the Electronic Voting Sequence Number (EVSN) for the JMC Projects (India) Limited to vote.

x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to Scrutinizer for verification.

xvii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the scrutinizer at jmc.scrutinizer@gmail.com and to the Company at cs@jmcprojects.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

General Guidelines for shareholders:

1. The Company has appointed Mr. P. N. Parikh (FCS 327 & CP 1228) failing him Mr. Mitesh Dhabliwala (FCS 8331 & CP 9511) and failing him Ms. Sarvari Shah (FCS 9697 & CP 11717) of M/s. Parikh & Associates, Practicing Company Secretaries, to act as the scrutinizer for conducting the remote e-Voting and the voting process at the AGM in a fair and transparent manner.
2. Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the notice of the 36th AGM by email and holds shares as on the cut-off date i.e. Wednesday, 27 July, 2022 may write at helpdesk.evoting@cdslindia.com
3. The Members whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, 27 July, 2022 ('cut-off date') are entitled to vote on the resolutions set forth in this notice. Person who is not a member as on the said date should treat this notice for information purpose only.
4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or call toll free no. 1800 22 55 33.

   The scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and make, within two working days of conclusion of the AGM, a consolidated scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

   On submission of the report by the scrutinizer, the result of voting at the meeting and remote e-Voting shall be declared. The Results along with the scrutinizer's Report shall be placed on the Company's website www.jmcprojects.com and on the website of CDSL i.e. www.evotingindia.com. The results shall be simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.

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Process for those shareholders whose Email/ Mobile no. are not registered with the Company/ Depositories:

In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to RTA at ahmedabad@linkintime.co.in or to the Company at cs@jmcprojects.com

In case shares are held in demat mode, please update your Email id & Mobile no. with your respective Depository Participant (DP).

In case shares are held by individual in demat mode, please update your Email id & Mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE 36TH AGM ARE AS UNDER:

1. The procedure for e-Voting during the 36th AGM is same as the instructions mentioned hereinabove for e-Voting.
2. Only those Members, who will be present in the AGM through VC / OAVM and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the 36th AGM.
3. If any votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC / OAVM, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
4. Members who have cast their vote through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
5. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person(s) mentioned above in this notice.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 36TH AGM THROUGH VC / OAVM ARE AS UNDER:

1. The link for VC / OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
2. Members can join the 36th AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the notice. The facility of participation at the 36th AGM through VC / OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the 36th AGM without restriction on account of first come first served basis.
3. Members are encouraged to join the Meeting through Laptops / iPads for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request on or before Monday, 25 July, 2022 mentioning their name, demat account number/folio number, email id, mobile number at cs@jmcprojects.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries on or before Monday, 25 July, 2022 mentioning their name, demat account number/folio number, email id, mobile number at cs@jmcprojects.com. These queries will be replied by the Company suitably by email/during the AGM.

7. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time as appropriate for smooth conduct of the AGM.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (THE 'ACT')

Item No. 4 – Ratification of remuneration of Cost Auditors for the F.Y. 2022-23

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct audit of Cost Records of the Company in respect of Construction, Roads, Infrastructure and other business activities as may be required.

The Board, on the recommendation of the Audit Committee has approved the appointment of M/s. K. G. Goyal & Associates, Cost Accountants (Firm Registration No. 000024), as the Lead Cost Auditor of the Company and for MCA Compliance for the financial year ending 31 March, 2023, at a remuneration of ₹ 50,000/- (Rupees Fifty Thousand only) plus applicable taxes and reimbursement of actual out-of-pocket expenses, if any.

Further, the Board, on the recommendation of the Audit Committee has approved the appointment of M/s. S. K. Sahu & Associates, Cost Accountants (Firm Registration No. 100807) as the Cost Auditor of the Company for the Cost Audit of the cost records of the EIO Operations of the Company and for other Cost Compliance Certification for the financial year ending 31 March, 2023, at a remuneration of ₹ 20,000/- (Rupees Twenty Thousand only) plus applicable taxes and reimbursement of actual out-of-pocket expenses, if any.

The remuneration payable to above stated Cost Auditors is required to be ratified by the members of the Company. Accordingly, the consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31 March, 2023.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 4 of the notice.

The Board recommends the passing of an Ordinary Resolution as set out at Item No. 4 of the accompanying notice.

Item No. 5 – Appointment of Branch Auditors

In line with its vision, the Company has undertaken / would undertake the contracts / projects outside India for which it has opened / may require to set up branch office(s) overseas. To the extent possible, the Company would appoint its auditors for the said branch offices. However, in some cases / jurisdictions it may not be possible / practical to appoint them and hence, the Company would be required to appoint an accountant or any other person / firm duly qualified to act as an auditor of the accounts of the said branch office(s) in accordance with the laws of that Country. In order to enable the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by the Resolution at Item No. 5 to appoint Branch Auditors for the purpose of auditing the accounts of the Company's Branch Office(s) outside India (whether now existing or as may be established) in consultation with the Statutory Auditors of the Company, necessary authorization of the members is being obtained in accordance with the provisions of Section 143 of the Act, in terms of the resolution at Item No. 5 of the notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 5 of the notice.

The Board recommends the passing of an Ordinary Resolution as set out at Item No. 5 of the accompanying notice.

By Order of the Board
For **JMC Projects (India) Limited**

Samir Raval
Company Secretary

14 May, 2022, Mumbai

DETAILS OF DIRECTOR OF THE COMPANY SEEKING RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

Name of Director	**Mr. Shailendra Kumar Tripathi**
Director Identification No.	03156123
Date of Birth	02 May, 1964
Age	58 Years
Date of first appointment	22 October, 2011
Terms & conditions of re-appointment	CEO & Managing Director, liable to retire by rotation
Qualification	B.E. Civil from Government Engineering College, Jabalpur, Madhya Pradesh
Experience / Expertise in functional field and brief resume	Mr. Tripathi has more than 3 decades of experience in the field of Project Planning and Execution of large size infrastructure projects involving roads and airports. His technical, strategic decisions and leadership skills coupled with sound financial and business sense has helped him in securing and successfully implementing many projects in Public Private Partnership model. Mr. Tripathi has worked in major infrastructure Companies like Gammon India Limited, Larsen and Toubro Limited and Oriental Structural Engineers Private Limited.
No. of Shares held in the Company	Nil
No. of Board Meetings attended during the F.Y. 2021-22	6 out of 7
Details of remuneration last drawn	He has been paid ₹ 509.03 lakh in F.Y. 2021-22
Details of remuneration sought to be paid	N.A.
Other Directorships	None
Chairpersonship/Membership of Committees of other Companies	None
Relationship with other Directors, Manager and Key Managerial Personnel	None
Listed Entities from which Mr. Shailendra Kumar Tripathi has resigned in past 3 years	N.A.

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