



MADHUCON

PROJECTS LIMITED

CIN: L74210TG1990PLC011114

RefNo.: MPL/SES/CS/2019

Date: 28.05.2019

To,

The Bombay Stock Exchange (BSE)
Corporate Relationship Dept.,
1st Floor, New Trading Ring
Rotunda Building, PJ Towers
Dalal Street, Fort, Mumbai -400 001

The National Stock Exchange (NSE) of India
Limited,
5th Floor, Exchange Plaza,
Bandra (East), Mumbai- 400 051.

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on 28th May, 2019 at 03.00 PM

Ref: BSE Scrip Code: 531497, NSC Scrip code: MADHUCON

Pursuant to Regulation 30 & 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Outcome of Board Meeting held on 28th May, 2019.

1. Approved the Audited Financial Statements of the Company (Standalone and Consolidated) for the year ended 31.03.2019 along-with Auditors Report and Standalone and Consolidated Annual Audited Financial results along-with the declaration signed by our Managing Director for Audit Report on Consolidated with Unmodified opinion) and the Statement of Impact of Audit Qualifications on Consolidation in Annexure – I.
2. Approved the Statement of Assets & Liabilities as at 31.03.2019 in the format specified under SEBI (LODR) Regulations, 2015 thereon.
3. Noted and taken on record the Resignation of Mr. Srinivasa Rao Kamma, Whole Time Director of the Company w.e.f. 23.05.2019.
4. Noted and Taken on Record the Secretarial Compliance Report of Venkata Krishna & Associates, Company Secretaries (ACS 53083, CP 19542) for the year 2018-19.
5. Noted and adopted Revised Policies of the Company.

The Meeting of the Board of Directors of the Company commenced at 3:00 PM and Concluded at 7:30 PM.

We would request you to please take on record the above and host the same on your website for viewing to the public.

Thanking You,

Yours faithfully

For Madhucon Projects Limited


Deepak Joshi
Company Secretary and Compliance Officer
FCS-4924





MADHUCON

PROJECTS LIMITED

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PRESS RELEASE


Madhucon Projects Limited during the financial year ended on 31st March, 2019 achieved a total income (standalone) of Rs. 68484.89 Lakh as against Rs. 68604.62 Lakh and an EBITDA of Rs. 2422.15 Lakh against Rs. 12137.67 Lakh and Earning Per Share (EPS) of Rs. 2.52 against Rs. 1.78 of the previous year.

Madhucon Projects Ltd (MPL) is a Premier infrastructure development company and the flagship company of Madhucon Group. MPL is a well-established Construction Company and a leading Contractor in executing projects, in various sectors – Transportation (National & State Highways, Roads, Metro, Railways & Ports), Irrigation & Water Resources, Buildings & Property Development, Mining (Coal & other Minerals), Energy (Generation, Transmission & Distribution) and other Infrastructure Projects. The order Book Stood at Rs. 3275.78 Crores as at the end of the 31.03.2019.

For Further information about Madhucon Group, visit www.madhucon.com.

Place: Hyderabad

Date: 28.05.2019

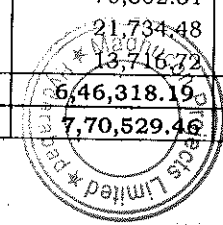

Deepak Joshi
Chief Financial Officer

MADHUCON PROJECTS LIMITED
SANDALONE AND CONSOLIDATED BALANCE SHEET

(Rs. in Lakhs)

S. No.	Particulars	Standalone		Consolidated	
		Audited		Audited	
		31.03.2019	31.03.2018	31.03.2019	31.03.2018
1	ASSETS				
	Non-current assets				
	(a) Property, Plant and Equipment	4,909.46	5,147.73	3,13,217.93	3,27,998.91
	Capital Work in Progress	-	-	15,106.39	15,041.41
	Intangible Assets	-	-	1,20,339.13	1,27,095.01
	Investment Properties	-	-	61.46	81.56
	(b) Financial Assets				
	(i) Investments	1,71,565.38	1,77,181.38	53.58	53.58
	(ii) Trade receivables	484.36	525.46	-	-
	(iii) Loans	5,133.46	5,131.79	5,298.36	5,297.83
	(iv) Others Financial Assets	11,750.39	16,407.97	92,174.86	2,20,752.47
	(c) Deferred Tax Asset	4,764.21	2,301.81	4,764.21	2,301.81
	(d) Other non-current assets	19,734.59	20,443.57	22,947.01	23,590.51
	Sub-total Non-current assets	2,18,341.84	2,27,139.71	5,73,962.93	7,22,213.09
2	Current assets				
	(a) Inventories	4,281.51	4,493.41	6,288.37	10,002.53
	(b) Financial Assets				
	(i) Investments	-	-	210.30	57.11
	(ii) Trade receivables	25,780.64	19,618.07	3,666.80	3,115.38
	(iii) Cash and cash equivalents	1,065.81	1,799.32	3,344.58	4,398.66
	(iv) above	239.78	258.13	435.64	1,064.12
	(v) Loans	7,196.48	7,189.77	168.33	164.56
	(vi) Others Financial Assets	7,127.25	7,121.77	1,50,362.78	25,190.71
	(c) Current tax asset (net)	14,070.65	5,922.18	14,528.15	6,469.53
	(d) Other current assets	18,550.60	17,483.31	17,561.58	16,521.65
	Sub-total Current assets	78,312.72	63,885.96	1,96,566.53	66,984.25
	Total Assets	2,96,654.57	2,91,025.67	7,70,529.46	7,89,197.34
	EQUITY AND LIABILITIES				
	Equity				
	(a) Equity Share capital	740.32	740.32	740.32	740.32
	(b) Other Equity	80,722.03	78,826.86	(2,12,984.36)	(1,77,495.81)
	Less: Profit or Loss from Associates	-	-	-	-
	Sub-total Other Equity	81,462.36	79,567.19	(2,12,244.04)	(1,76,755.49)
	Non Controlling Interest	-	-	(4,648.58)	(806.13)
	Sub-total Equity	81,462.36	79,567.19	(2,16,892.62)	(1,77,561.62)
	LIABILITIES				
1	Non-current liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	2,791.42	4,558.60	3,12,341.35	4,51,636.11
	(ii) Trade payables	8,167.38	8,250.99	8,256.36	8,318.19
	(iii) Other financial liabilities	6,457.71	8,044.18	759.76	1,643.69
	(b) Provisions	173.83	175.56	12,281.87	9,350.54
	(c) Deferred tax liabilities (Net)	-	-	5.03	5.03
	(d) Other non-current liabilities	9,714.99	21,946.87	7,459.52	9,545.05
	Sub-total Non-current liabilities	27,305.33	42,976.21	3,41,103.89	4,80,498.61
2	Current liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	65,672.57	57,893.74	2,63,408.56	1,53,350.39
	(ii) Trade payables	48,895.96	40,026.97	65,705.91	56,897.02
	(iii) Other financial liabilities	13,228.17	11,084.29	2,11,250.01	1,71,974.59
	(b) Other current liabilities	41,614.59	48,711.57	70,502.51	74,096.86
	(c) Provisions	4,762.92	4,758.21	21,734.48	23,929.96
	(d) Current tax liabilities (net)	13,712.67	6,007.48	13,716.32	6,011.53
	Sub-total Current liabilities	1,87,886.88	1,68,482.27	6,46,318.19	4,86,260.35
	Total Equity and Liabilities	2,96,654.57	2,91,025.67	7,70,529.46	7,89,197.34


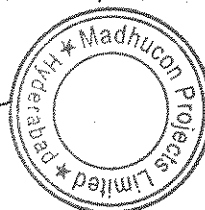
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Replies to Audit Qualification :

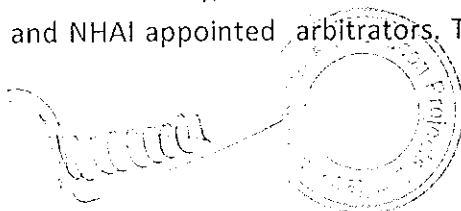
The company has reported the Audited financial results of standalone and consolidated as per Indian Accounting standard (Ind As) read with SEBI circular dated 05.July.2016. These financials were reviewed by the Audit committee in the meeting held on 28th May,2019 and approved by the board of directors of the company at the meeting held on 28th May,2019.

1. The above results are in compliance with Indian Accounting Standards (Ind As) notified by the Ministry of Corporate Affairs, Government of India.
The company has reported the Audited financial results of standalone and consolidated as per Indian Accounting standard (Ind As) read with SEBI circular dated 05th July, 2016. These financials were reviewed by the Audit committee in the meeting held on 28th May, 2019 and approved by the board of directors of the company at the meeting held on 28th May, 2019.
2. The carrying value of investments held in and unsecured loans and advances given by the company to its subsidiaries , which have been incurring losses and in some of these companies, net worth was fully or substantially eroded. Taking into account the management's internal assessment and initiatives to be implemented to improve the profitability in the medium to long run, the management of the company is of the view that carrying value of the investments and loans and advances are realizable at the value stated in the books.
3. In relation to Madhucon Mega Mall Private Limited (MMMPL) a subsidiary of the company incorporated for developing shopping mall cum multiplex on leased land taken from Andhra Pradesh Housing Board (now known as Telangana Housing Board) ("the Board") at Kukatpally in Hyderabad. The Board issued letter for revoking the power of attorney and resumption of land. The Company got a status quo order from court and the case is pending in that court. Taking in to account the constitution of and recommendation made by cabinet sub-committee of Telangana Government, management internal assessment and legal opinion obtained, Company management is confident in succeeding the case and carrying values of investments in and loans to MMMPL are realizable at the values stated in the books of accounts. Financials of MMMPL are prepared on going concern basis.
4. The outstanding loans and advances which were granted to Nama Investments Limited and NNR Infra Investments Private Limited in which the company's directors have interest are realizable at the carrying values in the books of accounts though both these companies have been incurring losses and accumulated losses exceeded the net worth of these companies for the reasons stated. According to the books of accounts, the closing balance as at March 31, 2019 with respect to Nama

Investments Limited and NNR Investments Limited are Rs.4189.96 Lakhs and Rs.512.19 Lakhs respectively which are recoverable.

5. The company has put up one time settlement with the working capital banks and is working for suitable modification. Therefore the company has not provided the interest on loans amounting to Rs. 73.64 crores. The company reversed the interest provided earlier in first two quarters of the year and has not provided the interest for the balance two quarters of the year, subject to approval of the shareholders in their general meeting.
6. Confirmation of balances could not be obtained as at March 31, 2019 for various trade payables, advances, though the management has requested for the confirmation of balances. Management believes that no material adjustments would be required in books of account upon receipt of these confirmations.
7. Simhapuri Energy Limited which is step down subsidiary of the company has defaulted in repayment of dues to banks and financial institutions and the loans were classified as NPA. The Power Purchase Agreement entered into with the Discoms for a 12 year period could not be implemented due to the regulatory approvals pending since 17-18, leading to almost NIL Turnovers / No Profitability / almost NIL Cash Flows, which consequently led to defaults in the Debt Obligations to the lenders. Company has proposed a One Time Settlement offer and also a Re-Structuring Package offer, which is in the stage of refinement. As the unpaid interest of Rs. 398.22 crores is requested to be waived off due to unsustainability, management has decided not to provide for the same in the current year 2018-19.
8. Rajauli - Bakhtiyarpur Project of the company has been foreclosed with mutual consent, cost incurred on the project up-to 31.03.2019 Rs. 815.40 lakhs instead of writing-off, has been accounted as claims receivable under the head "other Current Assets. The company intends to propose a claim for recovery of expenses spent.
9. "Barasat-Krishnagar Expressways Limited (BKEL), a subsidiary company entered into an agreement with NHAI, for developing road project in West Bengal State. The Construction work is delayed due to pending approvals and rights of way to be provided by NHAI. BKEL had issued notice for termination of the projects to NHAI on 31st December, 2015. BKEL and NHAI entered into a Supplementary Agreement to the 'Concession Agreement dated 20th June, 2011' on 2nd May, 2016 for inclusion of the clause of 'Society for Affordable Redressal of Disputes' (SAROD) Committee for arbitration. NHAI Had also issued notice for termination of the project vide its letter dated 3rd May, 2016 and BKEL had replied that the notice is not valid. Both BKEL and NHAI appointed arbitrators. The arbitration proceedings



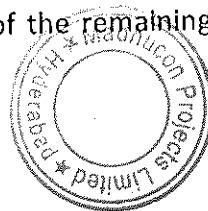
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are in progress". As the borrowings from secured lenders have been declared as Non-performing asset by the lender, interest on related borrowings have not been accounted for.

10. Vijayawada-Machilipatnam Expressways Limited (VMEL), which is a subsidiary to the Company, was Incorporated under the Companies Act, 1956, on 28th Day of November, 2011 as a Special Purpose Vehicle for undertaking the work of Four Laning of Vijayawada-Machilipatnam Section of NH-9 from Km.0.000 to Km.63.800 in the State of Andhra Pradesh on Design, Build, Finance, Operate, Maintain and Transfer -DBFOT (Toll) Basis, under NHDP Phase III . This project was awarded by National Highway Authority of India (NHAI). The Company was to hand over the Project Highway to NHAI on the expiry of the concession period of 20 years.

As per the Agreement, NHAI failed to hand over 80% land within six months of the Agreement. They have failed to do so, because of which company filed claims. Reacting to that NHAI terminated the Concession Agreement on 29.10.2013 though NHAI failed to issue ROW and further confirmed vide its letter dated 27th August,2014. Company has filed a claim with NHAI and company has got arbitration award. The company filed execution petition and simultaneously NHAI also filed an appeal against award passed by arbitration tribunal. In view of the above going concern assumption is not appropriate and therefore financial statements have been done accordingly.

11. Madurai Tuticorin Expressways limited and Trichy Thanjavur Expressways Limited which are subsidiaries of the company have taken loans from different financial institutions and those loans became NPA's. Interest on such loans have not been recognized for part of the year on both long term and short term portions since the company is in the process of finding investor for the project.
12. TN (DK) Expressways limited Expressways Limited which is subsidiary of the company have taken loans from different financial institutions and those loans became NPA's. Interest on such loans have not been recognized for part of the year on both long term and short term portions since the company has proposed OTS which is in the consideration.
13. Ranchi Expressways Limited was incorporated under the Companies Act, 1956, on 29th Day of March, 2011 as a Special Purpose Vehicle for Design, Build, Finance, Operate and Transfer (DBFOT) of Four Laning of Ranchi-Rargaon-Jamshedpur Section of NH-33 from Km. 114.000 to Km. 277.500 in the state of Jharkhand on DBFOT (Annuity) basis for a concession period of 15 years. This contract was awarded by National Highway Authority of India. The Company shall hand over the Project Highway to NHAI on expiry of the Concession Period. The company has achieved physical progress of 50.24% and approached NHAI for One Time Fund Infusion (OTFI) for completion of the remaining stretch. NHAI has




initially sanctioned an amount of Rs.223 Crs as One Time Fund Infusion and subsequently NHAI has gone back by cancelling the already sanction OTFI amount of Rs.223 Crs. Lenders and the company have preferred One Time Settlement (OTS) with NHAI for the works already completed.

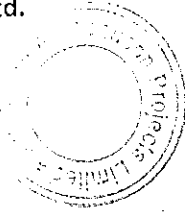
While negotiations are going on for OTS proposal, NHAI has terminated the Concession Agreement on 30/01/2019 without following the termination procedure laid down in the Concession Agreement and called for tenders from public to complete the balance work on EPC basis. Since project got terminated, Lenders are seeking for One Time Settlement. Company and Lenders agreed and requested the NHAI to refer the matter to Conciliation Committee of Independent Engineers. The NHAI had given the consent vide it's letter dated 18-04-2019. The company has submitted the claim with NHAI. The proceedings will commence soon."

In view of the above going concern assumption is not appropriate and therefore financial statements have been drawn accordingly.

14. The figures of the previous year have been re-arranged/ regrouped wherever necessary.

For and on behalf of the Board of Directors of
Madhucon Projects Ltd.


N. Seethaiah
Managing Director
DIN: 00784491



Date : 28.5.2019
Hyderabad

MADHUCON PROJECTS LIMITED

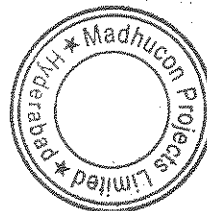
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Regd. Office:1-7-70, Jubilpura, Khammam - 507003, Telangana

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2019 AND CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2019

(Rs. in Lakhs)

Sl. No	Particulars	Standalone					Consolidated	
		Quarter ended			Year ended		Year ended	
		31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018	31.03.2019	31.03.2018
		Audited	Unaudited	Audited	Audited	Audited	Audited	Audited
1	Income from Operations:							
	(a) Net Sales/ Income from Operations	18,963.66	17,066.99	22,025.17	66,944.33	66,393.34	94,244.01	1,03,546.55
	(b) Other income	189.77	707.21	1,722.02	1,540.56	2,211.28	4,074.00	4,820.25
	Total Income	19,153.43	17,774.20	23,747.19	68,484.89	68,604.62	98,318.01	1,08,366.80
2	Expenses:							
	(a) Cost of Materials Consumed	18,538.60	16,516.08	16,445.65	58,666.41	47,401.29	71,345.13	71,154.82
	(b) Changes in inventory of Finished goods, Work-in-Progress and stock-in-trade	-	-	224.03	-	(337.40)	3,489.78	(3,753.17)
	(c) Employee benefits expense	758.90	690.41	880.97	3,000.88	4,457.49	4,519.33	4,505.99
	(d) Other expenses	2,319.46	357.73	3,774.62	4,395.45	4,945.57	9,153.31	29,087.26
	(e) Financial Costs	(4,193.16)	736.06	3,199.80	2,252.53	9,313.06	27,904.87	83,477.19
	(f) Depreciation and amortisation expense	200.92	190.13	(67.27)	771.31	1,744.13	22,420.08	24,876.77
	Total Expenses	17,624.72	18,490.41	24,457.79	69,086.58	67,524.14	1,38,832.50	2,09,348.86
3	Profit/(Loss) Before Exceptional Items (1-2)	1,528.71	(716.21)	(710.60)	(601.69)	1,080.48	(40,514.49)	(1,00,982.06)
4	Exceptional Items	-	-	-	-	-	-	-
5	Profit/(Loss) Before Tax (3-4)	1,528.71	(716.21)	(710.60)	(601.69)	1,080.48	(40,514.49)	(1,00,982.06)
6	Tax Expense							
	a) Current Tax	-	-	1,535.01	-	2,200.55	-	(1,937.22)
	b) Deferred Tax	(1,660.72)	(312.53)	(2,431.46)	(2,462.40)	(2,431.46)	(2,462.40)	(2,431.46)
	Total Tax (a+b)	(1,660.72)	(312.53)	(896.45)	(2,462.40)	(230.91)	(2,462.40)	(4,368.68)
7	Net Profit/(Loss) After Tax (5-6)	3,189.43	(403.68)	185.85	1,860.71	1,311.39	(38,052.09)	(96,613.38)
	Share of Profit/(Loss) transferred to Non Controlling Interest						(3,663.03)	(10,029.72)
	Profit/(Loss) after Tax after Non Controlling Interest	3,189.43	(403.68)	185.85	1,860.71	1,311.39	(34,389.06)	(86,583.66)
	Share of Profit/(Loss) from Associated Companies							
	Profit/(Loss) after Tax after Share of Minority interest & Associated Companies	3,189.43	(403.68)	185.85	1,860.71	1,311.39	(34,389.06)	(86,583.66)
8	Other Comprehensive Income	34.45		28.19	34.45	28.19	107.91	406.51
	Share of Other Comprehensive Income transferred to Non Controlling Interest						13.05	54.79
9	Total Comprehensive Income	3,223.88	(403.68)	214.04	1,895.16	1,339.58	(34,294.21)	(86,231.94)
10	Paid up equity share capital (Face Value of Rs.1/- each)	737.95	737.95	737.95	737.95	737.95	737.95	737.95
11	Other Equity	-	-	-	-	78,826.86	(2,12,984.36)	(1,77,495.81)
12	(I) Earning per share of Re.1/- each (not annualised)							
	(a) Basic (in Rs.)	4.32	(0.55)	0.25	2.52	1.78	(46.60)	(117.33)
	(b) Diluted (in Rs.)	4.32	(0.55)	0.25	2.52	1.78	(46.60)	(117.33)
	See accompanying notes to the financial results							





MADHUCON
PROJECTS LIMITED
CIN: L74210TG1990PLC011114

DECLARATION PURSUANT TO REGULATION 52(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2013

We, Madhucon Projects Limited, a Company within the provisions of the Companies Act, 2013, do hereby state and declare that the Auditors Report on the Consolidated Financial Statements for the year ended March 31, 2019 is with an unmodified opinion.

Date : 28/05/2019
Place : Hyderabad

For Madhucon Projects Limited,

Nana Seethaiah
Managing Director
DIN-00784491

