

MEPIDL/OUT/2019-20/614  
August 10, 2019

<b>Listing Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598120/38 <b>Scrip Symbol: MEP</b>	<b>Corporate Relationship Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 <b>Security Code: 539126</b>
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Dear Sir(s),

**Sub: Submission of 17<sup>th</sup> Annual General Meeting Notice and Annual Report, Intimation of Book Closure and Dividend**

We wish to inform you that the 17<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company will be held on Friday, the 6<sup>th</sup> day of September, 2019 at 11.30 a.m. at Megarugas, Plot No. 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Powai, Mumbai - 400 072.

Pursuant to the requirements of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Notice and the Annual Report for the Financial Year 2018-19 for your ready reference.

The Company has sent the AGM Notice and Annual Report to all members whose name(s) appeared on the Register of Members as on 2<sup>nd</sup> August, 2019.

As intimated earlier, to your good offices, pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of the 17<sup>th</sup> AGM of the Company and for the payment of Dividend (if approved by the Members), the Registrar of Members and Share Transfer Books of the Company will remain closed from Saturday, August 31, 2019 to Friday, September 6, 2019 (both days inclusive).

If the Dividend as recommended by the Board is approved by the Members at the Annual General Meeting, payment of such dividend will be made on or before Saturday, 5<sup>th</sup> October, 2019 to those Members whose names will appear on the Register of Members as on Friday, 30<sup>th</sup> August, 2019.

We request you to take the same on your records and inform your members accordingly.

Thanking You.

Yours faithfully,  
For **MEP INFRASTRUCTURE DEVELOPERS LIMITED**

  
**HARSHAD PUSALKAR**  
**COMPANY SECRETARY**



Encl. as above

Copy to: (1) The Secretary, National Securities Depository Limited  
(2) The Secretary, Central Depository Services (India) Limited  
(3) Link Intime India Private Limited, Mumbai



## MEP INFRASTRUCTURE DEVELOPERS LIMITED

CIN: L45200MH2002PLC136779

Regd. Office: A-412, boomerang, Chandivali Farm Road, Near Chandivali Studio,  
Andheri (E), Mumbai 400 072

E-mail: investorrelations@mepinfra.com • Website: www.mepinfra.com

Tel: 91 22 6120 4800 • Fax: 91 22 6120 4804

### NOTICE

NOTICE is hereby given that the 17<sup>th</sup> Annual General Meeting of the Members of **MEP INFRASTRUCTURE DEVELOPERS LIMITED** will be held on **Friday, the 6<sup>th</sup> day of September, 2019 at 11.30 a.m.** at Megarugas, Plot No. 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Powai, Mumbai - 400 072, to transact the following businesses:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements of the Company) for the Financial Year ended 31<sup>st</sup> March, 2019 and the Reports of the Directors and Auditors thereon.
2. To declare Dividend on Equity Shares for the Financial Year 2018-19.
3. To appoint a Director in place of Mrs. Anuya J. Mhaikar (DIN: 00707650), who retires by rotation and being eligible, offers herself for re-appointment.

#### SPECIAL BUSINESS:

4. **Re-appointment of Mr. Jayant D. Mhaikar (DIN: 00716351) as the Managing Director of the Company.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution, as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Companies (Amendment) Act, 2017 or any other law (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such consent(s), approval(s) and permission(s) and subject to such conditions as may be imposed by any authority, if any, while granting such consent(s), approval(s) and permission(s), consent of the Members be and is hereby accorded to re-appoint Mr. Jayant D. Mhaikar (DIN: 00716351) as the Managing Director of the Company designated as the 'Chairman & Managing Director' for a further period of 5 (Five) years with effect from 1<sup>st</sup> July, 2019 upon the terms and conditions set-out in the Agreement entered with Mr. Mhaikar and as detailed in the Explanatory Statement pursuant to Section 102 of the Act annexed to the Notice convening this Meeting with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall also include the Committees of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration, in such manner as may be agreed to between the Board and Mr. Mhaikar provided that such variation or increase, as the case may be, is within the overall limits as specified under the relevant provisions of the Act."

**"RESOLVED FURTHER THAT** where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director remuneration by way of Salary, Benefits, Perquisites and Allowances and Incentive Remuneration as per the provision(s) under Schedule V to the Act."

**"RESOLVED FURTHER THAT** the Board or Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the aforesaid re-appointment and to send the necessary intimation in prescribed form to ROC (MCA-21)."

5. **Ratification of payment of remuneration to M/s. Nawal Barde Devdhe Associates, Cost Auditors for the Financial Year 2019-20.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratifies the remuneration of ₹ 2,50,000/- p.a. (Rupees Two Lakhs and Fifty Thousand Only) plus applicable taxes and actual out-of-pocket expenses payable for the Financial Year 2019-20 to M/s. Nawal Barde Devdhe Associates, Cost Accountants (Firm Registration No. 001711) having their office at Suyash Commercial Mall, Above Union Bank, S. No. 74 Et 75, Baner, Pune-411045 who are appointed as the Cost Auditors of the Company by the Board of Directors, on recommendation of the Audit Committee, to conduct the audit of cost records to be maintained by the Company for the Financial Year ending 31<sup>st</sup> March, 2020."

**By and on behalf of the Board of Directors  
For MEP Infrastructure Developers Limited**

Place: Mumbai  
Date: July 16, 2019

**Harshad Pusalkar  
Company Secretary**

#### Regd. Office:

A-412, boomerang, Chandivali Farm Road,  
Near Chandivali Studio, Andheri (E), Mumbai 400 072  
CIN: L45200MH2002PLC136779  
Tel: 91 22 6120 4800 Fax: 91 22 6120 4804  
E-mail: investorrelations@mepinfra.com  
Website: www.mepinfra.com

## NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning above businesses to be transacted is annexed hereto. The relevant details as required under Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment/re-appointment as Director under Item Nos. 3 and 4 of the Notice, are also annexed.
2. **A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 hours before the commencement of the AGM.** Proxies submitted on behalf of companies, societies, etc., must be supported by appropriate resolutions / authority letter, as applicable. A person can act as proxy on behalf of Members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case, a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip, duly completed and signed, mentioning therein details of their Folio/DP ID and Client ID No.
4. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 31<sup>st</sup> August, 2019 to Friday, 6<sup>th</sup> September, 2019 (both days inclusive).
6. If the Dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on or before Saturday, 5<sup>th</sup> October, 2019 to those members whose names appear on the Register of Members as on Friday, 30<sup>th</sup> August, 2019.
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participants (DPs). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Private Limited ("Link Intime") to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Link Intime.
8. Members are encouraged to update their bank account details to enable expeditious credit of dividend into their respective bank accounts electronically through National Automated Clearing House (NACH) mode or such other permitted mode for credit of dividend.
9. The Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8<sup>th</sup> June, 2018, amended Regulation 40 of the SEBI Listing Regulations pursuant to which from 1<sup>st</sup> April, 2019 onwards securities can be transferred only in dematerialized form. However, it is clarified that, members can continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.
10. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Link Intime.
11. Any Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her queries to the Company at least seven working days prior to the AGM, so that the required information can be made available at the AGM.
12. The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. Those members who have received Annual Report 2018-19 in electronic mode will be entitled to receive such communication in Physical form, upon making request for the same, by post free of cost. For any communication, the members may also send request to the Company at investorrelations@mepinfra.com. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2018-19 will also be available on the Company's website viz. www.mepinfra.com.
13. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs/Link Intime.
14. All the documents referred to in the Notice of AGM are available at the Company's Corporate Office for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Friday) till the conclusion of the AGM.
15. The route map of venue of the AGM is enclosed.
16. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by National Securities Depository Limited (NSDL), on all the resolutions set forth in this Notice.

17. The facility for voting through Ballot Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by e-voting shall be able to exercise their right at the meeting through Ballot Paper.
18. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot Paper. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot Paper shall be treated as invalid.
19. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.
20. The Members who have cast their vote by e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
21. CS Shridhar Phadke, Practising Company Secretary (Membership No. FCS 7867 CP No. 18622) from SVP & ASSOCIATES, has been appointed as the Scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.
22. The Scrutinizer shall within a period not exceeding 2 (Two) days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (Two) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing.
23. The Results shall be declared after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website viz. [www.mepinfra.com](http://www.mepinfra.com) and on the website of NSDL within 2 (Two) days of passing of the resolutions at the AGM of the Company and the same will also be communicated to the Stock Exchanges.
24. The instructions for e-voting are as under:
 

Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-voting system.

Details on Step 1 are mentioned below: How to Log-in to NSDL e-voting website?

  - a. 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.
  - b. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
  - c. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

d. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digits Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digits Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if EVEN is 101456 and folio number is 001*** then user ID is 101456001***

e. Your password details are given below:

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digits client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- f. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.

- g. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.
- h. Now, you will have to click on "Login" button.
- i. After you click on the "Login" button, Home page of e-voting will open.

#### **Details on Step 2 are mentioned below:**

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" (E-Voting Event Number) of MEP Infrastructure Developers Limited.
4. Now you are ready for e-voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for Shareholders**

1. Institutional Shareholders (i.e. other than Individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to [svpfcs@gmail.com](mailto:svpfcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

#### **Other Instructions**

1. The e-voting period commences on Tuesday, 3<sup>rd</sup> September, 2019, (9.00 a.m. IST) and ends on Thursday, 5<sup>th</sup> September, 2019 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, 30<sup>th</sup> August, 2019 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
2. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through e-voting or Ballot Paper.
3. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
4. A person who is not a Member as on the cut-off date i.e. Friday, 30<sup>th</sup> August, 2019 should treat this Notice for information purposes only.

For any other queries relating to the shares of the Company, you may contact the Registrar and Share Transfer Agent at the following address:

Link Intime India Private Limited  
C 101, 247 Park, L B S Marg,  
Vikhroli West, Mumbai 400 083  
Tel.: 91 22 49186270 Fax: 91 22 49186060  
E-mail: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

Registered Office and Communication details of the Company:  
A-412, boomerang, Chandivali Farm Road,  
Near Chandivali Studio, Andheri (E), Mumbai 400 072  
CIN: L45200MH2002PLC136779  
Tel: 91 22 6120 4800 Fax: 91 22 6120 4804  
E-mail: [investorrelations@mepinfra.com](mailto:investorrelations@mepinfra.com)  
Website: [www.mepinfra.com](http://www.mepinfra.com)

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 4

Mr. Jayant D. Mhaiskar is one of the Promoter Director of the Company and has over 20 years of experience in the Tolling and Infrastructure industry. Mr. Mhaiskar is the Managing Director of the Company since 7<sup>th</sup> February, 2007. Mr. Mhaiskar was entrusted with the responsibility of overall management of the affairs of the Company, subject to the supervision and control of the Board of Directors. During his tenure as the Managing Director, the Company has achieved many milestones within a short period of time.

Considering the valuable contribution and the efforts made by Mr. Mhaiskar during his tenure as the Managing Director, at the recommendation of the Board, the members approved Mr. Mhaiskar's appointment as Vice Chairman & Managing Director and remuneration payable to Mr. Mhaiskar with effect from 1<sup>st</sup> July, 2014 for a period of 5 (five) years. Further, the Board of Directors at its meeting held on 12<sup>th</sup> February, 2018 had re-designated Mr. Mhaiskar as the Chairman & Managing Director of the Company in accordance with the provisions of the Companies Act, 2013.

The Board of Directors at their meeting held on 14<sup>th</sup> February, 2019, on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members at this Annual General Meeting, re-appointed Mr. Jayant D. Mhaiskar (DIN: 00716351) as a Managing Director, designated as the 'Chairman & Managing Director' of the Company for a further period of 5 (five) years with effect from 1<sup>st</sup> July, 2019, on the terms and conditions as set out in the agreement entered with him and as detailed below:

#### A. SALARY:

- a) Basic Salary: ₹ 7,50,000/- per month;
- b) House Rent Allowance: ₹ 1,50,000/- per month;
- c) Conveyance: ₹ 2,00,000/- per month.

#### B. MEDICAL ALLOWANCE:

Reimbursement of expenses incurred for self and family shall be in accordance with the rules of the Company and subject to the provisions of respective statutory enactment. Presently the same has been decided to be not exceeding ₹ 2,25,000/- per month.

#### C. LEAVE TRAVEL CONCESSION:

Reimbursement of expenses incurred for self and family once in a year shall be in accordance with the rules of the Company and subject to the provisions of the respective statutory enactment. Presently the same has been decided to be not exceeding ₹ 1,75,000/- per month.

#### D. SITTING FEES:

Mr. Mhaiskar shall not be entitled to any sitting fees for attending the Meetings of the Board or of any Committee thereof.

#### E. OTHER PERQUISITES:

- (a) Leave Salary: As per the Companies Rules governed to all employees, if paid.
- (b) Ex-gratia/Bonus/Gratuity/PF etc.: As per the Companies Rules governed to all employees, if paid.
- (c) Other Perquisites:
  - (i) Rent free furnished accommodation, if required.
  - (ii) Payment of Club Fees in relation to the promotion of the business of the Company and/or any personal nature. The same will be treated as wholly & exclusively for the purpose of business of the Company and not to be considered as taxable perquisite in the hands of Mr. Mhaiskar.
  - (iii) Car with or without driver, telephone at residence and mobile phone etc. provided for the purpose of Company's business. The same will be treated as wholly & exclusively for the purpose of business of the Company and not to be considered as taxable perquisite in the hands of Mr. Mhaiskar.

The remuneration package is well within the overall limit prescribed under the Companies Act, 2013 and Schedule V to the said act and rules made thereunder. The Board of Directors will also be at liberty to alter, vary and revise the remuneration, including commission and the perquisites, from time to time, within the limits as prescribed in this para above.

Mr. Mhaiskar is holding 1,43,58,546 equity shares of the Company. He has attended 4 out of 4 Board Meetings during the Financial Year 2018-19.

A copy of the Board Resolution with regard to the said appointment and the Agreement entered with Mr. Mhaiskar as Managing Director will be available for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Friday) at the Corporate Office of the Company.

The terms as set out in the resolution and explanatory statement may be treated as an abstract of the terms and conditions governing the appointment and remuneration and memorandum of interest pursuant to Section 190 of the Companies Act, 2013.

In terms of the provisions of the Companies Act, 2013, consent of the shareholders is required for re-appointment of Mr. Mhaiskar as Managing Director of the Company. The Board accordingly recommends the resolution as set out in Item No. 4 of the accompanying Notice for the approval of the members of the Company to be passed as a Special Resolution.

Except Mr. Jayant D. Mhaiskar, Mrs. Anuya J. Mhaiskar and Mrs. Sudha D. Mhaiskar, none of the other Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the proposed resolution except to the extent of their equity holdings in the Company, if any.

**Item No. 5**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor M/s. Nawal Barde Devdhe Associates, Cost Accountants (Firm Registration No. 001711) having their office at Suyash Commercial Mall, Above Union Bank, S. No. 74 & 75, Baner, Pune-411045 for conducting the audit of the cost records maintained by the Company for the Financial Year ending on 31<sup>st</sup> March, 2020, at a remuneration of ₹ 2,50,000/- (Rupees Two Lakhs and Fifty Thousand only) plus applicable taxes at the applicable rates and reimbursement of out of pocket expenses.

Section 148 of the Companies Act, 2013 and the Rules made thereunder requires that the remuneration payable to the Cost Auditor, be ratified by the Members of the Company.

The Board accordingly recommends the resolution as set out in Item No. 5 of the accompanying notice for the approval of the Members of the Company to be passed as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the proposed resolution except to the extent of their equity holdings in the Company, if any.

**By and on behalf of the Board of Directors  
For MEP Infrastructure Developers Limited**

Place: Mumbai  
Date: July 16, 2019

**Harshad Pusalkar  
Company Secretary**

**Regd. Office:**  
A-412, boomerang, Chandivali Farm Road,  
Near Chandivali Studio, Andheri (E), Mumbai 400 072  
CIN: L45200MH2002PLC136779  
Tel: 91 22 6120 4800 Fax: 91 22 6120 4804  
E-mail: investorrelations@mepinfra.com  
Website: www.mepinfra.com

Information required as per Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the appointment or re-appointment of Directors at the Annual General Meeting:

Particulars	Mrs. Anuya J. Mhaikar	Mr. Jayant D. Mhaikar
DIN	00707650	00716351
Age	41 years	43 years
Brief Resume	Mrs. Anuya J. Mhaikar holds a Bachelor's degree in Arts with major in Philosophy from Ramnarain Ruia College, University of Mumbai. She has over 18 years of experience in the field of administration.  She was appointed as a Director of our Company on 19 <sup>th</sup> August, 2006.	Mr. Jayant D. Mhaikar has completed the first year of his Bachelor's degree in Commerce from K. V. Pendharkar College of Arts, Science & Commerce.
Expertise in specific functional areas	Administration	Tolling and Infrastructure Industry
Relationship with any Director(s) of the Company	Spouse of Mr. Jayant D. Mhaikar and Daughter-in-Law of Mrs. Sudha D. Mhaikar	Son of Mrs. Sudha D. Mhaikar and Spouse of Mrs. Anuya J. Mhaikar
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL	NIL
Number of Shares held in the Company	1,46,55,252	1,43,58,546*

\* Includes 1,12,27,920 equity shares held jointly with Mrs. Anuya J. Mhaikar.

**By and on behalf of the Board of Directors  
For MEP Infrastructure Developers Limited**

Place: Mumbai  
Date: July 16, 2019

**Harshad Pusalkar  
Company Secretary**

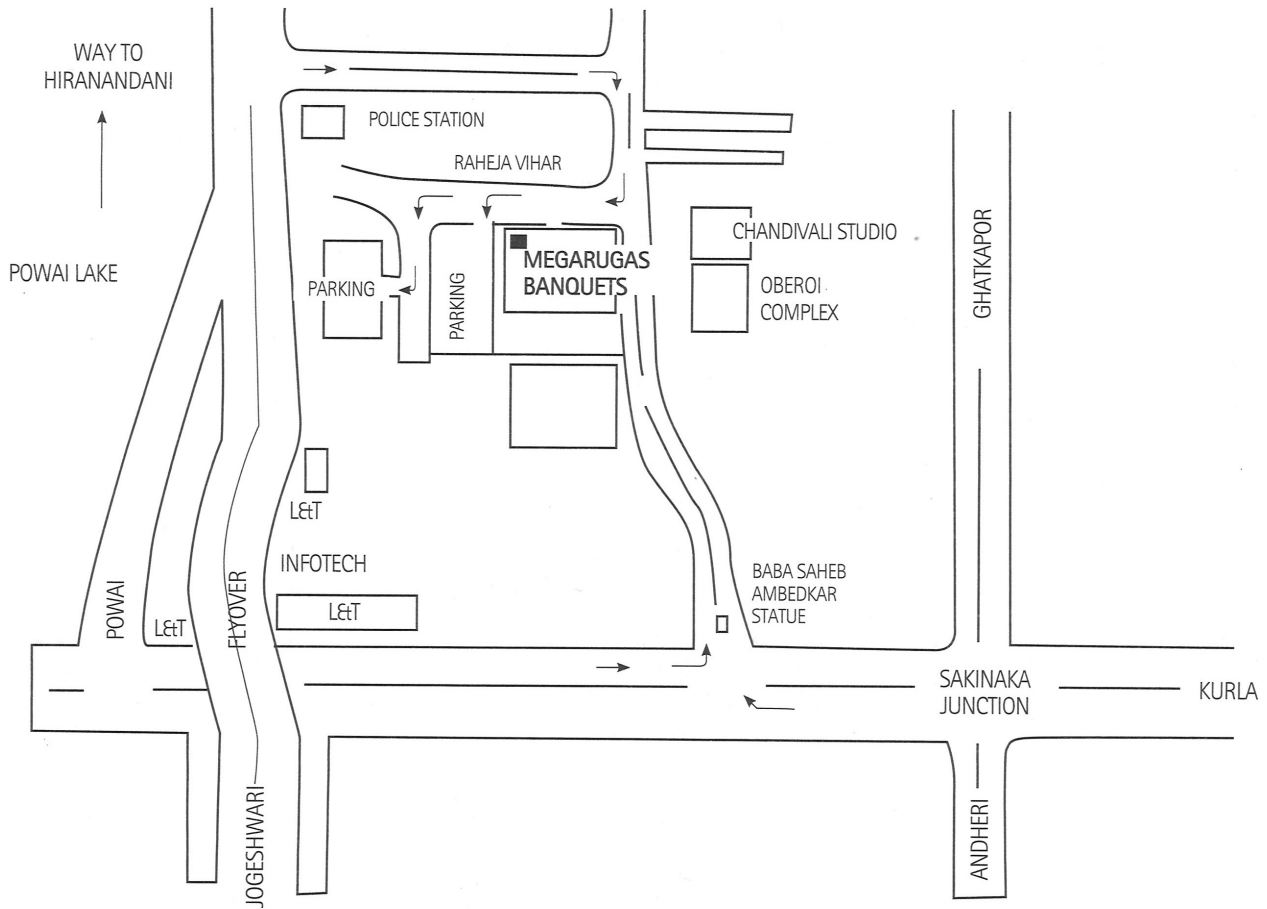
**Regd. Office:**

A-412, boomerang, Chandivali Farm Road,  
Near Chandivali Studio, Andheri (E), Mumbai 400 072  
CIN: L45200MH2002PLC136779  
Tel: 91 22 6120 4800 Fax: 91 22 6120 4804  
E-mail: investorrelations@mepinfra.com  
Website: www.mepinfra.com



## ROUTE MAP

to the AGM Venue of MEP Infrastructure Developers Limited  
17<sup>th</sup> Annual General Meeting – Friday, 6<sup>th</sup> September, 2019



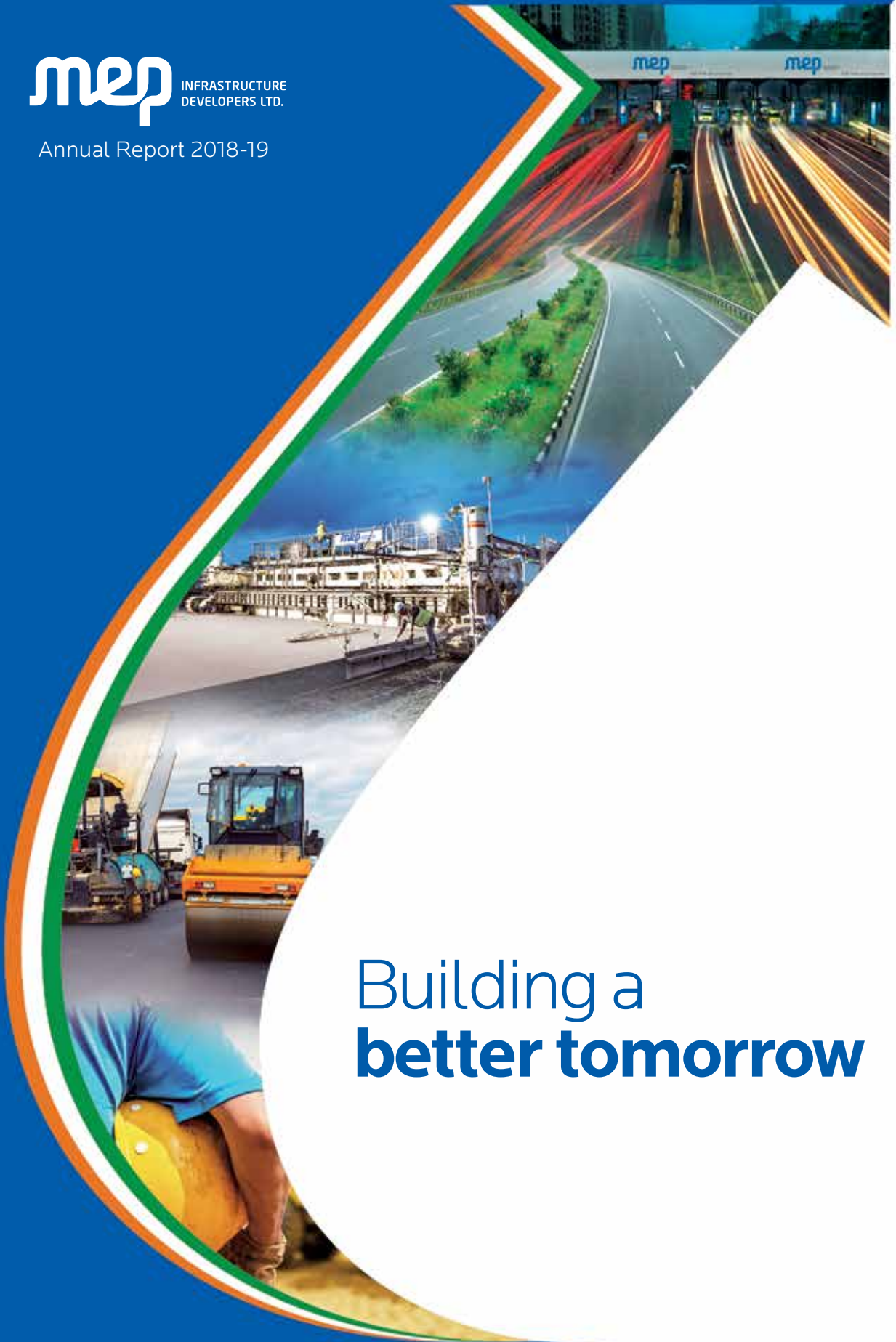
## VENUE

Megarugas, Plot No. 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Powai, Mumbai-400072

Note: Map given above is indicative and distance is approximate.

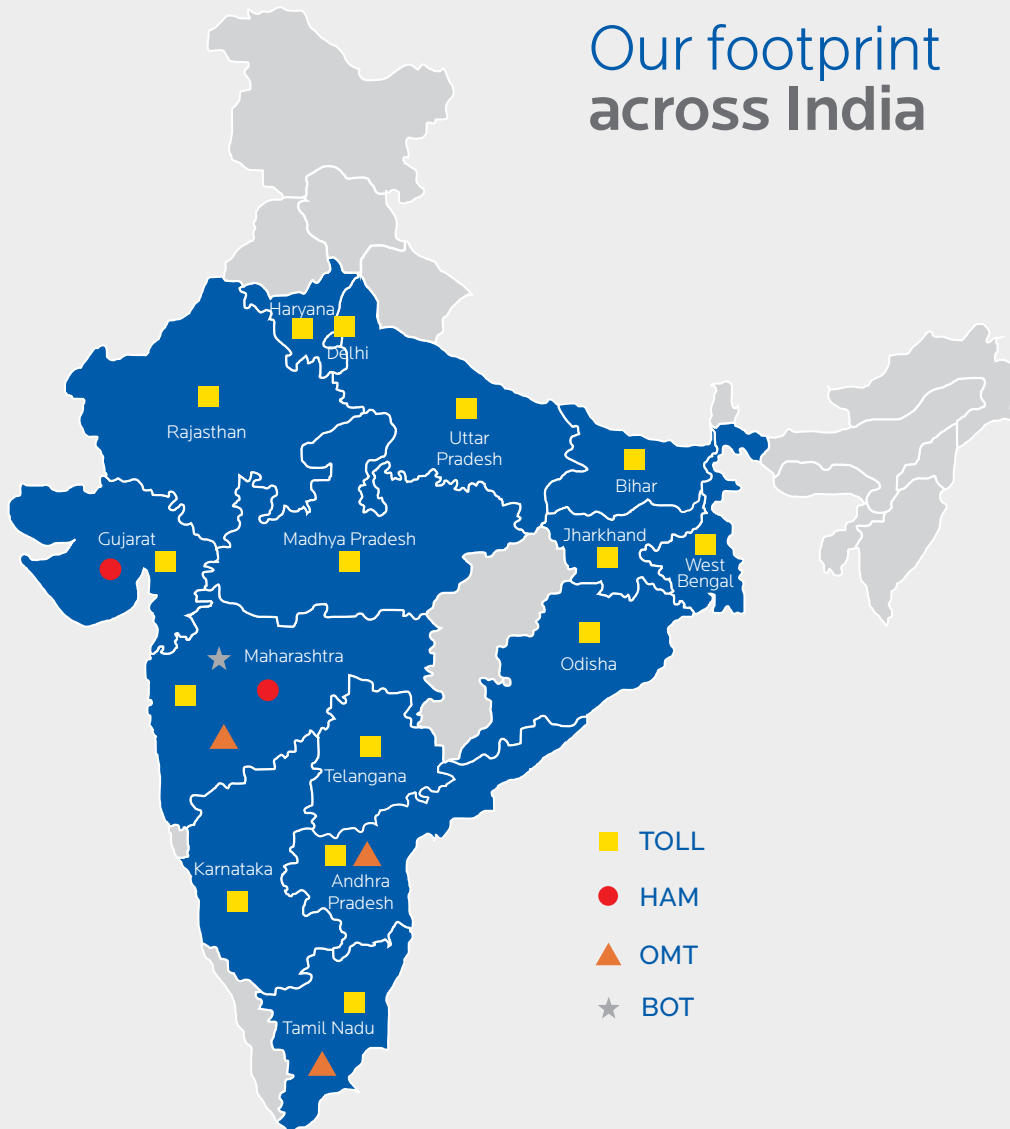


Annual Report 2018-19



Building a  
**better tomorrow**

# Our footprint across India



## Contents

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From the Chairman & Managing Director's desk	06
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## Interactive Online Report

This MEP Infra Annual Report can also be accessed online at: [www.mepinfra.com](http://www.mepinfra.com)



## Our rich pedigree

**17**

Years of  
experience

**140**

Projects  
executed

**7,942**

(₹ crore) HAM BPC  
order book

**2,169**

Lane kms covered  
under HAM and BOT

**2,815**

(₹ crore) Revenue  
from operations,  
FY2018-19

**95**

Share (%) of long-  
term projects in total  
revenues, FY2018-19

**15**

Footprint across  
states in India

**4,954**

Total workforce

**1,459**

Toll lanes covered  
under toll collection  
projects

## Awards and accolades

- Iconic Brand Infrastructure, 2018 by Economic Times.
- Best Infrastructure Brands, 2016 by Economic Times in association with KPMG.
- Game Changers in the Infrastructure Sector, 2018 for Jayant D. Mhaskar,

Chairman and Managing Director of MEP Infra by Economic Times.

- Best Infrastructure Company, Maharashtra, 2016 by IBN 7 Worldwide Achievers.
- Top Challenger Infrastructure, 2017 by Construction World.



# Stages of road construction



Work in progress at embankment top layer



Granular Sub Base (GSB) layer



Dry Lean Concrete (DLC)



Pavement Quality Concrete (PQC)



Finish layer of Highway

# Turning vision into reality

Our vision reflects in our spirit to transform surface infrastructure into an enriching customer experience.

We believe what we build today will last beyond our lifetime and benefit tomorrow.

Our true success does not lie in the profits we make today, but in the rich assets we create for generations.

We continue to be one of the key players in the Hybrid Annuity space, Operation, Maintenance and Transfer as well as Toll collection of road projects in the country. We have established a benchmark by being one of the best in our chosen field, by creating value for our stakeholders and by giving back to society.

MEP has built its success around the foundation of a value system that operates with the highest standards of integrity and employs a diverse workforce that values collaboration.

## Strong core. Solid growth.

# Road to **success**

Started as a toll management Company, MEP is now an end-to-end road infrastructure developer, covering construction, operation and maintenance of roads and road assets in India. The Company has a diversified presence in India with a distinct ability to manage quality projects and key operations across different geographies.



## 2002

Founded by late Mr. Dattatray Mhaiskar and Mr. Jayant Mhaiskar, MEP commenced operations with toll collection at the five entry points of Mumbai.

## 2009

Commenced toll collection at the Rajiv Gandhi Sea Link toll plaza (tenure July 2009 until February 2014).

## 2010

Awarded the Mumbai Entry Points Projects on OMT basis for 16 years following an upfront payment of ₹2,100 crore.

Awarded a five-year project in Rajasthan by RIDCOR; commenced toll collection through NHAI across multiple States in India.

## 2011

Acquired BTPL BOT project in Maharashtra for ₹1.01 crore.

## 2012

Crossed ₹1,000 crore of revenue in a single financial year (FY 12) for the first time.

Launched Electronic Toll Collection on the Rajiv Gandhi Sea Link.

Awarded two long-term toll collection projects and Hyderabad-Bangalore OMT project.

## 2013

Awarded a three-year OMT contract by MSRDC for the Rajiv Gandhi Sea Link in Mumbai.

Awarded multiple OMT projects and tolling collection projects in Tamil Nadu, Andhra Pradesh and Maharashtra.

## 2015

Listed on BSE and NSE on 6th May 2015 following an IPO of ₹324 crore.

Awarded various toll collection and toll maintenance projects through a consortium.

## 2016

Entered road construction through a joint venture with SanJose India for Hybrid Annuity Model projects.

Awarded six HAM projects in Maharashtra and Gujarat, covering 1,060 lane-kms worth ₹3,837 crore.

## 2017

Awarded the Rajiv Gandhi Sealink project as an OMT concessionaire for maintenance and toll collection worth ₹325.08 crore by Maharashtra State Road Development Corporation for the second consecutive time.

Commenced EPC engagement on six HAM projects.

Engaged as contractor for SDMC (Delhi entry points toll collection project) for toll and ECC collection for five years (₹1,206 crore per annum).

## 2018

Won 4 new HAM projects in Maharashtra worth ₹4,104.7 crore in joint venture with Longjian, covering 1,084 lane kms (Ausa-Chakur, Chakur-Loha, Loha-Waranga, Thane-Vadape projects).

QIP of fresh issue of 2.08 crore shares against raise of ₹161.79 crore.

Hybrid ETC and Toll Management systems at The Eastern Peripheral Expressway (EPE). The EPE is considered a world class expressway with state of the art infrastructure.

## 2019

Received Appointed Date and commenced work at Thane-Vadape HAM Project.

Received Appointed Dates and commenced work at Ausa-Chakur, Chakur-Loha, Loha-Waranga HAM projects.





## From the Chairman and Managing Director's desk

**Jayant D. Mhaiskar**, Chairman and Managing Director

Dear shareholders,

The year FY19 marked the completion of 17 glorious years in the journey of MEP Infrastructure Developers Limited, evolving from a pure toll player into a full-fledged end-to-end road infrastructure developer.

The Company possesses a deep domain expertise to embark on projects in road construction, maintenance and toll collection – severally and collectively.

The Company’s approach to business has been marked by teamwork, hard work and honesty, making it possible to address project and business challenges effectively and in a timely manner.

The result is that the Company has emerged as a trusted player in India’s road infrastructure space, possessing a successful track record of having executed 140 projects across 15 States in India.

This growth has been showcased in the HAM space, where MEP enjoys a significant market share with 10 projects in Maharashtra and Gujarat with a sizable order book of ~ ₹6,700 crore to be executed in the next couple of years. Besides, the Company has been engaged in prestigious long- term pure tolling and OMT projects like the Delhi Entry Points project and the Mumbai Entry Points, Rajiv Gandhi Sea Link project respectively.

These credentials have translated into attractive financials for the Company: revenue from operations and net profit CAGR on a standalone basis was ~19.81% and ~16.81 % respectively in the five years ending 2018-19.

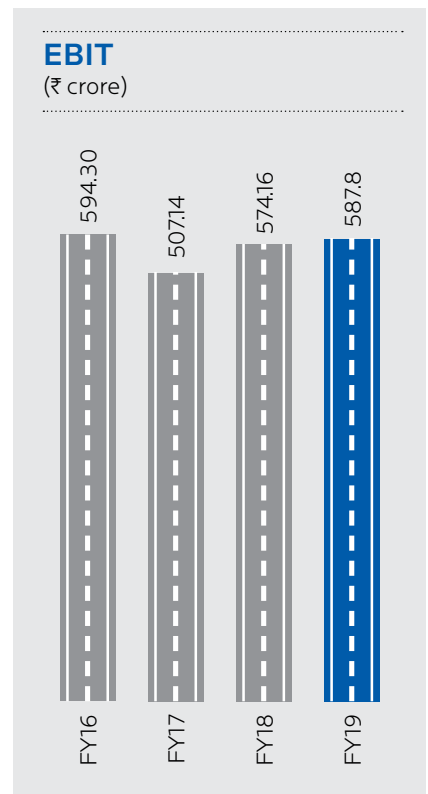
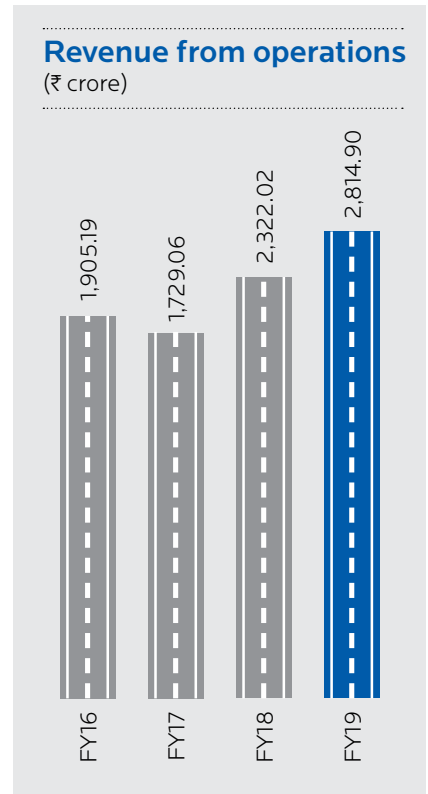
**REVENUE FROM OPERATIONS AND NET PROFIT CAGR ON A STANDALONE BASIS WAS ~19.81% AND ~16.81 % RESPECTIVELY IN THE FIVE YEARS ENDING 2018-19.**

The Company closed FY19 with revenues from operations (consolidated) at ₹2,815 crore, a jump of 21% vis-a-vis ₹2,322 crore in FY18. The increase was largely due to increased contribution from the Delhi Entry Point and Hoogly River Bridge toll collection projects as well as the Rajiv Gandhi Sea Link OMT project. Profit before tax without exceptional items at ₹123 crore represented a jump of 17.8% vis-a-vis ₹105 crore in the previous year.

The 10 HAM projects undertaken by the Company are at different stages of execution. Four HAM projects – Thane-Vadape, Ausa-Chakur, Chakur-Loha and Loha-Waranga in Maharashtra - received their respective appointed dates and commenced EPC engagement in the last quarter of FY19.

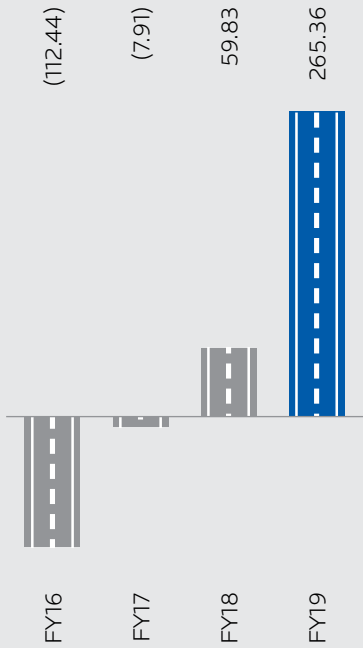
While our primary focus will be on timely completion of existing HAM projects, we shall continue to evaluate emerging HAM / EPC opportunities.

I am pleased to communicate that India’s overall road industry prospects appear promising. The last financial year appears to have been the best in a decade from a highway construction perspective. India’s highway construction sector added around 10,800 kilometers during the year, an average of around 30 kms per day. Under the HAM space, more than 107



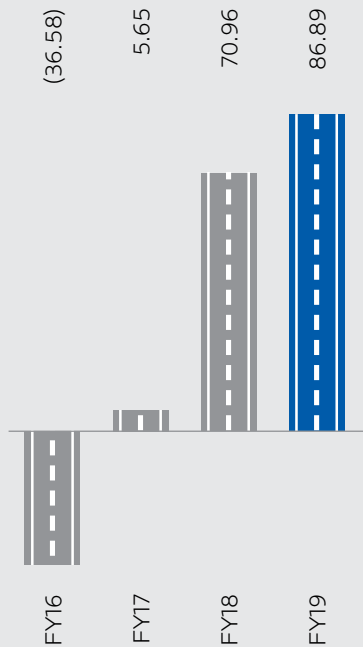
### Net worth

(₹ crore)



### PAT\*

(₹ crore)



(\*without exceptional items)



Nine metre width Slipform Paver at Talaja-Mahuva HAM site

projects worth around ₹120,000 crores, covering more than 6000 kilometers, were awarded. Besides, there were around ₹32,000 crores of HAM projects in the pipeline for bidding at the start of the current financial year, indicating that the robustness of the previous financial year could be extended.

India's highway construction revenues are forecast to grow at around 20% CAGR in the next couple of years, strengthening the segment's role as one of the fastest growing within India's infrastructure sector. The country intends to add nearly 200,000 kms of national highways to be completed before 2022 (comprising the ambitious Bharatmala Pariyojana Project) of which only half has been tendered and bid for.

The current Government in office continues to emphasise the importance

of infrastructure creation in economic growth. The government is committed to strengthen industrial corridors, dedicated freight corridors, Bharatmala network of roads, Sagarmala and UDAN (Ude Desh ka Aam Naagrik) projects to enhance national connectivity and bridge the rural-urban divide. The financial institutions' role in maintaining liquidity in the market by providing credit is also crucial for infrastructural development.

In view of these realities, we are optimistic of prospects not only for our company but also for the nation as a whole. Given this sectoral reality and the Company's robust order book, we believe that MEP Infra is in an attractive position to grow sustainably, enhancing stakeholder value.

I take this opportunity to thank every MEP stakeholder who has played a

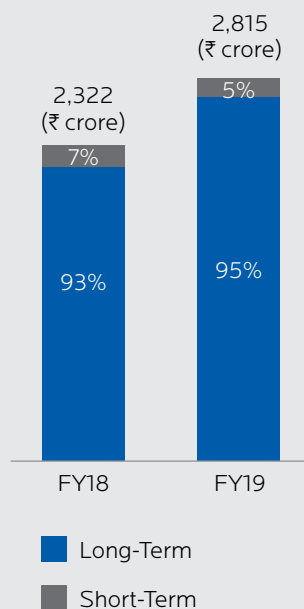


pivotal role in our success and our continued endeavour to make a difference. We place on record our appreciation for the undaunted trust and unfathomable support of our customers, shareholders, lenders and vendors.

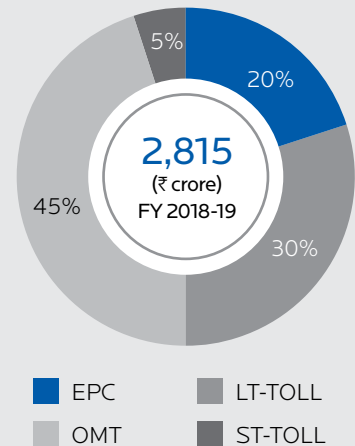
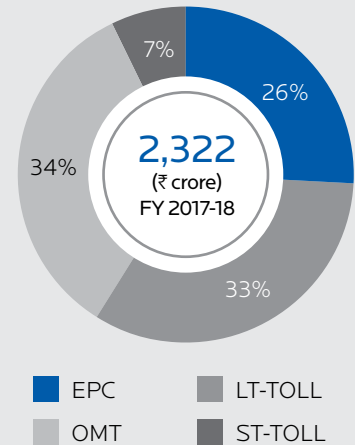
On your behalf as well as on behalf of the Board of Directors, I respect the efforts of our employees. They represent the soul of our Company, driving our performance with their commitment and perseverance. I thank all of you for your continued trust in our capability, which has enabled us to reach new heights. On behalf of every MEPian, I thank you for your support.

**Jayant D. Mhaiskar**  
Chairman and Managing Director

### Project analysis



### Segmental revenue



# Understanding the Business Model

Types	Description	Revenue Stream	Concession Period	Award Criteria	Risks borne by Concessionaire		
					Development	Financing	Traffic
Tolling	Private party collects toll during the concession period and pays the estimated toll to the authority	Toll	~ 1 year (Short-term) ~ 1-5 years (Long-term)	Highest revenue sharing bid	✗	✓	✓
OMT	Private party collects toll and undertakes O&M (also develops project facility)	Toll	~9 years	Highest % of toll revenues or highest premium per year	✗	✓	✓
BOT (Toll)	Private party builds roads, undertakes O&M and collects toll	Toll	~20-25 years	Highest revenue sharing bid	✓	✓	✓
BOT (Annuity)	Private party builds roads, undertakes O&M and collects annuity	Annuity payment	~20-25 years	Lowest annuity	✓	✓	✗
Hybrid (Annuity)	Private party builds roads, undertakes O&M and collects annuity, Construction support 40% from NHA	Annuity payment + interest, O&M payment	15 years post construction	Lowest bid project cost and O&M cost	✓	Concessionaire (60%) Authority (40%)	✗
EPC	Private party builds roads (money spent by government)	Contract amount	Not required	Lowest tariff requested	✓	✗	✗
TOT	Private party pays the estimated toll upfront to the authority, undertakes O&M and collects the toll during concession period	Toll	Long term (typically more than 25 years as observed globally)	Highest upfront revenue sharing bid	✗	✓	✓

Source: Assessment of Operate-Maintain-Transfer (OMT) and Toll Collection Market for Road Projects in India" dated April 2016 by CRISIL Limited

 MEP's presence in the value chain



Mr. Nitin Gadkari, Minister of Road Transport & Highways, Micro, Small & Medium Enterprises, Mr. Devendra Fadnavis, Chief Minister of Maharashtra and Mr. Eknath Shinde, Maharashtra State Government Cabinet Minister - PWD from Government of Maharashtra, at the Foundation Stone Laying Ceremony of MEP Thane-Vadape HAM project, with MEP's CMD, Mr Jayant D. Mhaiskar.



Transforming promises into reality

## Through reverse business-integration

In India's road building and allied services sector, most companies have entered the sector as road builders and progressively extended their capabilities to road maintenance and toll collection.

**MEP** Infra has proved to be the successful contrarian through a methodical reverse-integration. The Company entered the business as a pure toll player (with the Mumbai Entry Points toll collection project). Even as the Company was evolving its role as a toll collector by graduating from the manual to the electronic, the Company extended its business model to road maintenance and thereafter to road construction.

The result is that MEP Infra's business model now extends across the complete sectoral value chain, leverages a deep knowledge of traffic flows inspiring responsible bidding and generates a diversified revenue mix.

This synergic inter-relatedness of each business, nature of revenue mix and a superior use of knowledge has strengthened MEP Infra's capacity to build its business in the long-term.



Vidyasagar Setu toll collection project, Kolkata



Transforming promises into reality

## Through proactive investments

MEP Infra has reinforced its effectiveness through a complement of men and machines. One of the major factors in the Company's success is the optimum blend of high-end machinery and capable human resources.

The efficiency generated through this synergy has helped it achieve superior quality, precision and timely execution of projects.

The Company addressed its array of projects through direct deployment of executives and workers on the one hand and the judicious recruitment of contractors on the other. Besides, the Company also invested proactively in a proprietary equipment bank of approximately ₹100 crore. This bank increased the Company's access to adequate equipment of the right technology, the ability to replace notional rental costs and the flexibility of being able to rotate the equipment across different locations of the Company's presence.

The Company with its existing HAM projects, where concreting of roads is underway, is able to achieve 1.5 to 2 kms of road construction in a day. Further, with the commencement of work at the 4 new HAM projects, the Company will be able to achieve additional 3 kms of road concreting in a day.





Transforming promises into reality

## By staying ahead of the curve

The Company's proactive decision to invest in technology has transformed the tolling experience of consumer.

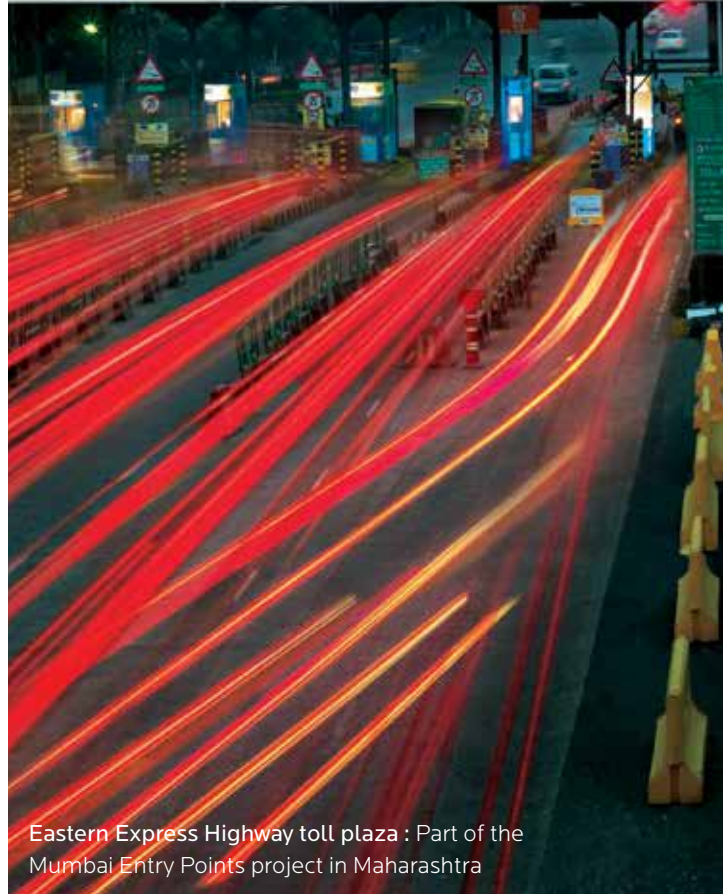
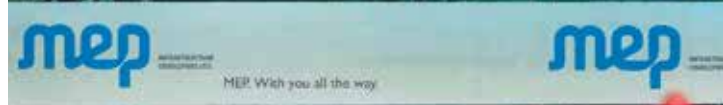
**One** of the irritants was the interminable wait at toll collection points across the country, translating into increased time and fuel expenses.

At MEP Infra, we invested ahead of the curve in people, processes and technologies with the objective to benchmark Indian standards in line with the best in the world.

The result is that MEP Infra evolved India from the conventional barrier system to contactless smart cards to the infra-red technology to the cutting-edge RFID technology used in most advanced countries the world over.

The Company's strategic investments in cutting-edge technology have helped graduate India's toll collection experience to international standards. The Company was instrumental in implementing the cutting-edge RFID technology-based electronic tolling in 2012 in the form of ETC tags at the Rajiv Gandhi Sea Link and later at the five Mumbai entry points, the first of its kind in the commercial capital of India. This form of electronic toll collection was implemented with the objective to de-congest toll plazas and allow smoother vehicle movement, enabling customer's convenience. It partnered with e wallet players like PayTM, PayU and Reliance Jio for online recharge of these tags. These also help reduce cash management and improve transparency in transactions. As of May 31st, 2019, the Company has more than 180,000 ETC tag users. The company is also looking to replicate similar success with its Delhi Entry Points Project.

More importantly, MEP helped India move closer to its 'One nation-one tag' position.



Eastern Express Highway toll plaza : Part of the Mumbai Entry Points project in Maharashtra



Transforming promises into reality

## Through inclusive growth

The Company's philosophy is to build an inclusive India by pioneering a holistic model to address the nation's development challenges, and contribute to its collective aspirations.

**I**t is committed towards economic and social development of local communities and strive to touch as many lives by contributing towards the Society's betterment with a renewed determination to positively impact the lives of people. MEP Infra's approach to sustainable development is proactive and holistic to create value for all. Apart from aiding several religious and charitable institutions, the Company through MEP Foundation focusses on the areas of education, health, sports & arts and culture. Erecting new building infrastructure for a school in Thane district of Maharashtra, construction of check dam in Dahanu district of Maharashtra, promotion of fine arts in partnership with well-known charitable trusts are some of initiatives under taken by the Company in the last year.

# ETC TAG LANE | 1



Rajiv Gandhi Sea link OMT project in Mumbai, Maharashtra

# Strategic relationships

## Collaboration with Sanjose India-6 HAM Projects

- MEP Infra entered the HAM segment through a strategic collaboration with Sanjose India Infrastructure & Construction Private Limited, a multinational diversified company present in several countries. Following the strategic collaboration, it formed joint venture companies to bid for HAM tenders.
- In 2016, the collaboration of MEP Sanjose were awarded six HAM projects, of which four are in Maharashtra, namely Arawali-Kante, Kante-Waked, Nagpur Package I Road Project and Nagpur Package II Road Project in addition to two HAM projects in Gujarat (Talaja-Mahuva and Mahuva-Kagavadar) worth ₹3,836.99 crore.

## Collaboration with Long Jian - 4 HAM Projects

- MEP Infra entered into a joint venture with Long Jian Roads & Bridge Company Ltd to bid for HAM projects.
- The collaboration with Long Jian MEP was awarded four HAM projects in Maharashtra in March 2018 worth ₹4,104.7 crore.

## KVM Technology Solutions Private Limited

- In 2015, the Company formed a consortium with KENT Intelligent Transportation Systems India Private Limited and Vishwakarma Scales Private Limited.
- The consortium was awarded by IHMCL a project for toll management systems (installation of uniform ETC system in all lanes of public funded NHAI toll plazas), responsibility for functioning and maintenance of all equipment at these toll plazas and integration of ETC, toll management systems, weigh-in-motions systems, CCTV surveillance PMS, SWMs and lease line connectivity provided by the NHAI.

# Esteemed clients



MUMBAI - JNPT  
PORT ROAD  
COMPANY LIMITED

**Brookfield**



# Partners in progress



Project update:

# HAM projects

Project asset	Nagpur City Ring Road Package I	Nagpur City Ring Road Package II
		
Project details	Four lane standalone Ring Road / Bypass (km 0.5 - 34.0) for Nagpur city package	Four lane standalone Ring Road / Bypass (km 34.5 - 62.035) for Nagpur city package
Authority	National Highways Authority of India (NHAI)	National Highways Authority of India (NHAI)
State	Maharashtra	Maharashtra
Bid project cost	₹531 crore	₹639 crore
Construction period	2.5 years	2.5 years
Concession period	15 years	15 years

Project asset	Kante-Waked	Ausa-Chakur
		
Project details	Four lane of NH66 (kms 281.30 - 332.20) from Kante to Waked section under NHDP Phase IV	Four lane of Ausa Chakur section of NH-361 from kms 55.835 to kms 114.345 ( design length 58.510 kms) under Bharatmala pariyojna
Authority	Ministry of Road Transport and Highways (MORTH)	National Highways Authority of India (NHAI)
State	Maharashtra	Maharashtra
Bid project cost (BPC)	₹826.28 crore	₹848.63 crore
Construction period	2 years	2 years
Concession period	15 years	15 years

### Talaja-Mahuva



Four lane of Talaja Mahuva section of NH8E (kms 53.58 - 100.10) & design chainage (kms 54.99-100.45) under NHDP Phase IV

National Highways Authority of India (NHAI)

Gujarat

₹643.05 crore

2.5 years

15 years

### Mahuva-Kagavadar



Four lane of Mahuva to Kagavadar of NH8E (kms 100.10-139.92) under NHDP Phase IV

National Highways Authority of India (NHAI)

Gujarat

₹604.68 crore

2.5 years

15 years

### Arawali-Kante



Four-lane of NH66 (km 241.3 – 281.3) from Arawali to Kante section under NHDP Phase-IV

Ministry of Road Transport and Highways (MORTH)

Maharashtra

₹592.98 crore

2 years

15 years

### Chakur-Loha



Four lane of Chakur Loha section of NH-361 from kms 114.600 to kms 187.800 ( design length 73.345 kms) under Bharatmala pariyojna

National Highways Authority of India (NHAI)

Maharashtra

₹1,000.10 crore

2 years

15 years

### Loha-Waranga



Four lane of Loha Waranga section of NH-361 from kms 187.800 to kms 244.369 (design length 56.569 kms) under Bharatmala pariyojna

National Highways Authority of India (NHAI)

Maharashtra

₹1,073.10 crore

2 years

15 years

### Vadape-Thane



Construction of eight laning of existing 4 lane Vadape to Thane from kms 539.202 to kms 563.000 section of NH-3 (new NH-848)

National Highways Authority of India (NHAI)

Maharashtra

₹1,182.87 crore

2.5 years

15 years

# BOT project

## Project asset

## Baramati project



### Project details

Maintenance of the four-lane Sakhali Bridge on Karha River and Ring Road in Baramati with toll collection plazas at Morgaon, Neergaon, Patas, Bhigawan and Indapur

### Authority

MSRDC

### Work tenure

27 January 2010 to 26 January 2030

### Number of toll plazas

Five

### SPV

Baramati Tollways Private Limited

# OMT projects

## Project asset

## Five Mumbai Entry Points Project



### Project details

Maintenance and collection of toll at the five Mumbai entry points along with 27 flyovers and certain allied structures on:

The Sion-Panvel highway corridor, The Western Express highway corridor, The Eastern Express highway corridor, The Lal Bahadur Shastri Marg corridor, The Airoli bridge corridor

The entry points into Mumbai comprise toll plazas at Airoli, Vashi, Dahisar, Mulund on Lal Bahadur Shastri Marg and Mulund on the Eastern Express Highway

### Authority

Maharashtra State Road Development Corporation

### Company's stake

99.99%

### Concession commencement

20 November 2010

### Tenure

16 years

### Amount paid to the Authority

Upfront ₹2,100 crore

### Number of toll plazas

Five

### SPV

MEP Infrastructure Private Limited

## Rajiv Gandhi Sea Link



Maintenance and Collection of toll at the toll plaza at Bandra for the Rajiv Gandhi Sea Link. The Rajiv Gandhi Sea Link is a five kms long, eight-laned carriageway in Mumbai, Maharashtra

Maharashtra State Road Development Corporation

100%

3 October 2017



156 weeks


Upfront ₹325.08 crore

One

MEP RGSL Toll Bridge Private Limited

# Toll collection portfolio

Project asset	Delhi Entry Points	Bhiwandi Kalyan Shilphata project
		
Project details	Toll & environment compensation charge collection at 124 entry points to Delhi	Connecting the Mumbai Pune Highway (NH-4) at Shilphata and Mumbai-Nashik Highway (NH-3) at Bhiwandi; MEPIDL is the project's concession operator
Authority	SDMC	MSRDC
SPV	NA	MEP Infraprojects Private Limited
Concession commencement	1 October, 2017	1 January, 2017
Amount paid to the Authority	₹1,206 crore to be paid weekly subject to an enhancement of 5% in the existing awarded amount from toll collection to SDMC after the completion of every two years.	₹61.65 crore to be paid in upfront monthly installments.
Tenure	5 years	156 weeks
Number of toll plazas	124	Two

Project asset	Vidyasagar Setu
	
Project details	Collection of Toll at the toll plaza located at the Vidyasagar Setu
Authority	HRBC
SPV	Rideema Toll Bridge Private Limited
Concession commencement	1 September, 2013
	₹261 crore in five equal annual installments; upfront payment of ₹52.2 crore and the remaining amount in four equal installments in advance.
Tenure	5 years
Number of toll plazas	One



# Board of Directors



## Sudha D. Mhaiskar

*Non Independent and Non-Executive Director*

Bachelors degree in Home science from S N D T College, Mumbai with over 41 years of experience in the field of administration.



## Jayant D. Mhaiskar

*Chairman & Managing Director*

Promoter Director of the Company with 20 years of experience in the Tolling and Infrastructure industry. With his formidable foresight, MEP Infra continues to benefit from its early mover advantage in the toll space and now in the hybrid annuity space of road construction where the Company already commands a significant market share.



## Anuya J. Mhaiskar

*Non Independent and Non-Executive Director*

Bachelors degree in Arts with major in Philosophy from Ramnarain Ruia College, University of Mumbai with 18 years of experience in the field of administration.



## Murzash Manekshana

*Deputy Managing Director*

Qualified Chartered Accountant with a Bachelor's degree in Commerce from University of Mumbai with 26 years of work experience in areas of finance & risk management, fund raising, investment banking, strategic planning and business development.



### Deepak Chitnis

*Independent Director*

Bachelor's degree in Science and Master's degree in Law from Mumbai University with 35 years of experience in the field of Law.



### Khimji Pandav

*Independent Director*

Fellow Chartered Accountant with a Bachelor's degree in Commerce from University of Mumbai and held key posts in the field of Finance and Accounts and also was a Financial Advisor to CIDCO and MSRDC.



### Vijay Agarwal

*Independent Director*

Fellow Chartered Accountant with a Bachelor's degree in Commerce from Jodhpur University with 36 years of experience in cross-border acquisitions and transactions, advising in foreign service collaboration arrangements, providing statutory, management and tax audit services and providing tax advisory services.



### Mira Mehrishi

*Independent Director*

A retired Indian Administrative Service (IAS) Officer with a Master's degree in Business Administration (MBA) and is a full time member of Chief Minister's Advisory Council of Rajasthan and Vice Chairman, ADMA with experience of working in various capacities in the state and central government and her last posting was as a Special Secretary, Ministry of Climate Change Environment and Forests, Government of India.

# Our corporate structure

## HAM PROJECTS

■ NRR1-MEP Nagpur Ring Road 1 Private Limited. MEPIDL - San Jose India JV.  
*MEPIDL's stake- 74%*

■ NRR2-MEP Sanjose Nagpur Ring Road 2 Private Limited. MEPIDL - San Jose India JV.  
*MEPIDL's stake- 74%*

■ Arawali Kante-MEP Sanjose Arawali Kante Road Private Limited. MEPIDL – San Jose India JV.  
*MEPIDL's stake- 74%*

■ Kante Waked-MEP Sanjose Kante Waked Road Private Limited. MEPIDL - San Jose India JV.  
*MEPIDL's stake- 74%*

■ Talaja Mahuva- MEP Sanjose Talaja Mahuva Road Private Limited. MEPIDL – San Jose India JV.  
*MEPIDL's stake- 60%*

■ Mahuva Kagavadar-MEP Sanjose Mahuva Kagavadar Road Private Limited. MEPIDL – San Jose India JV.  
*MEPIDL's stake- 60%*

■ Ausa Chakur-MEP Longjian ACR Private Limited. MEPIDL- Longjian JV.  
*MEPIDL's stake-51%*

■ Chakur Loha-MEP Longjian CLR Private Limited. MEPIDL- Longjian JV.  
*MEPIDL's stake-51%*

■ Loha Waranga- MEP Longjian Loha Waranga Road Private Limited. MEPIDL-Longjian JV.  
*MEPIDL's stake-51%*

■ Vadape Thane-MEP Longjian VTR Private Limited. MEPIDL- Longjian JV.  
*MEPIDL's stake-51%*

## OMT PROJECTS

■ MIPL – MEP Infrastructure Private Limited (99.99%)  
(Mumbai Entry Points Project)

■ MEP RGSL – MEP RGSL Toll Bridge Private Limited (100%)  
(Rajiv Gandhi Sea Link Project)

## BOT PROJECT

■ BTPL – Baramati Tollways Private Limited (99.99%)  
(Step-Down Subsidiary through Rideema Toll Private Limited)



## LONG-TERM TOLL COLLECTION PROJECTS

- RTBPL – Rideema Toll Bridge Private Limited (100%) (Vidyasagar Setu Project)
- MEP Infracore – MEP Infracore Private Limited (100%) (Katai-Gove Toll Plaza Project)

## OTHER SUBSIDIARIES/ASSOCIATE

- |                                                                      |                                                                                                                                                      |                                                                                                    |
|----------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| ■ RVPL – Raima Ventures Private Limited (100%)                       | ■ RTPL – Rideema Toll Private Limited (100%)                                                                                                         | ■ MEP Nagzari – MEP Nagzari Toll Road Private Limited (100%)                                       |
| ■ MEP IRDP Solapur MEP IRDP Solapur Toll Road Private Limited (100%) | ■ RTRPL – Raima Toll Road Private Limited (100%)                                                                                                     | ■ MEP HB– MEP Hyderabad Bangalore Toll Road Private Limited (99.99%) (Hyderabad-Bangalore Project) |
| ■ MEP CB – MEP Chennai Bypass Toll Road Private Limited (100%)       | ■ MEP HS – MEP Highway Solutions Private Limited (100%)                                                                                              | ■ RTIPL – Raima Toll & Infrastructure Private Limited (100%)                                       |
| ■ MTPL – MEP Tormato Private Limited (100%)                          | ■ MEP RBPL – MEP Roads & Bridges Private Limited (100%)                                                                                              | ■ MTRPL – Mhaiskar Toll Road Private Limited (100%)                                                |
| ■ MICPL – MEP Infra Constructions Private Limited (100%)             | ■ MTIPL – MEP Toll & Infrastructure Private Limited (100%)                                                                                           | ■ MEP Foundation (99.90%)                                                                          |
| ■ MEPIDL Enterprises LLC (49%)                                       | ■ KVM Technology Solutions Private Limited (33%) (Toll Management systems, Plaza Surveillance, weight enforcement system for public funded projects) |                                                                                                    |



# Management discussion & analysis

## Global economic overview

Following growth of 3.8% in 2017, the global economy slowed in the second half of 2018 on account of a confluence of factors - the failure of Brexit negotiations, tightened financial conditions, geopolitical tensions, and higher crude oil prices that affected the major economies. Crude prices remained volatile due to multiple factors; oil prices dropped from a

four-year peak of US\$ 81 per barrel in October 2018 to US\$ 61 per barrel in February 2019. Global economic

growth in 2018 was estimated at 3.6% and projected to slow to 3.3% in 2019.

## Global economic growth over the years

Year	2015	2016	2017(E)	2018(E)	2019 (P)
Real GDP growth (%)	3.2	3.1	3.8	3.6	3.3

[Source: World Economic Outlook, April 2019] E: Estimated; P: Projected

## Indian economic overview

India retained its position as the sixth largest global economy and the fastest growing trillion-dollar economy. The Indian economy's growth slowed to 6.8% in FY2018-19 after 7.2% in 2017-18. This slowdown was pronounced in the second half of the financial year when the economy was marked by a decline in liquidity, consumer sentiment and offtake.

The decline might have been more pronounced but for the annual rate of inflation (including food and energy prices) declining to 2.6%, one of the lowest in years. The rupee weakened to ₹74.45 to a dollar during the course of the year but rebounded to close at a more respectable ₹69.44.

India attracted US\$ 38 billion in foreign inflows in 2018, which was higher than China's US\$ 32 billion. India reported a 23-notch jump to the 77th position in the World Bank's list of countries ranked for the ease of doing business. Benefiting from these structural reforms, India is expected to grow attractively across the medium-term. (Source: CSO, Fitch, Economic Times, Business Standard, IBEF, Business Today, India Today, IMF)

## Indian infrastructure sector overview

India's infrastructure represents the backbone of its economy. The total outlay for infrastructure in the FY 2018-19 stood at ₹5.97 lakh crore, compared to ₹4.94 lakh crore for FY 2017-18. This indicates the continuing trend of the Government of India focusing on big infrastructure projects and schemes in the recent years.

The Indian infrastructure sector requires an investment of \$270 billion every year. Infrastructure spending in India is projected to accelerate to at least ₹50 lakh crore between FY18 and FY22, making a visible impact on service delivery and providing a foundation for a inclusive economic growth.

India ranked 44th out of 167 countries in the World Bank's Logistics Performance Index (LPI) 2018. In 2018, India's infrastructure sector attracted private equity and venture capital investments worth US\$ 1.97 billion.

The construction development sector and infrastructure activities sector have received FDI inflows amounting to US\$ 24.91 billion and US\$ 14.01

billion respectively from April 2000 to December 2018, validating the attractiveness of the country as an investment destination in general and infrastructure opportunities on the other. (Source: NBM&CW, the Hindu Business Line, IBEF)

## Indian road sector review

India has the second largest road network in the world, with a total network of 5.6 million km comprising national and state highways, and urban and rural roads. National Highways account for 2% of the total road network and carry over 40% of the total traffic. Only 24 per cent of the National Highway network in India is four-laned, presenting a vast improvement scope.

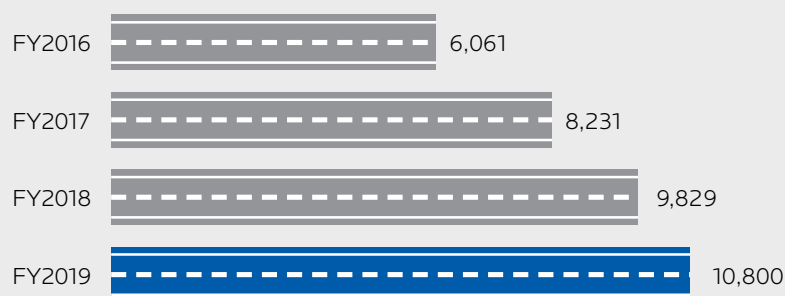
During FY2018-19, 10,800 km highways were constructed, which translates into the construction of nearly 30 km per day. The Government plans to complete the construction of 200,000 km national highways by 2022.

(Source: Economic Times, Times of India)

## Governmental initiatives

- The Government of India aims to construct 65,000 km of national

### Highway construction in India (in kilometres)



(Source: Times of India)

highways at a cost of ₹5.35 lakh crore (US\$ 741.51 billion) by 2022.

- The Government of India is expected to spend around ₹1 lakh crore during FY18-20 to build roads under Pradhan Mantri Gram Sadak Yojana (PMGSY).
- The Government of India plans to invest ₹1.45 lakh crore in road infrastructure in the North-Eastern region between 2018 and 2020.
- The GST on construction equipment declined to 18 per cent from 28 per cent, which is expected to boost infrastructure development.

### Budgetary provisions

- ₹100 lakh crore investment in infrastructure over the next five years.
- A new PPP model will usher the new dawn of Indian railway.
- Railways to be encouraged to invest more in suburban rail network via SPVs.
- Railway infrastructure will need an investment of ₹50 lakh crore between 2018 and 2030.
- Schemes such as Bharatmala, Sagarmala and UDAN are bridging rural urban divide and improving our transport infrastructure.
- Pradhan Mantri Gram Sadak Yojana phase 3 is envisaged to upgrade 125,000 km of road length over the next 5 years. To invest ₹80,250 crore for

upgradation of roads under PM Gram Sadak Yojana.

- Credit Guarantee Enhancement Corporation to be set up long-term bonds with specific focus on infra sector.

### Transportation

- Inter-operable One Nation One transport card: National transport card for universal travel which can be used on various modes of transport (road, railways etc). The card can also be used as an ATM card for withdrawing money.
- Govt plans to create MRO (Manufacturing, Repair and Operate) industry.
- PPP to be used to unleash faster development and the delivery of passenger freight services.
- Comprehensive restructuring of National Highways Programme for creation of National Highways Grid.
- Government envisions using rivers for cargo transport, it will also decongest roads and railways.

### Outlook

The high cost of logistics in India, 14.4% of the GDP, has come into sharp focus as one of the key factors affecting the country's competitiveness. Inefficient logistics account for ~2% of the country's GDP. Improving

road infrastructure could have a catalytic impact on the country's competitiveness and growth.

Increased road construction investments could enhance trade, job creation, exports and GDP growth. An investment of US\$ 31 billion for national highway construction is expected to be made by 2020 in the public-private partnership mode. The Government of India intends to increase the pace of constructing highways in India to 40 km a day in 2019-20.

### Bharatmala Pariyojana

The Bharatmala project is an umbrella programme undertaken by the Indian Government. Under this mega project, some 34,800 km of highways would be constructed over five years (FY2017-18 to FY2021-22) for ₹5.35 lakh crore.

The outlay for the first phase is expected to be funded through various sources - ₹2.09 trillion from the market, ₹1.06 trillion through private investment and ₹2.19 trillion from the central road fund or toll collection. The NHAI plans to raise ₹10,000 crore through Bharatmala Taxable Bonds in 2019-20.

Under Phase 1 of Bharatmala Pariyojana, the government approved the implementation of 24,800 km of highways and 10,000 km of balance National Highways Development Projects across five years from 2017-18 to 2021-22. The total length of projects under Bharatmala is estimated at 65,000 km.

(Source: Business Standard, Economic Times)

### Hybrid Annuity Model (HAM) and Engineering Procurement and Construction (EPC)

Of the total awards by NHAI FY18, projects worth ₹765 billion (3,791km) were made under HAM, ₹430 billion (3,396km) under EPC and worth ₹25

billion (209 km) under Toll. There is an upcoming pipeline of projects worth ₹207 billion under HAM and ₹140 billion under EPC mode across India. Going forward, over 70% of the road projects are proposed to be awarded under EPC and Hybrid Annuity Model (HAM) routes. A total of 107 projects worth ₹1,202 billion, awarded until April 2019 under HAM.

### Advantages of the HAM model

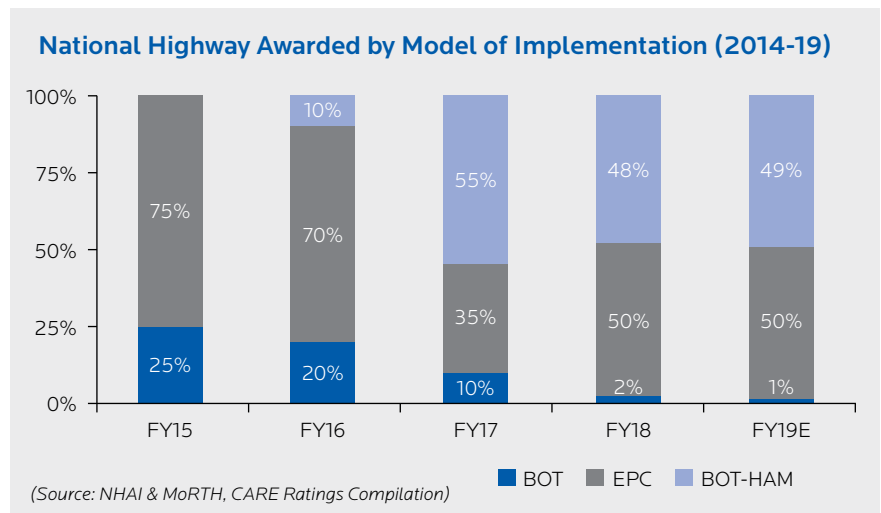
- Sharing of financial risk between the government and the private players is a primary advantage of the HAM model.
- Helps reduce an excessive dependence on banks for debt as private players can raise the required amount from equity.
- Returns commence with construction.
- No traffic-based risk related to toll collection.
- Better revenue visibility with O&M and bi-annual annuities.

### Toll collection

Tolling market is expected to increase 1.5 times from ~ 15,190 km in 2014-15 to ~ 22,200 km by 2018-19 primarily driven by number of projects bid out by NHAI and State Highway Authorities on tolling basis are expected to increase from 102-104 and 146 projects respectively in 2014-15 to 128-132 and 230-240 projects respectively in 2018-19.

### Operate Maintain and Transfer (OMT)

According to CRISIL estimates, the total stretch under OMT model for NHAI and key states (combined) is expected to double from ~ 5,600 km in 2014 -15 to ~ 11,600 km by 2018-19. The total number of OMT projects is expected to increase from ~49-50 in 2014-15 to 95-105 in 2018-19. The market opportunity is slated to increase



2X from ~ ₹26 billion in 2014-15 to ₹51 billion in 2018-19.

### Toll, Operate, Transfer (TOT)

New Toll-Operate-Transfer (TOT) model has been introduced for efficient monetization of existing toll roads. Monetisation of 82 operating highways with investment potential of ₹340 billion (USD 5.3 billion) to be taken up. 1st bundle of 9 NH stretches of 680.64 Km awarded to a JV of Macquire-Ashoka at a bid value worth ₹97 billion which was 1.5x NHAI's base bid price. NHAI has re-invited bid for 2nd bundle of 8 stretches of 587Km located in Gujarat, Bihar, West Bengal and Rajasthan at an estimated bid value ₹53.6billion after receiving low bid from the bid value. Cube Highway (HT) has quoted ₹46.12 billion. Three more parcels have been identified for awarding in the states of Bihar, Orissa and West Bengal over the next few months. The NHAI plans to include the Eastern Peripheral Expressway project in Delhi under TOT model.

### Electronic Toll Collection (ETC)

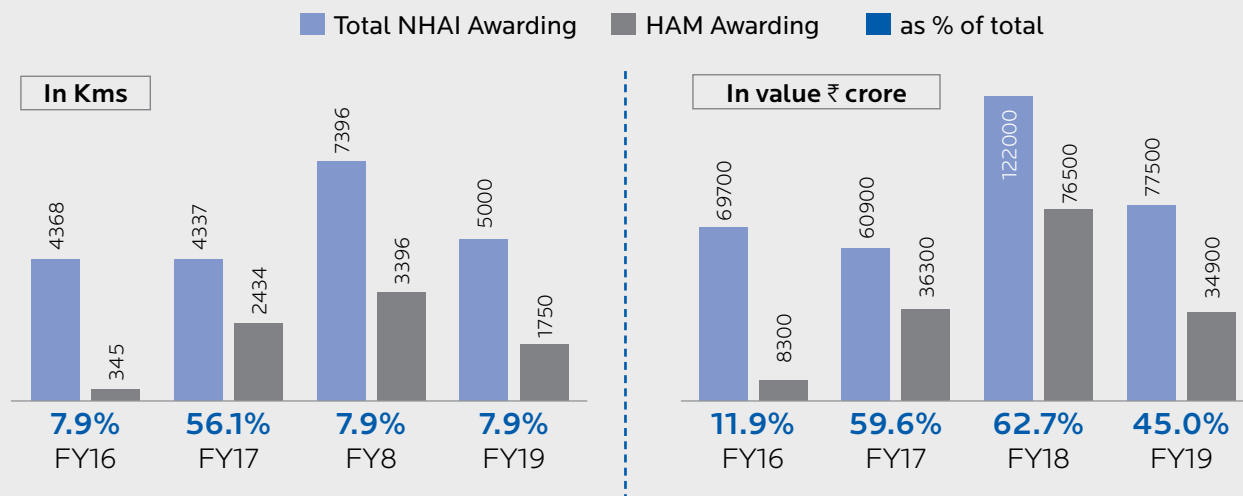
NPCI launched the electronic toll collection program in December

2016 in partnership with the National Highways Authority of India (NHAI) and the Indian Highways Management Company (IHMCL). It uses electronic tags, called FASTags, to deduct the toll from a linked bank account, allowing customers to drive through toll plazas without stopping. National Electronic Toll Collection (NETC) processed 8.62 lakh such transactions a day, up from an average of 30,000 transactions a day in January 2017. Some 22 banks issued 46 lakh FASTags, accepted at over 496 toll plazas across India. NHAI operates 372 toll plazas across the country; toll rates are revised before the start of every financial year based on the wholesale price index (WPI), which may vary from one toll plaza to another even in the same region. The toll revenue of NHAI has risen significantly in the last three years. (Source: Live Mint, Mediana.com)

### Growth drivers

**Increasing PPPs:** India has the distinction of the largest PPP programmes globally in the roads sector. More than 560 road projects spanning 45,000 kilometres with an estimated investment of more than ₹200,000 crore were awarded on a PPP basis.

## Hybrid-Annuity Model (HAM) Projects



(Source: Economic Times)

**Increasing road traffic:** Freight volume in India was projected to grow by 9% y-o-y in FY19 supported by a recovery in rail freight volumes. Road's traffic share of the total traffic in India has grown from 13.8% to 65% in freight traffic and from 32% to 90% in passenger traffic between 1951 and 2017.

**Governmental focus:** In the next five years, the Indian Government plans to build 83,677 kilometres of roads with a corresponding investment of ₹7 lakh crore (US\$108 billion) - the largest ever outlay for road construction in India with a proposed road length more than two times the earth's circumference (~40,000 kilometres). The Government also plans to increase the length of the National Highways to 200,000 kilometres.

**Development of rural roads:** The Indian Government succeeded in providing road connectivity to 85% of the 178,184 eligible rural habitations in the country under its scheme. All villages in the country are expected to be connected through a road network by 2019 (as against 2022 estimated

previously) under the Pradhan Mantri Gram Sadak Yojana. The total length of roads constructed under the Pradhan Mantri Gram Sadak Yojana in 2017-18 stood at 47,447 kilometres.

**Tax exemption:** Companies enjoy 100% tax exemption in road projects for five years, 30% relief over the next five years and a capital grant to enhance viability.

**Smart Cities:** Between January 2016 (when the first batch of 20 Smart Cities was chosen through a competitive process) and January 2018, projects worth ₹33,970 crore were tendered. This grew by 270% in a year to ₹126,000 crore by February 2019. The number of projects completed increased substantially as well, reporting the kind of progress in one year that had not been achieved in the previous two.

**International investments:** The infrastructure sector received FDI inflows amounting to US\$ 14.01 billion between April 2000 and December 2018. (Source: Live Mint, Business Today, Business Standard)

## Opportunities and threats in road sector in India

### Opportunities

- Ambitious projects like Bharatmala are expected to provide ample opportunities for infrastructure companies to capitalise on.
- Increasing road traffic and requirement for highways will lead to more bidding in road construction contracts.
- With increasing highways, the tolling opportunities will also increase, benefitting companies in the space.

### Threats

- There could be funding risks for projects already undertaken by infra companies in case of a sustained liquidity paralysis.
- Companies with stronger credentials could capture larger shares of the construction market, leaving smaller player with little room to grow.
- Change in government focus could impact funding of contracts which could in turn affect construction.



## Company overview

Established in 2002 by the Mumbai-based Mhaiskar family, MEP Infra carved out a distinctive reputation in helping the country's Central and State road authorities operate and maintain road assets with efficiency. MEP is headquartered in Mumbai with a presence in eight Indian states (Maharashtra, Tamil Nadu, Rajasthan, Gujarat, Uttar Pradesh, West Bengal, Andhra Pradesh and Jharkhand). MEP is a leading player in the business of toll collection. The Company's shares are actively traded on the BSE and NSE. As on 31st March, 2019, the Company comprised 1,736 employees as on 31st, March 2019.

## Risk management

### People risk

There is an urgent requirement of qualified and talented manpower to look after day-to-day operations.

### Mitigation

The Company's employee strength stood at 1,736 on 31st March 2019.

### Costs risk

Delayed in project led to increase the overall project costs and debt burden will stretch further.

### Mitigation

The Company always forecasts and analyses the outcomes in different scenarios and accordingly bids for a project which provides a plan of action for any scenario.

### Pre-qualification risk

The bidding for infrastructural projects can be really competitive.

### Mitigation

The Company executed more than 140 projects over the last 17 years

enhancing its pre-qualification credentials and gaining confidence to execute critical projects within stringent time frame.

## Financial overview

Total consolidated revenue from operations for MEP Infrastructure Developers Ltd for FY19 stood at ₹2,815 crore, a jump of 21 %, as compared to ₹2,322 crore for last year, due to increase in tolling revenue.

Profit before tax (without exceptional items) for FY19 stood at ₹123 crore as compared to ₹105 crore in the previous year. Profit After Tax for FY19 stood at ₹56 crore.

The Board of Directors have recommended a dividend of Re. 0.30 per share.

Particulars	2018-19	2017-18
Revenue from operations (₹ crore)	2,815	2,322
EBIT (₹ crore)	587.8	574.16
PAT* (₹ crore)	56	70.96
Return on equity (%)	21.08	118.62
Current ratio (x)	0.80	0.60
Net profit margin (%)	1.99	3.06

\*without exceptional items

**Return on equity:** Return on equity during FY2018-19 stood at 21.08% as compared to 118.62% in FY2017-18, primarily because of QIP issue of ₹162 crore in FY2018-19.

**Current ratio:** Current ratio in FY2018-19 is up on account of increase in current liabilities in FY2018-19.

**Net profit margin:** Net profit margin is lower due to an addition of one time exceptional item (i.e. interest cost) amounting to ₹30 crore.

## Internal control systems and their adequacy

The Company's internal audit system has been continuously monitored and updated to ensure that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. The audit committee reviews reports presented by the internal auditors on a routine basis. The committee makes note of the audit observations and takes corrective actions, if necessary. It maintains constant dialogue with statutory and internal auditors to ensure that internal control systems are operating effectively.

## Human resources and industrial relations

The Company believes that the quality of the employees is the key to its success and is committed to equip them with skills, enabling them to seamlessly evolve with ongoing technological advancements. During the year, the Company organised training programmes in different areas such as technical skills, behavioural skills, business excellence, general management, advanced management, leadership skills, customer orientation, safety, values and code of conduct. The Company's employee strength stood at 1,736 as on 31st March 2019.

## Cautionary statement

This statement made in this section describes the Company's objectives, projections, expectation and estimations which may be 'forward-looking statements' within the meaning of applicable securities laws and regulations.

# Directors' Report

To,  
The Members,

Your Directors present their Seventeenth Annual Report together with Audited Financial Statements of your Company for the Financial Year ended 31<sup>st</sup> March, 2019.

## FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	Standalone Results For the year ended as at		Consolidated Results For the year ended as at	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Total Revenue	1,88,229.67	1,49,088.00	2,93,682.42	2,44,236.82
Total Expenses	1,83,532.44	1,42,704.40	2,81,353.26	2,33,780.90
<b>Profit/(Loss) Before Tax and Exceptional Item</b>	<b>4,697.23</b>	<b>6,383.60</b>	<b>12,329.16</b>	<b>10,455.92</b>
Exceptional Item	—	—	(3,092.42)	—
<b>Profit/(Loss) Before Tax</b>	<b>4,697.23</b>	<b>6,383.60</b>	<b>9,236.74</b>	<b>10,455.92</b>
Tax Expense (Net)	(1,689.59)	(2,367.31)	(3,902.30)	(3,830.56)
<b>Profit/(Loss) After Tax</b>	<b>3,007.64</b>	<b>4,016.29</b>	<b>5,334.44</b>	<b>6,625.36</b>
Share of Profit/(Loss) of Associates/Joint Ventures	—	—	263.09	471.53
<b>Net Profit/(Loss) After Tax</b>	<b>3,007.64</b>	<b>4,016.29</b>	<b>5,597.53</b>	<b>7,096.89</b>
<b>Earnings Per Share (₹)</b>	<b>1.64</b>	<b>2.47</b>	<b>3.05</b>	<b>4.37</b>

\* The Board has recommended payment of Dividend of ₹ 0.30 per equity share of ₹ 10/- each on 18,34,46,051 equity shares.

## PERFORMANCE OF THE COMPANY

On standalone basis, revenue from operations and other income for the financial year under review were ₹ 1,88,229.67 Lakhs as against ₹ 1,49,088.00 Lakhs for the previous financial year registering an increase of ₹ 39,141.67 Lakhs mainly due to revenue from Delhi Entry Point project. The profit before tax was ₹ 4,697.23 Lakhs and the profit after tax was ₹ 3,007.64 Lakhs for the financial year under review as against ₹ 6,383.60 Lakhs and ₹ 4,016.29 Lakhs respectively, for the previous financial year.

On consolidated basis, revenue from operations and other income for the financial year under review were ₹ 2,93,682.42 Lakhs as against ₹ 2,44,236.82 Lakhs for the previous financial year registering increase of ₹ 49,445.60 Lakhs. The profit before tax was ₹ 9,236.74 Lakhs and the profit after tax was ₹ 5,334.44 Lakhs for the financial year under review as against ₹ 10,455.92 Lakhs and ₹ 6,625.36 Lakhs respectively, for the previous financial year.

## DIVIDEND

Your Directors recommend payment of dividend @ 3% i.e. ₹ 0.30 per equity share on face value of ₹ 10/- each on 18,34,46,051 equity shares aggregating to ₹ 550 Lakhs (previous financial year: ₹ 550 Lakhs).

## TRANSFER TO RESERVES

Your Directors do not propose to transfer any amount to Reserve.

## SHARE CAPITAL

During the year under review, the Company had successfully raised ₹ 16,179.57 Lakhs via issue of equity shares through Qualified Institutional Placement (QIP). Your Company has allotted 2,08,76,860 equity shares to the new shareholders on 4<sup>th</sup> April, 2018 and the trading on new shares was commenced with effect from 6<sup>th</sup> April, 2018. The Paid-up Equity Share Capital accordingly as on 31<sup>st</sup> March, 2019 was ₹ 183,44,60,510/- (divided into 18,34,46,051 equity shares of ₹ 10/- each).

## MATERIAL CHANGES AFFECTING THE COMPANY

There were no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of the report.

## OPERATIONS

### ❖ HYBRID ANNUITY MODE (HAM) PROJECTS

During the year under review, your Company has received the Appointed Date from the National Highways Authority of India for the 4 (Four) Projects under the Hybrid Annuity Mode (HAM) as detailed below:

<ul style="list-style-type: none"> <li> <b>Vadape – Thane Project:</b>            Eight Laning of Vadape-Thane Section of NH-3 from km. 539.202 to km. 563.000 (Design length 23.798 km.) in the State of Maharashtra.  <b>Appointed Date:</b>  <b>21<sup>st</sup> January, 2019</b> </li> </ul>	<ul style="list-style-type: none"> <li> <b>Ausa – Chakur Project:</b>            Four Laning of Ausa- Chakur Section of NH-361 from km. 55.835 to km. 114.345 (Design length 58.51 km.) in the State of Maharashtra  <b>Appointed Date:</b>  <b>25<sup>th</sup> March, 2019</b> </li> </ul>
<ul style="list-style-type: none"> <li> <b>Chakur – Loha Project:</b>            Four Laning of Chakur – Loha Section of NH-361 from km. 114.600 to km. 187.800 (Design length 73.345 km.) in the State of Maharashtra.  <b>Appointed Date:</b>  <b>25<sup>th</sup> March, 2019</b> </li> </ul>	<ul style="list-style-type: none"> <li> <b>Loha – Waranga Project:</b>            Four Laning of Loha- Waranga Section of NH-361 from km. 187.800 to km. 244.369 (Design length 56.569 km.) in the State of Maharashtra.  <b>Appointed Date:</b>  <b>25<sup>th</sup> March, 2019</b> </li> </ul>

During the year under review and as on the date of this report your Company has achieved the following Projects Milestones:

- Nagpur Ring Road-Package I** [Four Laning standalone Ring Road/Bypass (km. 0.5 – km. 34.0) for Nagpur city].  
 The Authority has paid the second Milestone payment for 40% of the physical progress for the project on 25<sup>th</sup> May, 2018.
- Nagpur Ring Road-Package II** [Four Laning standalone Ring Road/Bypass (km. 34.5 – km. 62.035) for Nagpur city].  
 The Authority has paid the second Milestone payment for 40% of the physical progress for the project on 19<sup>th</sup> July, 2018.
- Talaja Mahuva** [Four Laning of Talaja-Mahuva Section of NH-8E (from km. 53.585 to km. 100.100) (design chainage from km. 54.990 to km.100.450) (Package – II)].  
 The Authority has paid the first Milestone payment for 20% of the physical progress for the project on 5<sup>th</sup> October, 2018.

### ❖ TOLLING PROJECTS

During the year under review and as on the date of this report your Company has successfully won the following tolling projects:

- Collection of toll at Athur Toll Plaza at km. 103.500 on Tambaram to Tindivanam Section from km. 74.500 to km. 121.000 of NH-45 in the State of Tamil Nadu for a period of 1 (One) year.
- Collection of user fee at Paranur Fee Plaza at km. 52.820 for the section from km. 28.000 to km. 74.500 (Tambaram - Tindivanam Section) of NH-45 in the State of Tamil Nadu for a period of 1 (One) year.

During the year under review, your Company has successfully completed 124 projects including 228 toll plazas and 1,459 lanes across India.

Detailed information on the operations of the Company and details on the state of affairs of the Company are covered in the Management Discussion and Analysis Report.

## DEPOSITS

Your Company has not accepted any deposits during the year.

## MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis forms an integral part of this report and is presented separately. It gives details of the overall industry structure, economic developments, performance and state of affairs of your Company and their adequacy, risk management systems and other material developments during the Financial Year 2018-19.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mrs. Sudha D. Mhaiskar (DIN: 00707501) who was appointed as an Additional Director of the Company on 12<sup>th</sup> February, 2018 was confirmed as Director of the Company by the Members at the 16<sup>th</sup> Annual General Meeting ("AGM") of the Company held on 2<sup>nd</sup> August, 2018.

The Board of Directors at their Meeting held on 14<sup>th</sup> February, 2019, on the recommendation of Nomination & Remuneration Committee, has re-appointed Mr. Jayant D. Mhaiskar as the Managing Director, designated as 'Chairman & Managing Director' of the Company with effect from 1<sup>st</sup> July, 2019, subject to approval of Members at the ensuing AGM. The suitable resolution seeking Members' approval for the said re-appointment forms part of the Notice convening the ensuing AGM.

Mrs. Anuya J. Mhaiskar is liable to retire by rotation at the ensuing AGM and being eligible, offers herself for re-appointment. Your Board of Directors recommend her re-appointment.

The Board of Directors at their meeting held on 14<sup>th</sup> February, 2019, had approved the appointment of Mr. Subodh R. Garud as Chief Executive Officer – Toll Operations of the Company from immediate effect.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## DIRECTORS' RESPONSIBILITY STATEMENT

As required under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, Directors to the best of their knowledge and belief, state that –

- in the preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;

- (ii) the Directors had 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 profit for the year;
- (iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Directors had prepared the annual accounts on a going concern basis;
- (v) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## DISCLOSURE ON COMPLIANCE WITH SECRETARIAL STANDARDS

Your Directors confirm that the Secretarial Standards issued by the Institute of Company Secretaries of India, have been complied with.

## INDIAN ACCOUNTING STANDARDS (IND AS) – IFRS CONVERGED

The Company has prepared the Financial Statements (both Standalone and Consolidated) for the year ended 31<sup>st</sup> March, 2019 as per Indian Accounting Standards ('Ind AS') notified vide G.S.R. 111(E) dated 16<sup>th</sup> February, 2015 as amended from time to time.

## PERFORMANCE EVALUATION OF THE DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Board has carried out an annual performance evaluation of its own performance as well as of its Committees thereof and of the Directors individually. The manner in which the evaluation has been carried out has been covered in the Corporate Governance Report.

## REMUNERATION POLICY

The Board has on the recommendation of the Nomination and Remuneration Committee framed a policy for selection, appointment and remuneration of Directors and KMP. The Remuneration Policy is stated in the Corporate Governance Report.

## EXTRACT OF ANNUAL RETURN

The extract of annual return as provided under sub-section (3) of Section 92 of the Companies Act, 2013, in the prescribed Form MGT-9 is annexed to this Report.

## NUMBER OF MEETINGS OF THE BOARD

There were 4 (Four) meetings of the Board held during the year. Detailed information is given in the Corporate Governance Report.

## AUDIT COMMITTEE

The Audit Committee comprises of 3 (Three) Independent Directors and an Executive Director. Detailed information is given in the Corporate Governance Report. All the recommendations made by the Audit Committee were accepted by the Board.

## CORPORATE GOVERNANCE

A separate section on Corporate Governance forms a part of our Report. A certificate has been received from the Secretarial Auditor of the Company regarding compliance of requirements of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

## AUDITORS

### ❖ STATUTORY AUDITORS

Your Company had appointed M/s. G. D. Apte & Co., Chartered Accountants (Firm Registration No. 100515W) as the Statutory Auditors of the Company at the 15<sup>th</sup> Annual General Meeting ('AGM') held on 27<sup>th</sup> July, 2017, to hold office for period of 5 (Five) years from the conclusion of the 15<sup>th</sup> Annual General Meeting until the conclusion of 20<sup>th</sup> Annual General Meeting of the Company subject to ratification at every AGM of the Company.

The Ministry of Corporate Affairs vide their Notification effective 7<sup>th</sup> May, 2018 have done away with the provisions relating to the ratification of the Auditors at every AGM. However, considering the resolution passed at the 15<sup>th</sup> AGM, your Company as a good governance recommended the ratification of the appointment of Statutory Auditor at the 16<sup>th</sup> AGM and also obtained the consent of the Members that no ratification for the appointment of the Statutory Auditors would be required from next AGM and they shall continue to hold office of Statutory Auditors till the conclusion of the 20<sup>th</sup> AGM of the Company. Accordingly, your Company would not require to ratify the Appointment of Statutory Auditors at the ensuing AGM.

There is no audit qualification, reservation or adverse remark for the year under review.

However, the Statutory Auditors have made an observation in Point No. vii (b) in Annexure B of their Independent Auditors Report, reply for which is mentioned below:

Our Company has generally been regular in depositing statutory dues. These amounts have subsequently been paid and the management has taken steps to avoid delay in future.

## ❖ COST AUDITORS

Your Company has been carrying out audit of cost records relating to road maintenance activity every year in line with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, as amended from time to time.

Your Board of Directors on the recommendation of the Audit Committee has appointed M/s. Nawal Barde Devdhe Associates, Cost Accountants (Firm Registration No. 001711), as the Cost Auditors to audit the cost accounts of the Company for the Financial Year 2019-20. As required under the Companies Act, 2013, a resolution seeking member's approval for ratification and consideration of the remuneration payable to the Cost Auditor forms part of the Notice convening the AGM.

The Cost Audit Reports for the Financial Year ended 31<sup>st</sup> March, 2018 were filed on 6<sup>th</sup> December, 2018.

The Cost Audit Reports for the Financial Year ended 31<sup>st</sup> March, 2019 are required to be submitted by the Cost Auditor to the Board of Directors on or before 29<sup>th</sup> September, 2019 and same are required to be filed by the Company with the Central Government within 30 days from the receipt of the reports.

## ❖ SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder, the Company has appointed CS Dinesh Joshi, KANJ & Co. LLP, (Membership No. 3752) (Formerly KANJ & Associates) Company Secretaries in Practice to undertake the secretarial audit of the Company for the Financial Year 2019-20. Secretarial Audit Report as issued by him in the prescribed Form MR-3 is annexed to this Report.

The said Secretarial Audit Report does not contain any qualification, reservation or adverse remark for the year under review.

## PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

Pursuant to the requirements of Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with the Rules thereunder, the Company had formulated and adopted a Policy on Prevention of Sexual Harassment at Workplace. The Company has not received any complaint of sexual harassment during the year under review.

## RISK MANAGEMENT POLICY

Your Company has implemented mechanism to identify, assess, monitor and mitigate various risks and has formulated a Risk Management Policy. The Audit Committee and the Board of Directors are informed of the Risk assessment and minimization procedures.

## CORPORATE SOCIAL RESPONSIBILITY

Detailed information on Corporate Social Responsibility Policy developed and implemented by the Company on CSR initiatives taken during the year pursuant to Section 135 of the Companies Act, 2013 as Report on CSR activities is annexed to this Report.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Information regarding loans, guarantees or investments as required under the provisions of Section 186 of the Companies Act, 2013 is not applicable to the Company as the Company is exempted under the category of "the companies providing infrastructure facilities".

## RELATED PARTY TRANSACTIONS

All related party transactions during the year were on arm's length basis and not in conflict with the interest of the Company. The particulars of the said transactions alongwith other contracts/arrangements are also briefed in the Note/Schedule 39 to the financial statement which sets out related party disclosures. A Statement containing particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions in prescribed form AOC-2 is annexed.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed through the following portal link: <http://www.mepinfra.com>.

## CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and specified employees in the course of day to day business operations of the Company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings/behavior in any form and the Board has laid down certain directives to counter such acts. Such code of conduct has also been placed on the Company's website. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. A declaration to this effect signed by the Chairman & Managing Director of the Company appears elsewhere in this Annual Report.

## PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is annexed. The information about Top Ten Employees in terms of

remuneration will be available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing AGM. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

## VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Company has established a Vigil Mechanism Policy/Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. Staying true to our core values of Strength, Performance

and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and Stakeholders Responsibility. The said Policy ensures that strict confidentiality is maintained in respect of whistle blowers whilst dealing with concerns and also specified that no discrimination will be meted out to any person for a genuinely raised concern. The Policy on Vigil Mechanism/Whistle Blower Mechanism may be accessed through website of the Company viz. <http://www.mepinfra.com>.

## SUBSIDIARY/JOINT VENTURE/CONSORTIUM

Following are the companies which are Subsidiary Companies of the Company:

### ❖ Wholly Owned Subsidiaries

- Raima Ventures Private Limited
- Rideema Toll Private Limited
- Rideema Toll Bridge Private Limited
- MEP Nagzari Toll Road Private Limited
- MEP IRDP Solapur Toll Road Private Limited
- Raima Toll Road Private Limited
- MEP Chennai Bypass Toll Road Private Limited
- MEP Highway Solutions Private Limited
- MEP RGSL Toll Bridge Private Limited
- Raima Toll & Infrastructure Private Limited
- MEP Tormato Private Limited
- MEP Roads & Bridges Private Limited
- Mhaskar Toll Road Private Limited
- MEP Infra Constructions Private Limited
- MEP Toll & Infrastructure Private Limited
- MEP Infraprojects Private Limited

### ❖ Subsidiaries (% of holding)

- MEP Infrastructure Private Limited (99.99%)
- MEP Hyderabad Bangalore Toll Road Private Limited (99.99%)
- MEP Sanjose Kante Waked Road Private Limited (74%)
- MEP Nagpur Ring Road 1 Private Limited (74%)

- MEP Sanjose Nagpur Ring Road 2 Private Limited (74%)
- MEP Sanjose Arawali Kante Road Private Limited (74%)
- MEP Sanjose Talaja Mahuva Road Private Limited (60%)
- MEP Sanjose Mahuva Kagavadar Road Private Limited (60%)
- MEP Foundation (99.90%)\*
- MEP Longjian ACR Private Limited (51%)
- MEP Longjian CLR Private Limited (51%)
- MEP Longjian Loha Waranga Road Private Limited (51%)
- MEP Longjian VTR Private Limited (51%)

### ❖ Step Down Subsidiary (% of holding)

- Baramati Tollways Private Limited (99.99%) – (Rideema Toll Pvt. Ltd. is the Holding Company)

### ❖ Subsidiary by control of composition of Board/Associate/ Consortium

- MEPIDL Enterprises LLC (49%)
- KVM Technology Solutions Private Limited
- SMYR Consortium LLP

\* MEP Foundation which is a Section 8 registered Company under the Companies Act, 2013, with the main objectives of conducting CSR activities.

## STATUTORY DISCLOSURES

A statement containing salient features of the financial statement of the subsidiaries and associates in the prescribed Form AOC-1 is annexed to this Report. The audited financial statements of the said companies will be kept for inspection by any member of the Company at its Registered Office of the Company during business hours and as per the provisions of Section 136(1) of the Companies Act, 2013, a copy of the same will be made available to any shareholder on request.

A Cash Flow Statement for the year 2018-19 is attached to the Balance Sheet.

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

The Company primarily being an Infrastructure Company and not involved in any industrial or manufacturing activities, the Company has no particulars to report regarding conservation of energy and technology absorption as required under Section 134 of the Companies Act, 2013 and the Rules made thereunder. During the year under review, the Company did not have any foreign exchange earnings, whereas the foreign exchange outgo amounted to ₹ 95.72 Lakhs towards Business promotion, Advertisement expenses, Legal consultancy and Professional fees.

## ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your Company has an effective internal financial control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedure. The Company's internal financial control system is commensurate with its size, scale and complexities of its operations.

## SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND OPERATIONS OF THE COMPANY

During the year under review, there were no significant or material orders passed by any Regulator, Court or Tribunal against the Company, which could impact its going concern status or operations.

## CAUTIONARY STATEMENT

Statements in this Directors' Report and Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include changes in the government regulations, developments in the infrastructure segment, tax regimes and economic developments within India.

## ACKNOWLEDGEMENT & APPRECIATION

Your Directors wish to place on record their sincere appreciation, for the contribution made by the employees at all levels for their hard work and support, your Company's achievements would not have been possible without their efforts. Your Directors also wish to thank all Shareholders, Clients, Government and Regulatory Authorities and Stock Exchanges, Joint Bidding Partners, Financial Authorities, Customers, Dealers, Agents, Suppliers, Investors, Lenders and Bankers for their continued support and faith reposed in the Company.

Your Directors also thank the Ministry of Corporate Affairs, stakeholders, advocates, solicitors and business associates for their continuous support.

**By and on behalf of the Board of Directors  
For MEP Infrastructure Developers Limited**

**Jayant D. Mhaiskar  
Chairman & Managing Director  
DIN: 00716351**

Place: Mumbai  
Date: May 23, 2019

### ANNEXED TO THIS REPORT

1	ANNEXURE-A	ANNUAL REPORT ON CSR ACTIVITIES
2	ANNEXURE-B	SECRETARIAL AUDIT REPORT IN FORM MR-3
3	ANNEXURE-C	EXTRACTS OF ANNUAL RETURN IN FORM MGT-9
4	ANNEXURE-D	STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS OF RULE 5(1) AND 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014
5	ANNEXURE-E	A STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES IN PRESCRIBED FORM AOC-1
6	ANNEXURE-F	FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS IN PRESCRIBED FORM AOC-2
7	CORPORATE GOVERNANCE REPORT	

# Annexure - A

## ANNUAL REPORT ON CSR ACTIVITIES

**1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the weblink to the CSR policy and projects or programmes.**

The Company has framed a Corporate Social Responsibility (CSR) Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website and the weblink for the same is stated herein below:

**Weblink:** [http://www.mepinfra.com/pdf/corporate-governance/policies/CSR-Policy\\_MEP-IDL.pdf](http://www.mepinfra.com/pdf/corporate-governance/policies/CSR-Policy_MEP-IDL.pdf)

The primary purpose of the Company's CSR philosophy is to make a meaningful and measurable impact on the lives of economically, physically and socially challenged communities of the Country. The CSR Activities are pursued through various initiatives undertaken by the Company either directly or through MEP Foundation or through any other trust or entity as deemed suitable.

MEP Foundation, a subsidiary of the Company (Section 8 Company) formed under the Companies Act, 2013, is the Corporate Social Responsibility (CSR) arm of the Company. It implements the activities being carried out by the Company under CSR with sharper focus on creating sustainable livelihoods.

**2. Composition of the CSR Committee:**

- Mrs. Anuya J. Mhaiskar, Chairperson (Non-Executive Director)
- Mr. Murzash Manekshana (Executive Director)
- Mr. Deepak Chitnis (Independent Director)

**3. Average net profit of the Company for last three financial years:**

Average net profit: ₹ 4306.49 Lakhs.

**4. Prescribed CSR Expenditure (two percent of the amount as mentioned in item 3 above):**

The Company is required to spend ₹ 86.13 Lakhs.

**5. Details of CSR spend for the financial year:**

- a. Total amount spent for the financial year: ₹ 58.56 Lakhs.
- b. Amount unspent, if any: ₹ 27.57 Lakhs.
- c. Manner in which the amount spent during the financial year is detailed below:

₹ in Lakhs

Sr. No.	Projects/Activities	Sector	Locations	Amount Outlay (Budget) Project or Program wise (₹)	Amount Spent on the Project or Programs (₹)	Cumulative Expenditure upto reporting period (₹)	Amount spent (Direct or through implementing agency)
1.	Tilak Nagar Vidya Mandir (for renovation of School)	For promoting education	Maharashtra	14.89	14.89	14.89	Through MEP Foundation
2.	Akhil Bharatiya Marathi Natya Sammelan	For promoting art & culture	Maharashtra	10.00	10.00	24.89	Direct
3.	Lions Club of Juhu Service Fund (for construction of concrete nalla bandh at Savarpada Check Dam)	For providing safe drinking water	Maharashtra	14.67	14.67	39.56	Direct
4.	Govt. Higher Secondary School, Chennai (for supply of furniture)	For promoting education	Tamil Nadu	5.00	5.00	44.56	Through MEP Foundation



Sr. No.	Projects/Activities	Sector	Locations	Amount Outlay (Budget) Project or Program wise (₹)	Amount Spent on the Project or Programs (₹)	Cumulative Expenditure upto reporting period (₹)	Amount spent (Direct or through implementing agency)
5.	Samarpan Foundation (for purchase of sweaters/ thermals for children at schools)	For promoting education	Maharashtra	4.00	4.00	48.56	Direct
6.	Anant Vaje Sangeet Kala Ani Krida Pratishthan (for health checkup of poor Adivasi's)	For promoting preventive health care	Maharashtra	8.00	8.00	56.56	Through MEP Foundation
7.	Disha Samajik Seva Sanstha (for health checkup of poor Adivasi's)	For promoting preventive health care	Maharashtra	2.00	2.00	58.56	Through MEP Foundation
	<b>Total</b>			<b>58.56</b>	<b>58.56</b>		

**6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report.**

The Company has spent the amount more than the CSR expenditure required to be incurred by the Company for the benefits of the society, however, some of the Projects does not fall under the Activities as specified under Schedule VII read with Section 135 of the Companies Act, 2013 and Corporate Social Responsibility Policy of the Company. In the coming years, the Company will ensure to spend on the Projects which are specified in the Schedule to the Act.

**7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.**

The CSR Committee confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

**JAYANT D. MHAISKAR**  
 CHAIRMAN & MANAGING DIRECTOR  
 DIN: 00716351

**ANUYA J. MHAISKAR**  
 CHAIRPERSON, CSR COMMITTEE  
 DIN: 00707650

Place: Mumbai  
 Date: May 23, 2019

# Annexure - B

## Form No. MR-3

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

**MEP INFRASTRUCTURE DEVELOPERS LIMITED**

CIN: L45200MH2002PLC136779

A-412, Boomerang, Chandivali Farm Road,

Near Chandivali Studio, Andheri East,

Mumbai 400 072.

We have conducted the secretarial audit of compliance of applicable statutory provisions and the adherence to good corporate governance by **MEP INFRASTRUCTURE DEVELOPERS 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 and also the information provided by the Company, its officers, agents and other authorized representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2019, 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 books, papers, minute books, forms and returns filed and other records maintained by "the Company" for the financial year ended on 31<sup>st</sup> March, 2019 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. The Depositories Act, 2018, and the Regulations and Bye-laws framed thereunder;
5. 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;
6. 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) Regulation, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 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, 2009;
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable;
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable;
  - f) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; There are no events occurred during the period which attracts provisions of these regulations, hence not applicable;
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; There are no events occurred

during the period which attracts provisions of these regulations, hence not applicable;

As per information provided to us & the representations made by the Company and its officers for the systems and mechanism formed by the Company for the compliances under other applicable Acts, Laws & Regulations to the Company and there are no laws which specifically apply to the Company except for Indian Tolls Act, 1851.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) The Listing agreement entered by the Company with BSE Limited and NSE Limited and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of above-mentioned Acts, Rules, Regulations, Guidelines, Standards etc.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

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

**We further report that** during the audit period there have been no major actions or events undertaken by the Company which may have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, guidelines, standards, etc.

**Dinesh Joshi**

Designated Partner

KANJ & CO. LLP

Company Secretaries

FCS No. 3752 C P No.: 2246

Place: Pune

Date: May 23, 2019

To

**The Members,**

**MEP INFRASTRUCTURE DEVELOPERS LIMITED**

CIN: L45200MH2002PLC136779

A-412, Boomerang, Chandivali Farm Road,

Near Chandivali Studio, Andheri East,

Mumbai 400 072.

Our report of even date is to be read along with the 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 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. Whenever 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 procedures on test basis.
6. The Secretarial Audit report 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.

**Dinesh Joshi**

Designated Partner

KANJ & CO. LLP

Company Secretaries

FCS No. 3752 C P No.: 2246

Place: Pune

Date: May 23, 2019

# Annexure - C

## Form No. MGT-9

### EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31<sup>st</sup> March, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS

1.	CIN	L45200MH2002PLC136779
2.	Registration Date	08/08/2002
3.	Name of the Company	MEP Infrastructure Developers Limited
4.	Category/Sub-Category of the Company	Indian Non-Government Company (Company Limited by Shares)
5.	Address of the Registered office & contact details	A 412, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri (E), Mumbai-400072 Tel: 91 22 61204800 Fax: 91 22 61204804 E-mail: investorrelations@mepinfra.com
6.	Whether listed company Yes/No	Yes
7.	Name, Address and Contact details of the Registrar and Transfer Agent, if any.	Link Intime India Private Limited C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400083 Tel: 91 22 49186270 Fax: 91 22 49186060 E-mail: rnt.helpdesk@linkintime.co.in

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

Sr. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1.	Construction and maintenance of roads, highways and bridges	42101	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	MEP Infrastructure Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45203MH2010PTC199329	Subsidiary	99.99%	Section 2(87)
2.	Raima Ventures Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2010PTC199383	Subsidiary	100%	Section 2(87)
3.	Rideema Toll Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U74999MH2004PTC150238	Subsidiary	100%	Section 2(87)

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
4.	#Baramati Tollways Private Limited 409, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45203MH2010PTC203853	Subsidiary	99.99%	Section 2(87)
5.	Rideema Toll Bridge Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2012PTC237427	Subsidiary	100%	Section 2(87)
6.	MEP Nagzari Toll Road Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45203MH2012PTC237785	Subsidiary	100%	Section 2(87)
7.	MEP IRDP Solapur Toll Road Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45208MH2012PTC237854	Subsidiary	100%	Section 2(87)
8.	Raima Toll Road Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2012PTC237838	Subsidiary	100%	Section 2(87)
9.	MEP Hyderabad Bangalore Toll Road Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45203MH2012PTC238390	Subsidiary	99.99*%	Section 2(87)
10.	MEP Chennai Bypass Toll Road Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2013PTC239203	Subsidiary	100%	Section 2(87)
11.	MEP Highway Solutions Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45209MH2012PTC237871	Subsidiary	100%	Section 2(87)
12.	MEP RGSL Toll Bridge Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2012PTC237950	Subsidiary	100%	Section 2(87)
13.	Raima Toll Et Infrastructure Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2011PTC212222	Subsidiary	100%	Section 2(87)
14.	MEP Tormato Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45202MH2014PTC257802	Subsidiary	100%	Section 2(87)
15.	MEP Roads Et Bridges Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45201MH2014PTC256362	Subsidiary	100%	Section 2(87)
16.	Mhaskar Toll Road Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2014PTC259325	Subsidiary	100%	Section 2(87)

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
17.	MEP Infra Constructions Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45203MH2014PTC259333	Subsidiary	100%	Section 2(87)
18.	MEP Toll & Infrastructure Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2014PTC259366	Subsidiary	100%	Section 2(87)
19.	MEP Infraprojects Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45400MH2014PTC259616	Subsidiary	100%	Section 2(87)
20.	MEP Nagpur Ring Road 1 Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45309MH2016PTC281258	Subsidiary	74%	Section 2(87)
21.	MEP Sanjose Nagpur Ring Road 2 Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45309MH2016PTC281267	Subsidiary	74%	Section 2(87)
22.	MEP Sanjose Arawali Kante Road Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45309MH2016PTC281538	Subsidiary	74%	Section 2(87)
23.	MEP Sanjose Kante Waked Road Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45201MH2016PTC281169	Subsidiary	74%	Section 2(87)
24.	MEP Sanjose Talaja Mahuva Road Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45309MH2016PTC282605	Subsidiary	60%	Section 2(87)
25.	MEP Sanjose Mahuva Kagavadar Road Private Limited B1-406 (in B wing), 04 <sup>th</sup> Floor, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45401MH2016PTC283768	Subsidiary	60%	Section 2(87)
26.	MEP Foundation A-412, boomerang, Saki Naka, Andheri East, Taluka Kurla, Dist. Mumbai Suburban, Mumbai-400072	U74999MH2016NPL283345	Subsidiary	99.99%	Section 2(87)
27.	MEP Longjian VTR Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45500MH2018PTC308559	Subsidiary	51.00%	Section 2(87)
28.	MEP Longjian ACR Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45209MH2018PTC308689	Subsidiary	51.00%	Section 2(87)
29.	MEP Longjian CLR Private Limited B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45309MH2018PTC308690	Subsidiary	51.00%	Section 2(87)

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
30.	MEP Longjian Loha Waranga Road Private Limited B1-406, boomrang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U45309MH2018PTC308692	Subsidiary	51.00%	Section 2(87)
31.	@MEPIDL Enterprises LLC Emirate of Abu Dhabi	N.A.	Subsidiary	49.00%	Section 2(6)
32.	KVM Technology Solutions Private Limited 410, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri East, Mumbai-400 072	U74999MH2015PTC261383	Associate	33.00%	Section 2(6)

# Step-Down Subsidiary through Rideema Toll Private Limited (indirectly)

\*Also holding 20000000 (100%) 12% Non-Cumulative Redeemable Preference Shares.

@Subsidiary by control of composition of Board.

## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

### (i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 31-March-2018)				No. of Shares held at the end of the year (As on 31-March-2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	53649406	-	53649406	33.00	57064406	-	57064406	31.11	(1.89)
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	59940407	-	59940407	36.87	62508174	-	62508174	34.07	(2.80)
e) Banks/Financial Institutions	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1)</b>	<b>113589813</b>	<b>-</b>	<b>113589813</b>	<b>69.87</b>	<b>119572580</b>	<b>-</b>	<b>119572580</b>	<b>65.18</b>	<b>(4.69)</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (A)</b>	<b>113589813</b>	<b>-</b>	<b>113589813</b>	<b>69.87</b>	<b>119572580</b>	<b>-</b>	<b>119572580</b>	<b>65.18</b>	<b>(4.69)</b>
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	14033486	-	14033486	8.63	13615944	-	13615944	7.42	(1.21)
b) Banks/Financial Institutions	180883	-	180883	0.11	490084	-	490084	0.27	0.16
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Government(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	1362135	-	1362135	0.84	15410612	-	15410612	8.40	7.56
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)</b>	<b>15576504</b>	<b>-</b>	<b>15576504</b>	<b>9.58</b>	<b>29516640</b>	<b>-</b>	<b>29516640</b>	<b>16.09</b>	<b>6.51</b>



Category of Shareholders	No. of Shares held at the beginning of the year (As on 31-March-2018)				No. of Shares held at the end of the year (As on 31-March-2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Non-Institutions</b>									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	8584264	-	8584264	5.28	8701346	-	8701346	4.74	(0.54)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 2 Lakhs	8868810	30	8868840	5.46	8877947	30	8877977	4.84	(0.62)
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 Lakhs	7287503	-	7287503	4.48	9738736	-	9738736	5.31	0.83
c) NBFCs registered with RBI	-	-	-	-	202874	-	202874	0.11	0.11
Trusts	-	-	-	-	-	-	-	-	-
HUF	561215	-	561215	0.35	504095	-	504095	0.27	(0.07)
NRI (Non Repatriation)	56689	-	56689	0.03	113048	-	113048	0.06	0.03
NRI (Repatriation)	1584829	-	1584829	0.97	1724655	-	1724655	0.94	(0.03)
Other Directors	2973143	-	2973143	1.83	2973143	-	2973143	1.62	(0.21)
Clearing Members	3486391	-	3486391	2.14	1520957	-	1520957	0.83	(1.32)
<b>Sub-total (B)(2)</b>	<b>33402844</b>	<b>30</b>	<b>33402874</b>	<b>20.55</b>	<b>34356801</b>	<b>30</b>	<b>34356831</b>	<b>18.73</b>	<b>(1.82)</b>
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>48979348</b>	<b>30</b>	<b>48979378</b>	<b>30.13</b>	<b>63873441</b>	<b>30</b>	<b>63873471</b>	<b>34.82</b>	<b>4.69</b>
<b>C. Shares held by Custodian for GDRs Et ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>162569161</b>	<b>30</b>	<b>162569191</b>	<b>100.00</b>	<b>183446021</b>	<b>30</b>	<b>183446051</b>	<b>100.00</b>	<b>-</b>

The percentage change in holding is due to the QIP allotment of 20876860 Equity Shares on 4<sup>th</sup> April, 2018.

**(ii) Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company <sup>(3)</sup>	% of Shares Pledged/ encumbered to total shares	
1.	Dattatray P. Mhaikar <sup>(1)</sup>	11448589	7.04	-	1025000	0.56	-	(6.48)
2.	Jayant D. Mhaikar <sup>(2)</sup>	14258546	8.77	8.69	14358546	7.83	7.51	(0.94)
3.	Ideal Toll Et Infrastructure Private Limited	29940407	18.42	-	29940407	16.32	2.18	(2.10)

(1) Including 10220189 Equity Shares held jointly with Mrs. Sudha D. Mhaikar. Mr. Dattatray P. Mhaikar passed away on 3<sup>rd</sup> January, 2018 accordingly during the year 10423589 Equity Shares were transmitted to Mrs. Sudha D. Mhaikar. (wife of Late Mr. Dattatray P. Mhaikar).

(2) \*\*Including 11227920 Equity Shares held jointly with Mrs. Anuya J. Mhaikar.

(3) The percentage change in holding is due to the QIP allotment of 20876860 Equity Shares on 4<sup>th</sup> April, 2018.

### (iii) Change in Promoters' Shareholding

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Date wise Increase/ (Decrease) in Shareholding during the year		Reason for Increase/ (decrease) in shareholding (e.g. allotment/ transfer/bonus/ sweat equity etc.)	At the End of the year (or on the date of separation, if separated during the year)	Cumulative Shareholding during the year	
		No. of shares	% of total shares	Date	Increase/ (Decrease)			No. of shares	% of total shares <sup>(3)</sup>
1.	Dattatray P. Mhaiskar <sup>(1)</sup>	11448589	7.04	25.07.2018	(1670000)	Transmission	1025000	9778589	5.33
				06.10.2018	(8753589)			1025000	0.56
2.	Jayant D. Mhaiskar <sup>(2)</sup>	14258546	8.77	10.12.2018	100000	Purchase	14358546	14358546	7.83
3.	Ideal Toll & Infrastructure Private Limited	29940407	18.42	–	–		29940407	29940407	16.32

(1) Including 10220189 Equity Shares held jointly with Mrs. Sudha D. Mhaiskar. Mr. Dattatray P. Mhaiskar passed away on 3<sup>rd</sup> January, 2018 accordingly during the year 10423589 Equity Shares were transmitted to Mrs. Sudha D. Mhaiskar (wife of Late Mr. Dattatray P. Mhaiskar).

(2) Including 11227920 Equity Shares held jointly with Mrs. Anuya J. Mhaiskar.

(3) The percentage change in holding is due to the QIP allotment of 20876860 Equity Shares on 4<sup>th</sup> April, 2018.

### (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Date wise Increase/ (Decrease) in Shareholding during the year		Reason for Increase/ (decrease) in Share holding (e.g. allotment/ transfer/bonus/ sweat equity etc.)	At the End of the year (or on the date of separation, if separated during the year)	Cumulative Shareholding during the year	
		No. of shares	% of total shares	Date	Increase/ (Decrease)			No. of shares	% of total shares <sup>(1)</sup>
1	HDFC Trustee Company Limited	14033486	8.63	06.07.2018	(131300)	Sale	13615944	13902186	7.58
				03.08.2018	(183042)	Sale		13719144	7.48
				10.08.2018	(103200)	Sale		13615944	7.42
2	GMO Emerging Domestic Opportunities Fund, a series of GMO Trust	–	–	06.04.2018	4401708	Purchase	3640455	4401708	2.40
				30.06.2018	(281680)	Sale		4120028	2.25
				20.07.2018	(298105)	Sale		3821923	2.08
				01.02.2019	(11617)	Sale		3810306	2.08
				01.03.2019	(169851)	Sale		3640455	1.98
3	ELM Park Fund Limited	–	–	06.04.2018	5000000	Purchase	3230000	5000000	2.73
				27.07.2018	(300000)	Sale		4700000	2.56
				03.08.2018	(270000)	Sale		4430000	2.41
				07.09.2018	(1000000)	Sale		3430000	1.87
				21.09.2018	(200000)	Sale		3230000	1.76
4	Geeta Manekshana	2950000	1.81				2950000	2950000	1.61
5	Elara India Opportunities Fund Limited	250000	0.15	06.04.2018	2000000	Purchase	2000000	2250000	1.23
				07.09.2018	(250000)	Sale		2000000	1.09
6	Polus Global Fund	–		06.04.2018	2000000	Purchase	2000000	2000000	1.09

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Date wise Increase/ (Decrease) in Shareholding during the year		Reason for Increase/ (decrease) in Share holding (e.g. allotment/ transfer/bonus/ sweat equity etc.)	At the End of the year (or on the date of separation, if separated during the year)	Cumulative Shareholding during the year	
		No. of shares	% of total shares	Date	Increase/ (Decrease)			No. of shares	% of total shares <sup>(1)</sup>
7	Ashika Stock Broking Ltd.	2026445	1.25	06.04.2018	(747130)	Sale	1235731	1279315	0.70
				13.04.2018	(449049)	Sale		830266	0.45
				20.04.2018	(27)	Sale		830239	0.45
				27.04.2018	306825	Purchase		1137064	0.62
				04.05.2018	(165501)	Sale		971563	0.53
				11.05.2018	928078	Purchase		1899641	1.04
				18.05.2018	(1106053)	Sale		793588	0.43
				25.05.2018	(268355)	Sale		525233	0.29
				01.06.2018	288049	Purchase		813282	0.44
				08.06.2018	(802500)	Sale		10782	0.01
				15.06.2018	137	Purchase		10919	0.01
				22.06.2018	(1732)	Sale		9187	0.01
				30.06.2018	(700)	Sale		8487	0.00
				06.07.2018	(1322)	Sale		7165	0.00
				13.07.2018	(31)	Sale		7134	0.00
				20.07.2018	66842	Purchase		73976	0.04
				27.07.2018	155708	Purchase		229684	0.13
				03.08.2018	292150	Purchase		521834	0.28
				10.08.2018	(7360)	Sale		514474	0.28
				17.08.2018	6000	Purchase		520474	0.28
				24.08.2018	(3460)	Sale		517014	0.28
				31.08.2018	(470)	Sale		516544	0.28
				07.09.2018	330011	Purchase		846555	0.46
				14.09.2018	(329361)	Sale		517194	0.28
				21.09.2018	940	Purchase		518134	0.28
				30.09.2018	(1980)	Sale		516154	0.28
				05.10.2018	6739	Purchase		522893	0.29
				12.10.2018	(300)	Sale		522593	0.28
				19.10.2018	300	Purchase		522893	0.29
				26.10.2018	136350	Purchase		659243	0.36
				02.11.2018	1996	Purchase		661239	0.36
				09.11.2018	(31557)	Sale		629682	0.34
				16.11.2018	(3444)	Sale		626238	0.34
				23.11.2018	865	Purchase		627103	0.34
				30.11.2018	2454	Purchase		629557	0.34
				07.12.2018	(320247)	Sale		309310	0.17
				14.12.2018	(400)	Sale		308910	0.17
				21.12.2018	700	Purchase		309610	0.17
				28.12.2018	100	Purchase		309710	0.17
				31.12.2018	100	Purchase		309810	0.17
04.01.2019	(400)	Sale	309410	0.17					
11.01.2019	(10)	Sale	309400	0.17					
18.01.2019	(425)	Sale	308975	0.17					
25.01.2019	539794	Purchase	848769	0.46					
01.02.2019	19150	Purchase	867919	0.47					
08.02.2019	31550	Purchase	899469	0.49					
15.02.2019	(80950)	Sale	818519	0.45					
22.02.2019	(7868)	Sale	810651	0.44					
01.03.2019	927680	Purchase	1738331	0.95					
08.03.2019	(25734)	Sale	1712597	0.93					
15.03.2019	(11221)	Sale	1701376	0.93					
22.03.2019	1900	Purchase	1703276	0.93					
29.03.2019	92587	Purchase	1795863	0.98					
30.03.2019	(560132)	Sale	1235731	0.67					

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Date wise Increase/ (Decrease) in Shareholding during the year		Reason for Increase/ (decrease) in Share holding (e.g. allotment/ transfer/bonus/ sweat equity etc.)	At the End of the year (or on the date of separation, if separated during the year)	Cumulative Shareholding during the year	
		No. of shares	% of total shares	Date	Increase/ (Decrease)			No. of shares	% of total shares <sup>(1)</sup>
8	Sohil Chand	1463545	0.90				1463545	1463545	0.80
9	Chetan Dilip Pradhan	13386	0.01	27.04.2018	(539)	Sale	1206403	12847	0.01
				18.05.2018	(12847)	Sale		-	-
				01.06.2018	300000	Purchase		300000	0.16
				08.06.2018	(300000)	Sale		-	-
				30.06.2018	162195	Purchase		162195	0.09
				06.07.2018	(162195)	Sale		-	-
				27.07.2018	104480	Purchase		104480	0.06
				03.08.2018	(104480)	Sale		-	-
				07.12.2018	214000	Purchase		214000	0.12
				14.12.2018	(214000)	Sale		-	-
				04.01.2019	1697404	Purchase		1697404	0.93
				25.01.2019	(521001)	Sale		1176403	0.64
				15.02.2019	30000	Purchase	1206403	0.66	
10	Transatlantic Arbitrage Fund Ltd.	-	-	06.04.2018	1292300	Purchase	1191602	1292300	0.70
				06.07.2018	(100698)	Sale		1191602	0.65

(1) The percentage change in holding is due to the QIP allotment of 20876860 Equity Shares on 4<sup>th</sup> April, 2018.

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sr. No	Name of the Shareholder	Shareholding at the beginning of the year		Date wise Increase/ (Decrease) in Shareholding during the year		Reason for Increase/ (decrease) in Shareholding (e.g. allotment/ transfer/bonus/ sweat equity etc.)	At the End of the year (or on the date of separation, if separated during the year)	Cumulative Shareholding during the year	
		No. of shares	% of total shares	Date	Increase/ (Decrease)			No. of shares	% of total shares <sup>(3)</sup>
1.	Jayant D. Mhaikar <sup>(1)</sup>	14258546	8.77	10.12.2018	100000	Purchase	14358546	14358546	7.83
2.	Murzash Manekshana	23143	0.01				23143	23143	0.01
3.	Anuya J. Mhaikar	12372252	7.61	03.09.2018	200000	Purchase	14655252	12572252	6.85
				19.09.2018	415000	Purchase		12987252	7.08
				21.09.2018	170000	Purchase		13157252	7.17
				27.09.2018	200000	Purchase		13357252	7.28
				28.09.2018	268000	Purchase		13625252	7.43
				01.10.2018	100000	Purchase		13725252	7.48
				05.10.2018	200000	Purchase		13925252	7.59
				11.10.2018	25000	Purchase		13950252	7.60
				05.11.2018	95000	Purchase		14045252	7.66
				06.11.2018	80000	Purchase		14125252	7.70
				15.11.2018	150000	Purchase		14275252	7.78
				21.11.2018	130000	Purchase		14405252	7.85
				29.11.2018	215000	Purchase	14620252	7.97	
				30.11.2018	35000	Purchase	14655252	7.99	

Sr. No	Name of the Shareholder	Shareholding at the beginning of the year		Date wise Increase/ (Decrease) in Shareholding during the year		Reason for Increase/ (decrease) in Shareholding (e.g. allotment/ transfer/bonus/ sweat equity etc.)	At the End of the year (or on the date of separation, if separated during the year)	Cumulative Shareholding during the year	
		No. of shares	% of total shares	Date	Increase/ (Decrease)			No. of shares	% of total shares <sup>(3)</sup>
4.	Sudha D. Mhaiskar	14998591	9.23	25.07.2018	1670000	Transmission	26454180	16668591	9.09
				04.09.2018	1032000	Purchase		17700591	9.65
				06.10.2018	8753589	Transmission		26454180	14.42
5.	P. B. Dandawate	Nil	Nil				Nil		
6.	Subodh R. Garud <sup>(2)</sup>	NA	NA				9599	9599	0.01
7.	M. Sankaranarayanan	10	Negligible				10	10	Negligible
8.	Harshad Pusalkar	Nil	Nil	-	-	-	Nil	-	-

(1) Including 11227920 Equity Shares held jointly with Mrs. Anuya J. Mhaiskar.

(2) Mr. Subodh Garud was appointed w.e.f 14/02/2019 as CEO (Toll Operations).

(3) The percentage change in holding is due to the QIP allotment of 20876860 Equity Shares on 4<sup>th</sup> April, 2018.

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(₹ in Lakhs)

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	36,293.12	-	-	36,293.12
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	275.29	-	-	275.29
<b>Total (i+ii+iii)</b>	<b>36,568.41</b>	<b>-</b>	<b>-</b>	<b>36,568.41</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	17,011.37	-	-	17,011.37
• Reduction	(13,264.07)	-	-	(13,264.07)
<b>Net Change</b>	<b>3,747.31</b>	<b>-</b>	<b>-</b>	<b>3,747.31</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	39,946.75	-	-	39,946.75
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	368.97	-	-	368.97
<b>Total (i+ii+iii)</b>	<b>40,315.72</b>	<b>-</b>	<b>-</b>	<b>40,315.72</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Jayant D. Mhaiskar Managing Director	Murzash Manekshana Deputy Managing Director	
1.	Gross salary	180.00	300.00	480.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, please specify	-	-	-
	<b>Total (A)</b>	<b>180.00</b>	<b>300.00</b>	<b>480.00</b>
	<b>Ceiling as per the Act</b>	The remuneration paid has been duly approved by Special Resolution(s) by the Shareholders at the Annual General Meeting(s) of the Company and is within the limits as per Schedule V of the Companies Act, 2013.		

### B. REMUNERATION TO OTHER DIRECTORS:

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of the Directors				Total Amount
		Deepak Chitnis	Khimji Pandav	Vijay Agarwal	Mira Mehrishi	
<b>1.</b>	<b>Independent Directors</b>					
	(a) Fee for attending Board/Committee Meetings	2.15	2.20	1.90	1.15	7.40
	(b) Commission	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	<b>2.15</b>	<b>2.20</b>	<b>1.90</b>	<b>1.15</b>	<b>7.40</b>
<b>2.</b>	<b>Other Non-Executive Directors</b>					
	(a) Fee for attending Board/Committee Meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (B)=(1+2)</b>	<b>2.15</b>	<b>2.20</b>	<b>1.90</b>	<b>1.15</b>	<b>7.40</b>
	<b>Total Managerial Remuneration (A+B)*</b>					<b>480.00</b>
	<b>Overall Ceiling as per the Act</b>					<b>700.96</b>

\* Excluding fee for attending Board/Committee Meetings.

## C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD:

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	P. B. Dandawate CEO-Roads & Infrastructure	Subodh Garud CEO-Toll Operations	M. Sankaranarayanan CFO	Harshad Pusalkar Company Secretary	Total Amount
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	240.00	10.70	80.76	19.76	351.22
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	7.50	-	3.03	0.72	11.25
2.	Stock Option	-	-		-	-
3.	Sweat Equity	-	-		-	-
4.	Commission - as % of profit - others, specify...	-	-		-	-
5.	Others, please specify	-	-		-	-
	<b>Total</b>	<b>247.50</b>	<b>10.70</b>	<b>83.79</b>	<b>20.48</b>	<b>362.47</b>

## VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended 31<sup>st</sup> March, 2019.

## Annexure - D

### Information relating to remuneration of Directors/Key Managerial Personnel as required under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Remuneration of each Director and Key Managerial Personnel (KMP) along with particulars of increase in remuneration during the financial year, ratio of remuneration of Directors to the median remuneration of employees:

Name of Director/Key Managerial Personnel	Remuneration (₹ in Lakhs)	% Increase in Remuneration	Ratio of Director's Remuneration to Median Remuneration
<b>NON-EXECUTIVE DIRECTOR</b>			
Mrs. Anuya J. Mhaiskar	Nil	N.A.	N.A.
Mrs. Sudha D. Mhaiskar	Nil	N.A.	N.A.
Mr. Deepak Chitnis	2.15	N.A.	1.14
Mr. Khimji Pandav	2.20	N.A.	1.17
Mr. Vijay Agarwal	1.90	N.A.	1.01
Mrs. Mira Mehrishi	1.15	N.A.	0.61
<b>EXECUTIVE DIRECTOR</b>			
Mr. Jayant D. Mhaiskar	180.00	50.00	95.68
Mr. Murzash Manekshana	300.00	NIL	159.46
<b>KEY MANAGERIAL PERSONNEL</b>			
Mr. P. B. Dandawate	247.50	N.A.#	N.A.
Mr. Subodh Garud	10.70	N.A.#	N.A.
Mr. Harshad Pusalkar	20.48	N.A.#	N.A.
Mr. M. Sankaranarayanan	83.79	24.00	N.A.

Note: Non-Executive Directors remuneration represents only sitting fees.

# Percentage increase in remuneration is not comparable as the remuneration to the KMP's are paid for part of the year.

The median remuneration has been worked out on the basis of CTC of the employees who were on the payroll for the entire financial year.

The Requirement and Disclosure are given below:

REQUIREMENT	DISCLOSURE
The percentage increase in the median remuneration of employees in the financial year.	: The percentage increase in the median remuneration of employees in the financial year is not comparable owing to the inter-company transfers of considerable number of employees for operational activities.
The number of permanent employees on the rolls of the Company.	: 1736 employees as at 31 <sup>st</sup> March, 2019.
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 percentage increase in the salaries of employees other than the managerial personnel was 8.48%. The increments given to employees are based on their potential, performance and contribution, which is benchmarked against applicable Industry norms. The comparison of the percentile increase made in the salaries of employees with the percentile increase in the managerial remuneration is not comparable owing to change in role/designation during the part of the financial year.
Affirmation that the remuneration is as per the remuneration policy of the Company.	: It is affirmed that the remuneration paid is as per the Remuneration Policy applicable for Directors, Key Managerial Personnel and other employees, adopted by the Company.



## Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

## Part "A": Subsidiaries

Sr. No.	Name of the Subsidiaries	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiary	Share capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turn-over (Revenue from Operations + Other Income)	Profit/ (Loss) before taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed Dividend	% of share-holding
1.	MEP Infrastructure Private Limited	-	-	37,428.00	(22,177.79)	234,835.59	219,585.38	-	55,648.26	4,958.69	1,508.91	3,449.78	-	99.99%
2.	Raima Ventures Private Limited	-	-	1,150.00	(343.74)	1,181.67	375.41	-	-	(84.01)	-	(84.01)	-	100.00%
3.	Rideema Toll Private Limited	-	-	2,500.00	(3,210.42)	7,212.70	7,923.12	4,699.01	84.45	82.46	-	82.46	-	100.00%
4.	Baramati Tollways Private Limited	-	-	4,474.50	(2,763.71)	7,486.66	5,775.87	-	1,048.86	(20.40)	-	(20.40)	-	99.99%
5.	Rideema Toll Bridge Private Limited	-	-	1,268.00	(1,080.69)	4,666.10	4,478.79	2,090.00	10,544.10	1,370.02	(286.20)	1,083.82	-	100.00%
6.	MEP Nagzari Toll Road Private Limited	-	-	64.00	(597.01)	396.03	929.04	0.50	0.18	(1.02)	-	(1.02)	-	100.00%
7.	MEP IRDP Solapur Toll Road Private Limited	-	-	82.00	(130.54)	475.39	523.93	0.02	0.17	(74.72)	-	(74.72)	-	100.00%
8.	Raima Toll Road Private Limited	-	-	1,846.50	419.84	4,590.15	2,323.81	-	106.43	(66.66)	-	(66.66)	-	100.00%
9.	MEP Hyderabad Bangalore Toll Road Private Limited	-	-	3,507.50	(15,598.83)	51,239.80	63,331.13	-	23,385.22	1,736.31	433.39	1,302.93	-	99.99%
10.	MEP Chennai Bypass Toll Road Private Limited	-	-	516.00	(10,423.14)	1,350.44	11,257.58	-	-	(252.68)	-	(252.68)	-	100.00%
11.	MEP Highway Solutions Private Limited	-	-	918.50	691.97	20,935.19	19,324.72	-	999.68	11.61	(1.34)	10.27	-	100.00%
12.	MEP RGSL Toll Bridge Private Limited	-	-	4,388.00	(256.91)	36,506.37	32,375.28	48.57	15,180.03	(991.31)	(56.02)	(935.29)	-	100.00%
13.	Raima Toll & Infrastructure Private Limited	-	-	700.00	1,083.21	11,000.59	9,217.38	5.00	4.33	(17.33)	-	(17.33)	-	100.00%
14.	MEP Tormato Private Limited	-	-	1,300.00	(866.15)	8658.01	8224.16	-	1,225.20	(179.08)	-	(179.08)	-	100.00%
15.	MEP Roads & Bridges Private Limited	-	-	1.00	189.13	190.32	0.19	8.53	1.09	0.10	-	0.10	-	100.00%
16.	Mhaiskar Toll Road Private Limited	-	-	1.00	(1.98)	0.75	1.73	-	-	(0.75)	-	(0.75)	-	100.00%
17.	MEP Infra Constructions Private Limited	-	-	1.00	(2.18)	0.74	1.92	-	-	(0.91)	-	(0.91)	-	100.00%
18.	MEP Toll & Infrastructure Private Limited	-	-	1.00	(2.08)	0.61	1.69	-	-	(0.82)	-	(0.82)	-	100.00%
19.	MEP Infraprojects Private Limited	-	-	1.00	(2,099.92)	5,327.37	7,426.29	8.25	2,965.68	(1,994.22)	(13.36)	(1,980.86)	-	100.00%
20.	MEP Foundation	-	-	1.00	(0.60)	0.81	0.41	-	34.73	0.33	-	0.33	-	99.90%
21.	MEP Longjian ACR Private Limited	-	-	1.00	2,564.65	2,641.87	76.22	-	2.41	(16.94)	-	(16.94)	-	51%
22.	MEP Longjian CLR Private Limited	-	-	1.00	3,070.90	3,121.33	49.43	-	2.85	(19.16)	-	(19.16)	-	51%
23.	MEP Longjian Loha Waranga Road Private Limited	-	-	1.00	3,234.95	3,303.33	67.38	-	3.05	(8.91)	-	(8.91)	-	51%
24.	MEP Longjian VTR Private Limited	-	-	1.00	5341.28	11,358.25	6,015.98	-	14.04	(14.47)	-	(14.47)	-	51%
25.	MEPIDL Enterprises LLC*	22 <sup>nd</sup> March, 2018 to 31 <sup>st</sup> March, 2019	AED 18.8699	26.47	(4.16)	22.31	-	-	-	(4.54)	-	(4.54)	-	49%

\* Subsidiary by control of composition of Board

**Part "B": Associates and Joint Ventures**

Sr. No.	Name of Associates/Joint Ventures	KVM Technology Solutions Private Limited	SMYR Consortium LLP*	MEP Nagpur Ring Road 1 Pvt. Ltd.	MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	MEP Sanjose Arawali Kante Road Pvt. Ltd.	MEP Sanjose Kante Waked Road Pvt. Ltd.	MEP Sanjose Talaja Mahuva Road Pvt. Ltd.	MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd.	(₹ in Lakhs)
										31 <sup>st</sup> March, 2019
1	Latest audited Balance Sheet Date	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March 2019*	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2019	
2	Shares of Associate/Joint Ventures held by the Company on the year end									
	- No.	3300		5,17,19,261	4,98,15,061	3,49,52,400	4,78,88,170	3,63,56,000	3,37,56,000	
	- Amount of Investment in Associates/Joint Venture	₹ 0.33	₹ 5.00	₹ 5,171.93	₹ 4,981.51	₹ 3,495.24	₹ 4,788.82	₹ 3,635.60	₹ 3,375.60	
	- Extend of Holding %	33%	25%	74%	74%	74%	74%	60%	60%	
3	Description of how there is significant influence	To the extent of its holding	To the extent of its holding	To the extent of its holding	To the extent of its holding	To the extent of its holding	To the extent of its holding	To the extent of its holding	To the extent of its holding	
		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
4	Reason why the associate/joint venture is not Consolidated									
5	Net worth attributable to Shareholding as per latest audited Balance Sheet	₹ (283.52)	₹ 2.39	₹ 9,368.66	₹ 9,619.28	₹ 5,054.26	₹ 6,307.26	₹ 9,515.62	₹ 7,142.34	
6	Profit/(Loss) for the year									
	i. Considered in Consolidation	-	Nil	₹ 681.16	₹ 839.33	₹ 96.04	₹ (272.53)	₹ 476.78	₹ 29.97	
	ii. Not Considered in Consolidation	7.09	-	-	-	-	-	-	-	

\* The Company had considered Management Certified Accounts of SMYR Consortium LLP in the Consolidated Financial Results.

By and on behalf of the Board of Directors of  
**MEP INFRASTRUCTURE DEVELOPERS LIMITED**  
 (CIN: L45200MH2002PLC136799)

**JAYANT D. MHAIKSAR**  
 MANAGING DIRECTOR  
 DIN: 00716351

**ANUYA J. MHAISKAR**  
 DIRECTOR  
 DIN: 00707650

**M. SANKARANARAYANAN**  
 CHIEF FINANCIAL OFFICER

**HARSHAD PUSALKAR**  
 COMPANY SECRETARY

Place: Mumbai

Date: May 23, 2019

## Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188
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Not Applicable

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any
1	MEP Longjian VTR Private Limited (Subsidiary of the Company)	EPC Contract dated 26 <sup>th</sup> September, 2018	On going	To execute construction work as per terms of EPC Contract equal to sum of ₹ 1058.77 Crores	13 <sup>th</sup> August, 2018	Nil
2	MEP Longjian ACR Private Limited (Subsidiary of the Company)	EPC Contract dated 26 <sup>th</sup> September, 2018	On going	To execute construction work as per terms of EPC Contract equal to sum of ₹ 765.00 Crores	13 <sup>th</sup> August, 2018	Nil
3	MEP Longjian CLR Private Limited (Subsidiary of the Company)	EPC Contract dated 26 <sup>th</sup> September, 2018	On going	To execute construction work as per terms of EPC Contract equal to sum of ₹ 901.96 Crores	13 <sup>th</sup> August, 2018	Nil
4	MEP Longjian Loha Waranga Road Private Limited (Subsidiary of the Company)	EPC Contract dated 24 <sup>th</sup> August, 2018	On going	To execute construction work as per terms of EPC Contract equal to sum of ₹ 968.00 Crores	13 <sup>th</sup> August, 2018	Nil

By and on behalf of the Board of Directors  
For MEP Infrastructure Developers Limited

Jayant D. Mhaiskar  
Chairman & Managing Director  
DIN: 00716351

Place: Mumbai  
Date: May 23, 2019

# Report on Corporate Governance

Your Directors' present the Company's report on Corporate Governance for the year ended 31<sup>st</sup> March, 2019, in terms of Regulation 34(3) read with Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('SEBI (LODR) Regulations, 2015').

## 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the Organization. Good Corporate Governance leads to long-term shareholder value and enhances interests of all stakeholders.

Your Company's philosophy on Corporate Governance is guided by strong emphasis on transparency, accountability, responsibility,

fairness, integrity, consistent value systems and delegation across all facets of its operations leading to sharply focused and operationally efficient growth.

The Board of Directors fully support and endorse Corporate Governance practices as enunciated in the SEBI (LODR) Regulations, 2015 as applicable from time to time.

## 2. BOARD OF DIRECTORS

### Composition, meetings and attendance during the year:

The Company has an optimum combination of Executive, Non-Executive and Independent Directors. The composition of your Company's Board which comprises of 8 (Eight) Directors is in conformity with the Companies Act, 2013 and also Regulation 17 of the SEBI (LODR) Regulations, 2015.

During the year under review, 4 (Four) Board Meetings were held on 23<sup>rd</sup> May, 2018, 13<sup>th</sup> August, 2018, 1<sup>st</sup> November, 2018 and 14<sup>th</sup> February, 2019. Directors' attendance record for the said meetings and other details are as given below:

Name and Designation of Director	DIN	Category	No. of Board Meetings Attended	No. of Directorships held in other Companies #	No. of Board Committees of other Listed Companies in which Director is Chairman(C)/Member(M)		Attendance at last AGM	Name of the Listed entity & Category of Directorship in that entity
					C	M@		
Mr. Jayant D. Mhaikar Chairman & Managing Director	00716351	Promoter & ED	4	8	—	—	Yes	—
Mrs. Sudha D. Mhaikar <sup>1</sup> Director	00707501	NED	4	7	—	—	Yes	—
Mrs. Anuya J. Mhaikar Director	00707650	NED	4	11	—	—	Yes	—
Mr. Murzash Manekshana Deputy Managing Director	00207311	ED	4	2	—	1	Yes	1) Dalal Street Investments Limited (NED)
Mr. Deepak Chitnis Independent Director	01077724	NED (I)	3	8	—	—	Yes	—
Mr. Khimji Pandav Independent Director	01070944	NED (I)	4	10	—	2	Yes	1) A. K. Capital Services Limited NED (I) 2) A. K. Capital Finance Limited NED (I)
Mr. Vijay Agarwal Independent Director	00058548	NED (I)	4	12	1	4	Yes	1) Themis Medicare Limited NED (I) 2) Gujarat Themis Biosyn Limited NED (I) 3) Compauge Infocom Limited NED (I)
Mrs. Mira Mehrishi Independent Director	00282074	NED (I)	3	2	—	—	No	—

1. Mrs. Sudha D. Mhaikar has been confirmed as a Non-Executive Director on 2<sup>nd</sup> August, 2018.

### Note:

- (i) ED – Executive Director/NED (I) – Non-Executive Director (Independent)/NED – Non-Executive Director.
- (ii) # Includes Directorship in Private Limited Companies and Companies under Section 8 of the Companies Act, 2013.
- (iii) Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders' Relationship Committee in Listed Companies other than MEP Infrastructure Developers Limited.
- (iv) @ Member includes Chairman.
- (v) As on 31<sup>st</sup> March, 2019, Mr. Jayant Dattatray Mhaikar, Mrs. Sudha Dattatray Mhaikar and Mrs. Anuya Jayant Mhaikar are related to each other. No other Directors are related inter se.
- (vi) No Independent Director resigned during the F.Y. 2018-19.

**Shareholding of Non-Executive Directors**

Name of Director	No. of Shares held	% of total share capital
Mrs. Sudha D. Mhaiskar	26454180	14.42
Mrs. Anuya J. Mhaiskar	14655252	7.99

Further, on an on-going basis, as a part of agenda of Board/Committee Meetings, presentations are regularly made to the Board including the Independent Directors on various matters *inter-alia* covering the Company's and its Subsidiaries/Associates businesses and operations, industry and regulatory updates, strategy, finance, risk management framework, role, rights, responsibilities of Independent Directors under various statutes and other relevant matters. In the opinion of the Board, the Independent Directors on the Board of the Company fulfill the conditions specified in the SEBI (LODR) Regulations, 2015 and are independent of the management. The details of the familiarization programme for Directors are available on the Company's website viz. [www.mepinfra.com](http://www.mepinfra.com)

**Core Skills/Expertise/Competencies of Board of Directors:**

The Board of Directors have identified the required list of core skills/expertise/competencies in the context of the Company's business as given below:

- Knowledge on Company's businesses (HAM, EPC, BOT, OMT and Toll Collection in India), policies and culture, major risks/threats and potential opportunities and knowledge of the industry in which the Company operates.
- Behavioral skills – attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.
- Business Strategy, Corporate Governance, Administration, Decision Making.
- Financial and Management skills.
- Technical/Professional skills and specialized knowledge in relation to Company's business.

The said skills are available with the Board Members.

**Compliance with the Code of Conduct**

The Company has adopted the "Code of Conduct for Business Ethics" (Code). This Code will be adhered to by the Senior Management of the Company and its Subsidiaries including Directors, Members of Management one level below the Directors and all functional heads. The Code is available on the website of the Company (web link: <https://www.mepinfra.com>).

A declaration signed by the Chairman & Managing Director, that the Board of Directors and Senior Management Personnel have affirmed compliance with the Code during the year 2018-19 is placed at the end of this report.

**Insider Trading Code**

As per SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of Conduct for Prevention of Insider Trading amended from time to time. All the Directors, employees and third parties such as auditors, consultants etc. who could have access to the unpublished price sensitive information of the Company are governed by this Code. The trading window is closed during the time of declaration of results and occurrence of any material events as per the Code. The Company Secretary is the Compliance Officer for monitoring adherence to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

**3. AUDIT COMMITTEE****Composition, meetings and attendance during the year:**

During the year under review, 4 (Four) Meetings of the Audit Committee were held on 23<sup>rd</sup> May, 2018, 13<sup>th</sup> August, 2018, 1<sup>st</sup> November, 2018 and 14<sup>th</sup> February, 2019.

The details of composition of the Committee and their attendance at the meetings are given below:

Name of Director	Designation	No. of meetings attended
Mr. Khimji Pandav	Chairman	4
Mr. Jayant D. Mhaiskar	Member	4
Mr. Vijay Agarwal	Member	4
Mr. Deepak Chitnis	Member	3

The meetings of the Audit Committee were also attended by Deputy Managing Director, Chief Financial Officer, Statutory and Internal Auditors as special invitees. The Company Secretary acts as a Secretary to the Audit Committee. Minutes of the Audit Committee are placed and discussed in the next meeting of the Board. Members of the Audit Committee have requisite expertise in the field of Finance and Management.

**Terms of reference:**

The scope and function of the Audit Committee is in accordance with Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II to the SEBI (LODR) Regulations, 2015 and its terms of reference include besides other terms as may be referred by the Board of Directors, from time to time. The Audit Committee has also powers *inter alia* to investigate any activity within its terms of reference and to seek information from any employee of the Company and also empowered to seek legal and professional advice.

## 4. NOMINATION AND REMUNERATION COMMITTEE

### Composition, meetings and attendance during the year:

During the year under review, 2 (Two) Meetings of the Nomination and Remuneration Committee was held on 23<sup>rd</sup> May, 2018 and 14<sup>th</sup> February, 2019.

The details of composition of the Committee and their attendance at the meetings are given below:

Name of Director	Designation	No. of meetings attended
Mr. Deepak Chitnis	Chairman	1
Mrs. Anuya J. Mhaskar	Member	2
Mr. Khimji Pandav	Member	2
Mrs. Mira Mehrishi	Member	2

The Company Secretary acts as a Secretary to the Nomination and Remuneration Committee. Minutes of the Nomination and Remuneration Committee are placed and discussed in the next meeting of the Board.

### Terms of reference:

The terms of reference of this Committee, inter alia covers all the matters specified under the scope and function of the Nomination and Remuneration Committee and is in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II to the SEBI (LODR) Regulations, 2015 and which is as follows:

- Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identify persons who qualify to become Directors or who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance. Our Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report;
- Analysing, monitoring and reviewing various human resource and compensation matters;
- Determining our Company's policy on specific remuneration packages for Executive Directors including pension rights and any compensation payment, and determining remuneration packages of such Directors;

- Determine compensation levels payable to the senior management personnel and other staff (as deemed necessary), which shall be market-related, usually consisting of a fixed and variable component;
- Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;
- Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:
  - (i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; or
  - (ii) The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003; and
- Recommend to the board, all remuneration, in whatever form, payable to the senior management.
- Perform such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by such Committee.

### Performance evaluation criteria for Independent Directors:

At the meeting of the Nomination and Remuneration Committee held on 30<sup>th</sup> April, 2015, the Committee has fixed the following criteria for evaluation of performance of Independent Directors:

- (i) Role & Accountability
- (ii) Objectivity
- (iii) Leadership & Initiative
- (iv) Personal Attributes

The Non-Executive Independent Directors fulfil the conditions of Independence specified in Section 149 of the Companies Act, 2013. A format letter of appointment to Independent Director as provided in the Companies Act, 2013 has been issued and disclosed on website of the Company viz. [www.mepinfra.com](http://www.mepinfra.com).

### Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees. The same is found to be satisfactory.

At a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of Directors. The same was discussed at the Board Meeting that followed the meeting of the Independent Directors.

## 5. REMUNERATION OF DIRECTORS

### Policy for Remuneration to Directors/Key Managerial Personnel

- i. Remuneration to Managing Director/Whole-time Directors:
  - (a) The Remuneration/Commission etc. to be paid to Managing Director/Whole-time Director, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
  - (b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director/Whole-time Director.
- ii. Remuneration to Non-Executive/Independent Directors:
  - (a) The Non-Executive/Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of the Companies Act, 2013.
  - (b) All remuneration of the Non-Executive/Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or Shareholders, as the case may be.
  - (c) An Independent Director shall not be eligible to get Stock Options and shall also not be eligible to participate in any share based payment schemes of the Company.
  - (d) Any remuneration paid to Non-Executive/Independent Directors for services rendered which are of professional nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
    - The Services are rendered by such Director in his capacity as the professional; and
    - In the opinion of the Committee, the Director possesses the requisite qualification for the practice of that profession.
- iii. Remuneration to Key Managerial Personnel:
  - (a) The remuneration to Key Managerial Personnel shall consist of fixed pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
  - (b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time in accordance with the Company's Policy.

### Remuneration paid to Non-Executive Directors and Executive Directors

During the year under review, at the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 23<sup>rd</sup> May, 2018 revised the sitting fees to be paid to the Non-Executive Independent Directors from ₹ 15,000/- and ₹ 10,000/- to ₹ 35,000/- and ₹ 20,000/- for attending Board Meeting and Committee Meetings each time respectively.

The total remuneration paid to Independent Directors for the financial year ended 31<sup>st</sup> March, 2019 is as below:

Name	₹ in Lakhs
Mr. Deepak Chitnis	2.15
Mr. Khimji Pandav	2.20
Mr. Vijay Agarwal	1.90
Mrs. Mira Mehrishi	1.15
<b>Total</b>	<b>7.40</b>

No sitting fees is payable to Non-Executive Non-Independent Directors as they have waived their entitlement for the same.

The remuneration of Executive Directors for the year 2018-19 is as per the table below:

₹ in Lacs					
Name of Director	Salary, benefits, bonus	Stock Option	Pension	Total	Contract period
Mr. Jayant D. Mhaiskar	180.00	Nil	Nil	180.00	01.07.2014-30.06.2019
Mr. Murzash Manekshana	300.00	Nil	Nil	300.00	01.06.2017-31.05.2022

## 6. STAKEHOLDERS' RELATIONSHIP COMMITTEE

### Composition, meetings and attendance during the year:

During the year under review, 4 (Four) Meetings of the Stakeholders' Relationship Committee were held on 7<sup>th</sup> April, 2018, 7<sup>th</sup> July, 2018, 11<sup>th</sup> October, 2018 and 10<sup>th</sup> January, 2019.

The details of composition of the Committee and their attendance at the meetings are given below:

Name of Director	Designation	No. of meetings attended
Mrs. Anuya J. Mhaiskar	Chairperson	4
Mr. Jayant D. Mhaiskar	Member	4
Mr. Murzash Manekshana	Member	4
Mr. Deepak Chitnis	Member	NA

During the year under review, the Stakeholders' Relationship Committee was re-constituted at the Board Meeting held on 14<sup>th</sup> February, 2019. Mr. Deepak Chitnis was appointed as a Member of the Committee in compliance with the SEBI (LODR) Regulations, 2015.

Mr. Harshad Pusalkar, Company Secretary of the Company is the Compliance Officer. The number of shareholders' complaints received and resolved during the year 2018-19 is 1 (One) [Previous Year : Nil].

#### Terms of reference:

The scope and function of the Stakeholders' Relationship Committee is in accordance with Section 178 of the Companies Act, 2013 and Regulation 20 read with Part D of Schedule II to the SEBI (LODR) Regulations, 2015. This Committee is responsible for the redressal of shareholder grievances. The terms of reference of the Stakeholders' Relationship Committee of our Company include the following:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission

of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

## 7. GENERAL BODY MEETINGS

Details of the Annual General Meetings held during the preceding 3 (Three) years and Special Resolutions passed thereat are given below:

Financial Year	Venue	Date and Time	Details of Special Resolution Passed
2017-18	Megarugas, Plot No. 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Powai, Mumbai - 400 072	02/08/2018 at 11.30 a.m	<ul style="list-style-type: none"> <li>(i) Approval for Revision in Remuneration of Mr. Jayant D. Mhaskar (DIN:00716351), Managing Director of the Company.</li> <li>(ii) Approval for FII/FPIs/QFIs to invest in the equity of the Company upto 100% of paid-up equity share capital of the Company from the present allowed limit of 24% of paid up equity share capital of the Company.</li> <li>(iii) Approval for the borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.</li> <li>(iv) Approval for the Creation of Charges on the Assets of the Company under Section 180(1)(a) of the Companies Act, 2013.</li> </ul>
2016-17	Megarugas, Plot No. 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Powai, Mumbai - 400 072	27/07/2017 at 11.30 a.m.	<ul style="list-style-type: none"> <li>(i) Increase in Authorised Share Capital and Alteration of Capital Clause of the Memorandum of Association.</li> <li>(ii) Raising of funds upto ₹ 500 Crores by issue of Securities.</li> <li>(iii) Appointment of Mr. Murzash Manekshana as Deputy Managing Director of the Company.</li> <li>(iv) Approval for creation of Charges on the assets of the Company under Section 180(1)(c) of the Companies Act, 2013.</li> <li>(v) Approval for borrowing limits of the Company under Section 180(1)(a) of the Companies Act, 2013.</li> </ul>
2015-16	Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai- 400 018	04/08/2016 at 11.30 a.m.	None

During the year, no resolution has been passed through Postal Ballot.



## 8. MEANS OF COMMUNICATION

The Company recognizes the importance of two way communication with shareholders and of giving a proper reporting of results and progress and responds to questions/issues raised in a timely and consistent manner. Shareholders seeking information may contact the Company directly throughout the year. They also have an opportunity to ask questions in person at the Annual General Meeting.

- i. Website: Comprehensive information about the Company, and its business operations and investors information can be viewed at the Company website viz. [www.mepinfra.com](http://www.mepinfra.com).
- ii. Financial result: The quarterly, half-yearly and annual results are regularly posted by the Company on its website. These are also submitted to the Stock Exchanges in accordance with the SEBI (LODR) Regulations, 2015 and is generally published in one English daily newspaper viz. Financial Express and in one Marathi (Regional Language) newspaper viz. Loksatta, within 48 hours of approval thereof.
- iii. Annual Report: Annual Report containing *inter alia* Audited Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereof.
- iv. Corporate Filing: Announcements, Quarterly Results, Shareholding Pattern, Analyst Presentations, etc. of the Company is regularly filed by the Company with National Stock Exchange of India Limited and BSE Limited and is also available on the website of the Company.

## 9. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting	
- Day	Friday
- Date	6 <sup>th</sup> September, 2019
- Time	11:30 a.m.
- Venue	Megarugas, Plot No. 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Powai, Mumbai - 400 072
Financial year	1 <sup>st</sup> April, 2018 to 31 <sup>st</sup> March, 2019
Date of Book Closure	31 <sup>st</sup> August, 2019 to 6 <sup>th</sup> September, 2019 (both days inclusive)
Dividend Payment Date (subject to approval of shareholders)	By 5 <sup>th</sup> October, 2019
Financial Results Calendar:	
- First Quarter results by	14 <sup>th</sup> August, 2019
- Second Quarter results by	14 <sup>th</sup> November, 2019
- Third Quarter results by	14 <sup>th</sup> February, 2020
- Fourth Quarter results by	30 <sup>th</sup> May, 2020
Listing on Stock Exchanges	<b>National Stock Exchange of India Limited (NSE)</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra East, Mumbai-400 051  <b>BSE Limited (BSE)</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001
Stock Code	NSE - MEP BSE - 539126
Corporate Identification Number (CIN)	L45200MH2002PLC136779
ISIN for Equity Shares	INE776I01010

Note: Annual Listing Fees for the year 2019-20 has been paid to NSE and BSE.

### Stock Market Price Data:

The details of monthly high and low price of the Equity Shares of the Company and its comparison to broad based indices BSE Sensex and NSE Nifty for the year 2018-19 are as follows:

Month	BSE				NSE			
	MEP		SENSEX		MEP		NIFTY	
	High Price	Low Price	High	Low	High Price	Low Price	High	Low
Apr-18	83.70	74.50	35213.30	32972.56	84.00	76.00	10759.00	10111.30
May-18	84.25	65.55	35993.53	34302.89	84.10	66.65	10929.20	10417.80
Jun-18	86.15	64.35	35877.41	34784.68	86.70	64.50	10893.25	10550.90
Jul-18	68.00	53.50	37644.59	35106.57	68.70	53.20	11366.00	10604.65
Aug-18	63.05	50.80	38989.65	37128.99	63.30	50.45	11760.20	11234.95
Sep-18	52.50	43.00	38934.35	35985.63	53.00	42.75	11751.80	10850.30
Oct-18	49.00	39.80	36616.64	33291.58	48.90	39.70	11035.65	10004.55
Nov-18	43.55	37.20	36389.22	34303.38	43.70	37.00	10922.45	10341.90
Dec-18	48.70	38.30	36554.99	34426.29	48.75	38.20	10985.15	10333.85
Jan-19	49.80	37.40	36701.03	35375.51	50.00	37.40	10987.45	10583.65
Feb-19	39.05	35.50	37172.18	35287.16	39.25	35.60	11118.10	10585.65
Mar-19	45.30	37.20	38748.54	35926.94	45.50	37.10	11630.35	10817.00

Source: This information is compiled from the data available from the website of BSE and NSE.

### Registrars and Share Transfer Agent (RTA)

Link Intime India Private Limited

C 101, 247 Park, L B S Marg,

Vikhroli West, Mumbai 400 083

Tel.: 91 22 49186270 Fax: 91 22 49186060

Email: rnt.helpdesk@linkintime.co.in

Shareholders are advised to send all correspondence related to equity shares of the Company to the RTA. However, for the convenience of the shareholders documents relating to shares received by the Company are forwarded to the RTA for necessary action thereon.

### Share Transfer System

Presently, the Share Transfers which are received in physical form, if any, are processed by the Company and RTA and duly approved share certificates are returned within a period of 10 to 15 days from the date of lodgement, subject to the transfer instrument being valid and complete in all respects.

SEBI vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8<sup>th</sup> June, 2018, amended Regulation 40 of SEBI Listing Regulations pursuant to which after 1<sup>st</sup> April, 2019, transfer of securities can not be processed unless the securities are held in the dematerialized form with a depository.

### Reconciliation of Share Capital Audit

A Company Secretary in Practice carried out a Reconciliation of Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form (held with NSDL and CDSL).

### Shareholding as on 31<sup>st</sup> March, 2019

i. Distribution of shareholding as on 31<sup>st</sup> March, 2019

Shares Range From - To	No. of Shareholders	Percentage of Shareholders	No. of Shares	Percentage of Shares
1 - 500	13946	78.67	2280613	1.24
501 - 1000	1680	9.48	1410681	0.77
1001 - 2000	895	5.05	1410192	0.77
2001 - 3000	308	1.74	786766	0.43
3001 - 4000	173	0.98	623110	0.34
4001 - 5000	155	0.87	748022	0.41
5001 - 10000	222	1.25	1703202	0.93
10001 & above	348	1.96	174483465	95.11
<b>Total</b>	<b>17727</b>	<b>100.00</b>	<b>183446051</b>	<b>100.00</b>

ii. Category of Shareholding as on 31<sup>st</sup> March, 2019

Category	Number of Shares	Shareholding Percentage
Promoters*	119572580	65.18
Mutual Fund	13615944	7.42
Financial Institutions / Banks	490084	0.27
FII/NRI/NR	17248315	9.40
Other Bodies Corporate	8701346	4.74
Other	23817782	12.99
<b>Total</b>	<b>183446051</b>	<b>100.00</b>

\* includes Promoter Group

**Dematerialisation of shares**

As on 31<sup>st</sup> March, 2019, 183446021 shares were held in dematerialised mode under ISIN No. INE776I01010 and the balance 30 shares were held in physical mode.

**Subsidiary Company/Associate/Consortium**

The Company has 1 (One) material unlisted Private Limited Subsidiary Company and 30 (Thirty) other Subsidiaries (including 1 (One) Section 8 Company and 1 (One) Company by control of composition of Board) and also 1 (One) Associate Company.

The minutes of all the Subsidiaries of the Company are placed before the Board of Directors of the Company. The details of the policy for determining 'material subsidiaries' are posted on the website of the Company viz. www.mepinfra.com.

**Address for Correspondence**

A-412, boomerang, Chandivali Farm Road,  
Near Chandivali Studio,  
Andheri (E), Mumbai - 400072  
Tel.: 91 22 6120 4800 Fax: 91 22 6120 4804  
E-mail: investorrelations@mepinfra.com

**Credit Ratings Obtained by the Entity**

The Company has obtained the following credit ratings (including revised ratings during the year under review) for its Long Term instruments (fund based & non-fund based) and Short Term instruments:

Sr. No	Particulars	Rating Agencies		
		CARE	ICRA	ACUITE
1	Ratings for Long Term Instruments	CARE BBB-(Stable)	–	ACUITE A-
2	Ratings for Short Term Instruments	CARE A3	[ICRA]A3	ACUITE A1

**10. DISCLOSURES**

**Related Party Transactions**

The Company did not enter into any material significant related party transactions, which had potential conflict with the interest of the Company at large. The register of contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval. Transactions with the related parties are disclosed under Notes to Accounts 39 to the financial statements in the Annual Report. Further, the details of the policy are also posted on the website of the Company viz. www.mepinfra.com.

**Details of Utilization of Funds Raised Through Qualified Institutions Placement as specified under Regulation 32(7A) of the SEBI (LODR) Regulations, 2015**

The Company has successfully raised ₹ 16,179.57 Lakhs via issue of Equity Shares through Qualified Institutional Placement (QIP). The Company has allotted 2,08,76,860 Equity Shares on 4<sup>th</sup> April, 2018. There is no deviation for utilization of proceeds raised through QIP from the objects stated in the Placement Document dated 27<sup>th</sup> March, 2018 and there is no balance un-utilized amount out of proceeds of this Issue. The details of utilization of funds raised through QIP are as under :

Sr. No.	Particulars	Amount (₹ In Lakhs)
1	Total Proceeds from QIP	16,179.57
2	Less: Share Issue expenses	511.31
3	Utilized as per Objects of Placement Documents	15,668.26
	<b>Balance QIP Proceeds</b>	Nil

**Certificate on Corporate Governance**

A Compliance Certificate from Mr. Dinesh Joshi, Partner of KANJ & Co. LLP, Practicing Company Secretary, pursuant to the requirement of Schedule V to the SEBI (LODR) Regulations, 2015 regarding compliance of the conditions of Corporate Governance is annexed.

All the Directors of the Company have submitted a declaration stating that they are not debarred or disqualified by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority from being appointed or continuing as Directors of Companies. Mr. Dinesh Joshi, Partner of KANJ & Co. LLP, Practicing Company Secretary, has submitted a certificate to this effect.

#### **Fees to Statutory Auditor**

Details relating to fees paid to the Statutory Auditors is given in Note 41 to the Standalone Financial Statements.

#### **Strictures and Penalties**

The Company has complied with all the requirements of the SEBI (LODR) Regulations, 2015 as well as the other regulations and guidelines of SEBI. Consequently, no penalties were imposed or strictures passed against the Company by SEBI, Stock Exchanges or any other statutory authorities on any matter relating to capital markets since listing of its securities.

#### **Vigil Mechanism (Whistle Blower Policy)**

The Company has a vigil mechanism called "Whistle Blower Policy" with a view to provide a mechanism for Directors and employees of the Company to raise concerns of any violations of any legal or regulatory requirement, incorrect or misrepresentation of any financial statement and reports, etc.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. All employees have been provided direct access to the Audit committee. Further, the details of the policy are also posted on the website of the Company viz. www.mepinfra.com. None of the personnel has been denied access to the Audit Committee.

During the Financial Year 2018-19, the Board has accepted all the recommendations of its Committees.

#### **Disclosure of Accounting Treatment**

In preparation of the Financial Statements, the Company has followed all the applicable Accounting Standards.

#### **CEO/CFO Certification**

The Chairman & Managing Director and Chief Financial Officer have furnished the requisite Certificates to the Board of Directors as required under Regulation 17(8) of the SEBI (LODR) Regulations, 2015.

#### **Internal control system and their adequacy**

The Company has adequate internal control procedures commensurate with its size and nature of business. The Company has appointed Internal Auditor who audits the adequacy and effectiveness of the internal controls as laid down by the management and suggest improvements.

The Audit Committee of the Board of Directors periodically review the audit plans, internal audit reports and adequacy of internal controls and risk management.

#### **Details of Compliance with Mandatory requirements and adoption of Non-mandatory/discretion requirements**

The Company has complied with all the mandatory requirement of the SEBI (LODR) Regulations, 2015 which is being reviewed by the Board from time to time.

The status of adoption of the non-mandatory requirements pursuant to Regulation 27(1) read with Part E of Schedule II to the SEBI (LODR) Regulations, 2015 are as under:

##### **i. Shareholders Rights**

The complete Annual Report is sent to each and every Shareholder of the Company.

##### **ii. Audit Qualifications**

The information related to this is covered in the Directors' Report.

##### **iii. Reporting of Internal Auditor**

The Internal Auditor of the Company reports to the Chairman of the Audit Committee and has direct access to the Audit Committee.

#### **Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

- a. Number of complaints filed during the FY 2018-19 : NIL
- b. Number of complaints disposed of during the FY 2018-19 : NIL
- c. Number of complaints pending as on 31<sup>st</sup> March, 2019 : NIL

## **11. GREEN INITIATIVE**

Your Company is concerned about the environment and utilises natural resources in a sustainable way.

The Ministry of Corporate Affairs (MCA), Government of India, through its circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011, respectively has allowed the companies to send official documents to their shareholders electronically as part of its green initiatives in corporate governance.

Recognising the spirit of the circular issued by the MCA, we henceforth propose to send documents like Notice convening the General Meetings, Financial Statements, Directors' Report, Auditors' Report and other documents to the e-mail address provided by you with the relevant depositories.

We request you to update your mail address with your depository participants to ensure that the Annual Report and other documents reach you on your preferred mail.

# Certificate of Compliance with the Corporate Governance Requirements

To,  
The Members,  
**MEP Infrastructure Developers Limited**  
A-412, boomerang,  
Chandivali Farm Road,  
Near Chandivali Studio,  
Andheri East, Mumbai- 400072

We have examined the compliance of conditions of Corporate Governance by **MEP INFRASTRUCTURE DEVELOPERS LIMITED** ("the Company") having CIN L45200MH2002PLC136779 for the financial year ended 31<sup>st</sup> March, 2019 as per the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression on financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

We further state that such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Dinesh Joshi**  
Partner

KANJ & CO. LLP  
Company Secretaries  
FCS No: 3752  
C P No: 2246

Place: Pune  
Date: May 23, 2019

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# Compliance with the Corporate Governance Code of Conduct

To,  
The Members of  
**MEP Infrastructure Developers Limited**

The Board has formulated the Code of Conduct for Business Ethics for all the Directors and Senior Managers of the Company which has been posted on the website of the Company. It is hereby affirmed that all the Directors and Senior Managers have complied with the Code of Conduct for Business Ethics framed by the Company and a confirmation to this effect for the year 2018-19 has been obtained from all the Directors and Senior Managers.

**By and on behalf of the Board of Directors  
For MEP Infrastructure Developers Limited**

**Jayant D. Mhaikar**  
Chairman & Managing Director

Place: Mumbai  
Date: May 23, 2019

# MD and CFO's Certificate

To

The Board of Directors

**MEP Infrastructure Developers Limited**

Mumbai

Pursuant to Regulation 17(8) of the SEBI (LODR) Regulations, 2015, this is to certify that:

- A. We have reviewed the financial statements and the cash flow statement for the year ended 31<sup>st</sup> March, 2019 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) 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 violative 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 the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- (1) significant changes in internal control over financial reporting during the year;
  - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For MEP Infrastructure Developers Limited**

**Jayant D. Mhaskar**  
Chairman & Managing Director

**M. Sankaranarayanan**  
Chief Financial Officer

Place: Mumbai

Date: May 23, 2019

# Independent Auditors' Report

To

The Members of

MEP INFRASTRUCTURE DEVELOPERS LIMITED

## REPORT ON THE STANDALONE FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying standalone financial statements of MEP INFRASTRUCTURE DEVELOPERS LIMITED ("the Company"), which comprise the Balance sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (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, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total 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

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Sr No	Key Audit Matter	Auditor's Response
1.	<b>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (new revenue accounting standard)</b>	<p>We have assessed the process to identify the impact of adoption of the new revenue accounting standard.</p> <p>The procedures performed included the following:</p> <ul style="list-style-type: none"> <li>- Evaluated the design of internal controls relating to implementation of the new revenue accounting standard;</li> <li>- Selected samples of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price; and</li> </ul>

(SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on standalone financial statements.

### EMPHASIS OF MATTER

We draw attention to Note 5 to the accompanying financial results which states that considering the Long term business outlook and future growth plans of the MEP Group, Management is of the opinion that the losses in subsidiary companies namely MEP Nagzari Toll Road Private Limited, MEP IRDP Solapur Toll Road Private Limited, MEP Chennai Bypass Toll Road Private Limited and MEP Hyderabad Bangalore Toll Road Private Limited, are temporary in nature and overall going concern of the business is not adversely affected. In view of the above, there is no diminution in the value of Investment and advances given are fully recoverable.

Our opinion is not modified in respect of above.

Sr No	Key Audit Matter	Auditor's Response
	<p>The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period. Additionally, new revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. Refer Note 1 (xi) to the Standalone Financial Statements.</p>	<ul style="list-style-type: none"> <li>- Selected samples of continuing and new contracts and performed the following procedures:               <ul style="list-style-type: none"> <li>i. Read and analysed contracts to identify the distinct performance obligations, if any, in such contracts;</li> <li>ii. Compared such performance obligations with that identified and recorded by the Company;</li> <li>iii. Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration;</li> <li>iv. In respect of samples relating to fixed price contracts, progress towards satisfaction of performance obligation used to compute recorded revenue was verified with the supporting documentation, validated estimates of costs to complete, mathematical appropriateness of calculations and the adequacy of project accounting; and</li> <li>v. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.</li> </ul> </li> </ul>
2.	<p><b>Accuracy of revenue recognition in respect of fixed price construction contracts involves critical estimates.</b></p> <p>The Company engages in Fixed-price construction contracts, where, revenue is recognized using the percentage of completion computed as per the input method based on management's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation. Refer Note 1 (xi) to the Standalone Financial Statements.</p> <p>We identified revenue recognition of fixed price construction contracts as a Key audit matter considering –</p> <ul style="list-style-type: none"> <li>• Application of revenue recognition accounting standard is complex and involves a number of key judgments and estimates including estimating the future cost-to-completion of these contracts, which is used to determine the percentage of completion of the relevant performance obligation;</li> <li>• The revenue on contracts may also include variable consideration (variations and claims). Variable consideration is recognised when the recovery of such consideration is highly probable.</li> <li>• These contracts may involve onerous obligations on the Company that require critical estimates to be made by management; and</li> <li>• At year-end a significant amount of work in progress (Contract assets and liabilities) related to these contracts is recognized on the balance sheet.</li> </ul>	<p>Our audit procedures on revenue recognized from fixed price construction contracts included</p> <ul style="list-style-type: none"> <li>• Obtaining an understanding of the contract, processes and controls implemented by management for recording and calculating revenue and the associated contract assets and contract liabilities.</li> <li>• Involving Civil and Roads &amp; Infrastructure department to assess the nature of work done and status of completion of work.</li> </ul> <p>On selected samples of contracts, we tested that the revenue recognized is in accordance with the accounting standard by</p> <ul style="list-style-type: none"> <li>• Evaluating the identification of performance obligation;</li> <li>• Testing management's calculation of the estimation of contract cost and onerous obligation.           <ul style="list-style-type: none"> <li>- Observed that the estimates of cost to complete were reviewed and approved by appropriate levels of management;</li> <li>- Performed a retrospective review of costs incurred with estimated costs to identify significant variations and verify whether those variations have been considered in estimating the remaining costs to complete the contract;</li> </ul> </li> </ul>



Sr No	Key Audit Matter	Auditor's Response
3.	<p><b>Recoverability of claim receivables from Government Authorities:</b></p> <p>As a part of concession agreement with authority for Operate-Maintain-Transfer ("OMT") project, the company is entitled to claim revenue loss or operating cost due to closure of tolls for various reasons as per terms of agreement during the entire tenure. Consequently, the company has recorded claim receivables from authority amounting to Rs. 3,407.83 lakhs as at March 2019.</p> <p>The assessment of recoverability of the receivables requires management to make judgement and estimate to assess the uncertainty regarding claims recoverable from authority. The assessment process is considering inter alia history of amounts claimed, documentation process and requirements, potential litigation or arbitration proceedings.</p> <p>The company's disclosure about claim receivables are included in Note No 14 (Other Current Financial Assets).</p>	<ul style="list-style-type: none"> <li>- Assessed the appropriateness of work in progress (contract assets) on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations;</li> <li>- Verified the budget by technical experts of the management to review estimates of costs to complete for sample contracts; and</li> <li>- Performed test of details including analytics to determine reasonableness of contract costs.</li> </ul> <p>We assessed management's estimate regarding recoverability of the claim receivables from authorities. Our work included, but was not limited to the following procedures:</p> <ul style="list-style-type: none"> <li>• Verified the concession agreement, with respect to nature of force majeure event and obligation of authority to reimburse the claims made by the company.</li> <li>• Reviewed management's assessment of the recoverability of the claims including the history of amounts claimed vs. amounts accepted and reimbursed from various contracts at the group level.</li> <li>• Discussed with management with respect to the estimates of timing of collection from the authorities; and relied on the workings prepared by the company forming basis for the claims filed with the authority.</li> <li>• Although the management is making reasonable efforts to recover the claims, given the nature of the receivables, the delay in the settlement of claims receivables is inevitable.</li> </ul>

**INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the 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 during the course of our audit or otherwise appears to be materially misstated.

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

**MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity and cash flows of the Company in accordance with IND AS and the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making

judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but 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 financial controls 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

## MATERIALITY

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

## COMMUNICATION WITH THOSE CHARGED WITH GOVERNANCE

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on

31<sup>st</sup> March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact on its financial position as per information and explanation provided by Company's Management.
  - ii. The Company does not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **G. D. Apte & Co.**  
Chartered Accountants  
Firm Registration Number: 100515W

Place : Mumbai  
Date : May 23, 2019

**Chetan R. Sapre**  
Partner  
Membership No: 116952

# Annexure – A

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

We have audited the internal financial controls over financial reporting of MEP INFRASTRUCTURE DEVELOPERS LIMITED ("the Company") as of March 31, 2019 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

## MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

## AUDITORS' RESPONSIBILITY

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

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

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

## MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

## INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

## OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **G. D. Apte & Co.**  
Chartered Accountants  
Firm Registration Number: 100515W

**Chetan R. Sapre**  
Partner

Place : Mumbai  
Date : May 23, 2019

Membership No: 116952

## Annexure – B

(Referred to in paragraph I under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date)

- i.
  - a) The Company has maintained proper records showing full particulars including quantitative details and location of property, plant and equipment for the year.
  - b) The Company has regular program of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified during the year and no material discrepancies were found.
  - c) According to the information and explanations given to us and based on the records produced, the company does not have any immovable property and accordingly, reporting under clause 3 (i) (c) of the order is not applicable to the Company.
- ii. As per the information and explanations given to us, the inventories have been physically verified by the management at reasonable intervals during the year and no material discrepancies has been noticed on such verification.
- iii. During the year the company has granted unsecured loans to Thirteen companies covered in the register maintained under Section 189 of the Act; and with respect to the same:
  - a) In our opinion and according to the information and explanations given to us, the terms and conditions of the loan are not, prima facie, prejudicial to the company's interest.
  - b) In respect of the loans granted to the companies listed in the register maintained under section 189 of the Act, there is no principal amount due for payment during the year and the borrowers shall repay the principal amount as stipulated in the agreement. However, there is no stipulation of schedule for payment of interest and hence we are unable to make comment on regularity of payment of interest.
  - c) According to the information and explanations given to us, there is no amount of loan granted to the companies listed in the register maintained under section 189 of the Act, which are overdue and outstanding for more than ninety days. However, in absence of stipulation of schedule for payment of interest, we are unable to comment as to whether there is any amount which is overdue for more than 90 days and whether reasonable steps have been taken by the Company for recovery of the principal amount and interest.
- iv. According to the information and explanations given to us, there are no loans, investments, guarantees, and securities in respect of

which provisions of section 185 and section 186 of the Act are applicable.

- v. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits as per the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 of the Act and the rules framed. Accordingly, paragraph 3(v) of the order is not applicable to the company.
- vi. We have broadly reviewed the books of account maintained by the company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under section 148(1) of the Act, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the records.
- vii.
  - a) According to the information and explanations given to us and, on the basis of our examination of the records of the company, that the Company is generally regular in payment of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues with the appropriate authorities. According to the information and explanation given to us, the company did not have any dues on account of wealth tax, duty of customs, duty of excise.
  - b) On the basis of examination of the relevant records and according to the information and explanations given to us, no undisputed amounts payable in respect of Employees' State insurance, Value Added Tax, Goods and Service Tax, Duty of Customs, Duty of Excise and Cess were outstanding, as at March 31, 2019 for a period of more than six months from the date they became payable. However, in case of undisputed statutory dues, the amounts outstanding for more than six months with respect to TDS amounting to Rs. 621.14 lakhs were paid subsequently before the date of audit report.
  - c) According to the information and explanation given to us, there are no dues of income tax sales- tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited on account on any dispute.
- viii. In our opinion and according to the information and explanation given to us, the company had not defaulted in repayments of dues of financial institutions and banks during the year. The company does not have any loans or borrowings from the Government, and has not issued any debentures.

Name of Statute	Nature of Dues	Forum where Dispute is pending	Period to which amount relates (Financial Year)	Gross amount involved
Maharashtra Value Added Tax Act, 2002	MVAT	Asst. Comm. Of Sales Tax (D-104), Mumbai	FY 2013-14	20.19

- ix. According to the information and explanations given to us and on the basis of examination of records, the Company, money raised by way of term loans were applied for the purpose for which those were raised. The company has not raised any money by way of initial public offer or further public offer during the year.
- x. According to the information and explanation given to us, no fraud on or by the company, by its officers and employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of records of the Company, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and accordingly the provisions of clause (xii) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of records of the Company, the transactions entered with related parties are in compliance with provisions of section 177 and 188 of the Act, where applicable and the details of such transactions are disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv. During the month of March 2018, the company has raised Rs. 1,61,79.57 lakhs through Qualified Institutional Placement (QIP) by allotting 2,08,76,860 Equity Shares at Rs. 77.50 per Equity Share. The QIP placement is in compliance with section 42 of the Companies Act 2013. According to the information and explanation provided to us and on the basis of the documents examined by us, the amounts so raised received during the month of April 2018, have been used for the purpose specified.
- xv. In our opinion and according to the information and explanations given to us and based on our examination of records of the Company, the Company during the year has not entered into any non-cash transactions with directors or persons connected with the directors and accordingly the provisions of clause (xv) of the Order are not applicable to the Company.
- xvi. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly the provisions of clause (xvi) of the Order are not applicable to the Company.

For **G. D. Apte & Co.**  
Chartered Accountants  
Firm Registration Number: 100515W

**Chetan R. Sapre**  
Partner  
Membership No: 116952

Place : Mumbai  
Date : May 23, 2019

# Balance Sheet

as at March 31, 2019

₹ in lakhs

	Notes	As at March 31, 2019	As at March 31, 2018
<b>ASSETS</b>			
<b>Non current assets</b>			
Property, Plant and Equipment	3	4,338.04	4,111.48
Other Intangible assets	4	-	3,199.41
<b>Financial Assets</b>			
i. Investments	5	81,878.22	77,888.88
ii. Loans	6	859.97	2,340.71
iii. Other financial assets	7	19,158.71	5,602.21
Deferred tax assets (net)	8	563.99	322.04
Income tax assets (net)		4,581.49	2,770.60
Other non current assets	9	9,728.07	17,187.05
<b>Total non current assets</b>		<b>121,108.49</b>	<b>113,422.38</b>
<b>Current assets</b>			
Inventories	10	1,116.72	-
<b>Financial Assets</b>			
i. Trade receivables	11	7,794.73	8,762.19
ii. Cash and cash equivalents	12	881.41	1,492.23
iii. Bank balances other than (ii) above	12	4,757.17	4,196.12
iv. Loans	13	30,603.85	18,133.92
v. Other financial assets	14	10,678.30	7,220.52
Other current assets	15	77,453.95	49,723.05
<b>Total current assets</b>		<b>133,286.13</b>	<b>89,528.03</b>
<b>Total Assets</b>		<b>254,394.62</b>	<b>202,950.41</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	16	18,344.61	16,256.92
Other Equity	17	63,415.34	47,541.95
<b>Total Equity</b>		<b>81,759.95</b>	<b>63,798.87</b>
<b>Liabilities</b>			
<b>Non current liabilities</b>			
<b>Financial liabilities</b>			
i. Borrowings	18	22,441.66	22,763.70
ii. Other financial liabilities	19	38.35	65.81
Provisions	20	299.23	231.35
Other non-current liabilities	21	23,128.83	23,159.18
<b>Total non current liabilities</b>		<b>45,908.07</b>	<b>46,220.04</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
i. Borrowings	22	8,601.77	9,008.24
ii. Trade payables	23	-	-
Total outstanding due to micro and small enterprises		1,160.44	-
Total outstanding due to creditors other than micro and small enterprises		46,298.28	20,483.34
iii. Other financial liabilities	24	18,921.75	18,298.99
Provisions	20	127.17	108.08
Other current liabilities	25	51,617.19	45,032.85
<b>Total current liabilities</b>		<b>126,726.60</b>	<b>92,931.50</b>
<b>Total liabilities</b>		<b>172,634.67</b>	<b>139,151.54</b>
<b>Total Equity and Liabilities</b>		<b>254,394.62</b>	<b>202,950.41</b>

Significant Accounting Policies

2

Notes to Financial Statements

3 - 47

The notes referred to above form an integral part of the standalone financial statements.

As per our report of even date attached.

**For G.D. Apte & Co.**

Chartered Accountants

Firm's Registration No: 100515W

**Chetan. R. Sapre**

Partner

Membership No: 116952

Mumbai

Date: 23 May 2019

**Jayant D. Mhaiskar**

Managing Director

DIN: 00716351

**M. Sankaranarayanan**

Chief Financial Officer

Mumbai

Date: 23 May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**

CIN: L45200MH2002PLC136779

**Anuya J. Mhaiskar**

Director

DIN: 00707650

**Harshad Pusalkar**

Company Secretary

# Statement of Profit & Loss for the year ended March 31, 2019

₹ in lakhs

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
I Revenue from operations	26	186,924.37	147,685.01
II Other income	27	1,305.30	1,402.99
<b>III Total Income (I + II)</b>		<b>188,229.67</b>	<b>149,088.00</b>
<b>IV Expenses</b>			
Cost of material consumed	28(a)	41,690.37	46,469.69
Operating and maintenance expenses	28(b)	111,268.55	70,733.78
Employee Benefits Expenses	29	7,626.64	4,638.30
Finance costs	30	6,015.52	5,003.73
Depreciation and amortisation expense	3, 4	12,225.80	11,840.89
Other expenses	31	4,705.56	4,018.01
<b>Total Expenses (IV)</b>		<b>183,532.44</b>	<b>142,704.40</b>
<b>V Profit before tax (III-IV)</b>		<b>4,697.23</b>	<b>6,383.60</b>
<b>VI Tax expenses</b>	8		
Current tax			
For current year		1,904.00	2,362.00
For earlier years		-	45.76
Deferred tax charge/(credit)		(214.41)	(40.45)
<b>Total tax expenses</b>		<b>1,689.59</b>	<b>2,367.31</b>
<b>VII Profit for the year (V-VI)</b>		<b>3,007.64</b>	<b>4,016.29</b>
<b>VIII Other comprehensive income/(loss)</b>			
(i) Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit obligations	44	(78.89)	(38.61)
(ii) Income tax relating to above items that will not be reclassified to profit or loss	8	27.53	13.36
<b>Other comprehensive income/(loss) for the year (net of taxes)</b>		<b>(51.36)</b>	<b>(25.25)</b>
<b>IX Total comprehensive income for the year (VII+VIII)</b>		<b>2,956.28</b>	<b>3,991.04</b>
Basic and diluted earnings per share (rs.)	34	1.64	2.47
[Nominal value of shares ₹ 10 (31 March 2018 : ₹ 10) each]			
Significant Accounting Policies	2		
Notes to Financial Statements	3 - 47		

The notes referred to above form an integral part of the standalone financial statements.  
As per our report of even date attached.

**For G.D. Apte & Co.**  
Chartered Accountants  
Firm's Registration No: 100515W

**Chetan. R. Sapre**  
Partner  
Membership No: 116952

Mumbai  
Date: 23 May 2019

**Jayant D. Mhaiskar**  
Managing Director  
DIN: 00716351

**M. Sankaranarayanan**  
Chief Financial Officer

Mumbai  
Date: 23 May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779

**Anuya J. Mhaiskar**  
Director  
DIN: 00707650

**Harshad Pusalkar**  
Company Secretary



# Cash Flow Statement

for the year ended March 31, 2019

₹ in lakhs

	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit before exceptional items and tax	4,697.23	6,383.60
<b>Adjustments for:</b>		
Depreciation and amortisation	12,225.80	11,840.89
Finance costs	6,015.52	5,003.73
Dividend income	(2.68)	(2.06)
Interest income	(812.34)	(337.00)
Interest income from related parties	(487.93)	(629.95)
Profit on Sale of Assets	(1.93)	(11.19)
Assets written off	121.66	-
<b>Operating profit before working capital changes</b>	<b>21,755.33</b>	<b>22,248.02</b>
<b>Adjustments for changes in working capital:</b>		
(Increase)/Decrease in trade receivables	967.45	(5,228.62)
(Increase)/Decrease in non-current financial assets - loans	(15.79)	(148.53)
(Increase)/Decrease in non-current financial liabilities - others	(27.46)	65.81
(Increase)/Decrease in current financial assets - loans	(26,265.25)	1,531.60
(Increase)/Decrease in current financial assets - others	(3,310.00)	175.28
(Increase)/Decrease in other non current assets	5,527.67	28,839.47
(Increase)/Decrease in other current assets	(27,940.71)	(32,277.03)
(Increase)/Decrease in inventories	(1,116.72)	-
Increase/(Decrease) in trade payables	19,450.93	(3,899.37)
Increase/(Decrease) in current financial liabilities - other	(3,853.07)	7,355.97
Increase/(Decrease) in short term provisions	19.09	71.68
Increase/(Decrease) in long term provisions	(11.01)	(63.33)
Increase/(Decrease) in other non-current liabilities	(30.35)	(18,305.55)
Increase/(Decrease) in other current liabilities	6,584.34	28,885.51
<b>Cash generated from operations</b>	<b>(8,265.55)</b>	<b>29,250.91</b>
Income tax paid	(3,714.89)	(1,133.37)
<b>Net cash from operating activities</b>	<b>(11,980.44)</b>	<b>28,117.54</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Property Plant and Equipment including capital advances	76.69	(2,767.86)
Sale of Property Plant and Equipment	6.43	55.19
Dividend received	2.68	2.06
Loans and advances to related parties - given	(4,678.42)	(20,479.47)
Loans and advances to related parties - repayment received	20,207.07	11,430.51
Investment in subsidiary/jointly controlled entity	(17,686.72)	(8,734.78)
Investment in others	(4.44)	(15.56)
Interest received	1,045.72	860.60
Investment in fixed deposits	(7,409.90)	(7,487.96)

# Cash Flow Statement

for the year ended March 31, 2019

₹ in lakhs

	For the year ended March 31, 2019	For the year ended March 31, 2018
Redemption / maturity of fixed deposits	6,864.12	6,606.13
<b>Net cash (used in) investing activities</b>	<b>(1,576.77)</b>	<b>(20,531.14)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Payment of dividend (including dividend distribution tax)	(663.46)	(293.50)
Proceeds from borrowings	11,850.50	10,631.24
Repayment of borrowings	(8,174.84)	(13,365.36)
Proceeds from issue of share capital (including securities premium)	16,179.57	-
Interest paid	(5,943.87)	(4,991.36)
Share issue expense	(301.51)	-
<b>Net cash generated from/(used in) financing activities</b>	<b>12,946.39</b>	<b>(8,018.98)</b>
Net Increase/(Decrease) in cash and cash equivalents	(610.82)	(432.58)
Cash and cash equivalents as at the beginning of the year	1,492.23	1,924.81
<b>Cash and cash equivalents as at the end of the year</b>	<b>881.41</b>	<b>1,492.23</b>

## Cash and cash equivalents includes:

	As at March 31, 2019	As at March 31, 2018
Cash on hand	382.43	561.88
Bank balances :		
In current accounts	330.71	847.85
Demand deposits (less than 3 months maturity)	167.04	81.74
Unclaimed dividend	0.94	0.47
Unclaimed share application money	0.29	0.29
	<b>881.41</b>	<b>1,492.23</b>

## Change in liability arising from financing activities

Particulars	April 01, 2018	Cashflows	Non cash changes	March 31, 2019
Borrowing (Refer Note 18, 22 and 24)	36,293.12	3,675.66	(22.03)	39,946.76
	<b>36,293.12</b>	<b>3,675.66</b>	<b>(22.03)</b>	<b>39,946.76</b>

1. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

The notes referred to above form an integral part of the standalone financial statements.  
As per our report of even date attached.

**For G.D. Apte & Co.**  
Chartered Accountants  
Firm's Registration No: 100515W

**Chetan. R. Sapre**  
Partner  
Membership No: 116952

Mumbai  
Date: 23 May 2019

**Jayant D. Mhaiskar**  
Managing Director  
DIN: 00716351

**M. Sankaranarayanan**  
Chief Financial Officer

Mumbai  
Date: 23 May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779

**Anuya J. Mhaiskar**  
Director  
DIN: 00707650

**Harshad Pusalkar**  
Company Secretary

# Statement of Changes in Equity

## A. Equity Share Capital

Particulars	Note	₹ in lakhs
		Amount
<b>Balance as at April 01, 2017</b>		16,256.92
Changes in equity share capital during the year		-
<b>Balance as at March 31, 2018</b>	<b>16</b>	<b>16,256.92</b>
Changes in equity share capital during the year		2,087.69
<b>Balance as at March 31, 2019</b>	<b>16</b>	<b>18,344.61</b>

## B. Other Equity

Particulars	Reserves and Surplus		
	Securities Premium (Refer Note 17)	Retained earnings (Refer Note 17)	Total
<b>Balance as at April 01, 2017</b>	<b>26,773.55</b>	<b>17,070.85</b>	<b>43,844.40</b>
Profit for the year	-	4,016.29	4,016.29
Less: a) Dividend during the year	-	(243.85)	(243.85)
b) Dividend Distribution Tax	-	(49.64)	(49.64)
Other comprehensive income	-	(25.25)	(25.25)
<b>Balance as at March 31, 2018</b>	<b>26,773.55</b>	<b>20,768.40</b>	<b>47,541.95</b>
Profit for the year	-	3,007.64	3,007.64
Add: Received during the year	14,091.88	-	14,091.88
Less: a) Dividend paid during the year	-	(550.34)	(550.34)
b) Dividend Distribution Tax	-	(113.12)	(113.12)
c) Share issue expenses	(511.31)	-	(511.31)
Other comprehensive income	-	(51.36)	(51.36)
<b>Balance as at March 31, 2019</b>	<b>40,354.12</b>	<b>23,061.22</b>	<b>63,415.34</b>

The notes referred to above form an integral part of the standalone financial statements.

### For G.D. Apte & Co.

Chartered Accountants

Firm's Registration No: 100515W

### Chetan. R. Sapre

Partner

Membership No: 116952

Mumbai

Date: 23 May 2019

### Jayant D. Mhaiskar

Managing Director

DIN: 00716351

Mumbai

Date: 23 May 2019

### For and on behalf of the Board of Directors of MEP Infrastructure Developers Limited

CIN: L45200MH2002PLC136779

### Anuya J. Mhaiskar

Director

DIN: 00707650

### Harshad Pusalkar

Company Secretary

# Notes to Financial Statements for the year ended March 31, 2019

## 1 CORPORATE INFORMATION

MEP Infrastructure Developers Limited (Formerly known as MEP Infrastructure Developers Private Limited) ('MEPIDL' or 'the Company') having its registered office at A 412, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri (E), Mumbai-400072, was incorporated on August 8, 2002 vide certificate of incorporation No L45200MH2002PLC136779 issued by the Registrar of Companies, Maharashtra, Mumbai.

The Company's equity shares are listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) with effect from 6 May, 2015. The Company is into the business of collection of toll and construction of roads along with other ancillary activities such as road repairs and maintenance of flyovers, roads and allied structures.

## 2 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

### 2.1 Basis of preparation

These financial statements of the Company for the year ended March 31, 2019 along with comparative financial information for the year March 31, 2018 have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements of the Company for the year ended 31<sup>st</sup> March 2019 were approved for issue in accordance with the resolution of the Board of Directors on 23 May, 2019.

#### Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that are measured at fair value;
- assets held for sale – measured at fair value less cost to sell;
- defined benefit plans – plan assets measured at fair value

#### Current non-current classification

All assets and liabilities have been classified as current or noncurrent as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of business 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 12 months for the purpose of current – noncurrent classification of assets and liabilities.

### 2.2 Functional and presentation currency

These standalone financial statements are presented in Indian rupees, which is the Company's functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

### 2.3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in accordance with Ind AS requires use of estimates and assumptions for some items, which might have an effect on their recognition and measurement in the (standalone) balance sheet and (standalone) statement of profit and loss. The actual amounts realised may differ from these estimates.

Estimates and assumptions are required in particular for:

#### a) Property, plant and equipment :

Determination of the estimated useful lives of tangible assets and the assessment as to which components of the cost may be capitalized. Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

# Notes to Financial Statements

for the year ended March 31, 2019

## b) Recognition and measurement of defined benefit obligations :

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined based on the prevailing market yields of Indian Government Securities as at the Balance Sheet Date for the estimated term of the obligations.

## c) Recognition of deferred tax assets :

A deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. The management is reasonably certain that taxable profits will be available to absorb carried forward losses while recognising deferred tax assets.

## d) Recognition and measurement of other provisions :

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in other provisions.

## e) Discounting of long-term financial instruments :

All financial instruments are required to be measured at fair value on initial recognition. In case of financial instruments which are required to subsequently measured at amortised cost, interest is accrued using the effective interest method.

## 2.4 Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments. When measuring the fair value of a financial asset or a financial liability, 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).

The Company recognises transfers due to change between levels of the fair value hierarchy at the end of the reporting period.

## 2.5 Significant accounting policies

### i) Property, Plant and Equipment

#### a) Recognition and measurement

Property, Plant and Equipment are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, 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 the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs, either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

#### b) Depreciation / amortization

Depreciation is provided on a pro-rata basis on the written down value method over the estimated useful life of the assets. Depreciation on addition/deletion of fixed assets during the year is provided on pro-rata basis from / to the date of addition/deletion. Fixed assets costing up to ₹ 5,000 individually are fully depreciated in the year of purchase.

Useful life of the asset is taken, as specified in Schedule II of the Companies Act, 2013

Depreciation method, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

# Notes to Financial Statements for the year ended March 31, 2019

## c) 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.

## d) Impairment of fixed assets

The carrying values of assets at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognized for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such Reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such Reversal is not recognized.

## e) Derecognition

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The consequential gain or loss is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognised in the Statement of Profit and Loss.

## ii) Intangible assets

### Toll Collection Rights

#### a) Recognition and Measurement

Toll collection rights are stated at cost, less accumulated amortisation and impairment losses. Cost includes:

Contractual Upfront / monthly /fortnightly payments towards acquisition of Toll collection rights.

#### b) Amortisation

Intangible assets i.e. toll collection rights are amortised over the tenure of the respective toll collection contract.

#### c) Derecognition

The carrying amount of an intangible asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal.

## iii) Inventories

### Construction materials, components, stores, spares and tools

They are valued at lower of cost and net realisable value. Cost is determined on weighted average basis and comprise all cost of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

## iv) Borrowing cost

Borrowing costs are interest and other costs related to borrowing which the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at Effective Interest Rate (EIR) and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Ancillary borrowing costs are amortised over the tenure of the loan.

# Notes to Financial Statements

for the year ended March 31, 2019

Borrowing costs that are attributable to acquisition or construction of qualifying assets are capitalized as a part of cost of such assets till the time the asset is ready for its intended use. A qualifying assets is the one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are recorded as an expense in the year in which they are incurred. Ancillary borrowing costs are amortised over the tenure of the loan.

## v) Investment in associates, joint venture and subsidiaries

### a) Recognition & Measurement

Investments in Subsidiaries, Associates and Joint Ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

## vi) Financial Instruments

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

### A Financial 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

Financial assets are recognised when the Company becomes a party to a contract that gives rise to a financial asset of one entity or equity instrument of another entity. Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at FVTPL are recognised immediately in statement of profit and loss.

#### Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

#### Debt instruments at FVOCI

A 'debt instrument' is measured at the Fair value through other comprehensive income(FVOCI) if both the following conditions are met:

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

# Notes to Financial Statements for the year ended March 31, 2019

For assets classified as subsequently measured at FVOCI, interest revenue, expected credit losses, and foreign exchange gains or losses are recognised in profit or loss. Other gains and losses on remeasurement to fair value are recognised in OCI. On derecognition, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss.

## **Debt instrument at fair value through profit and loss (FVTPL)**

Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

## **Equity investments**

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

## **Derecognition**

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

- The rights to receive cash flows from the financial asset have expired
- The Company has transferred substantially all the risks and rewards of the financial asset or
- The Company has neither transferred nor retained substantially all the risks and rewards of the financial asset, but has transferred control of the financial asset.

## **Impairment of financial assets**

The Company applies expected credit loss (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii above), the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL allowance recognised (or reversed) during the period is recognized as income/ expense in the Statement of Profit and Loss under the head 'Other expenses'.



# Notes to Financial Statements

for the year ended March 31, 2019

## B Financial liabilities

Financial instruments with a contractual obligation to deliver cash or another financial assets is recognised as financial liability by the Company.

### 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 or 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 and incremental transaction cost.

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.

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

### Derecognition

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

### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of the Company at the exchange rates at the date of the transaction or at an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. 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.

## vii) Leases

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

# Notes to Financial Statements for the year ended March 31, 2019

## viii) Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment.

## ix) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

## x) Provisions, contingent liabilities

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Further, long term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost. A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

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 embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

## xi) Revenue from contracts with customers

### Transition to New standard

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue and it applies, with limited exception, to all revenue arising from contracts with its customers.

Under Ind AS 115, revenue is recognised when a customer obtains control of goods or services. The Company has adopted Ind AS 115 using the cumulative effect method (without practical expedients) with the effect of initially applying this standard recognised at the date of initial application i.e. 1 April 2018. Accordingly, the comparative information i.e. information for the year ended 31 March 2018, has not been restated, however regrouped wherever necessary. Additionally, the disclosure requirements in Ind AS 115 have not generally been applied to comparative information.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price as specified in the contract with the customer. It excludes taxes or other amounts collected from customers in its capacity as an agent.

### Revenue from Construction Contracts

Revenue, where the performance obligation is satisfied over time, is recognised in proportion to the stage of completion of the contract. The stage of completion of project is determined by the proportion that contract cost incurred for work performed upto the balance sheet date bear to the estimated total contract costs.

Contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. Contract costs are recognised as an expense in the statement of profit and loss in the accounting periods in which the work to which they relate is performed. An expected loss on a contract is recognised immediately in the Statement of Profit and Loss.

The Company recognises revenue using input method that is based on Company's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation. Contract revenue recognised at an amount which is higher than its right to consideration (i.e. right to invoice) from customer is recorded as unbilled revenue under other current assets.

# Notes to Financial Statements

for the year ended March 31, 2019

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work and claims payments, to the extent that it is probable that they will result in revenue and can be measured reliably. The Company recognises bonus/ incentive revenue on early completion of the project when it is highly probable that it will result in revenue.

## **Contract balances**

### **Contract assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer e.g. unbilled revenue. If the Company performs its obligations by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset i.e. unbilled revenue is recognised for the earned consideration that is conditional. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Company issues an invoice to the Customer.

### **Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due.

### **Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Company performs under the contract.

The accounting policies for the specific revenue streams of the Company as summarised below:

### **Toll collection**

Revenue from toll collection is recognised at point in time when services are rendered (on actual collections of toll) However in certain cases ,where advance money is received from customer, revenue is recognised on an accrual basis, where the performance obligation is satisfied over time.

### **Road repair and maintenance**

Revenue from road repair and maintenance work is recognised when the services are rendered and there are no uncertainties involved to its ultimate realisation.

### **Other income**

- Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective rate of interest.
- Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

## **xii) Retirement and other employee benefits**

### **a) Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### **b) Post Employment Employee Benefits**

Retirement benefits to employees comprise payments to government provident funds, gratuity fund and Employees State Insurance.

#### **Defined contribution plans**

The Company's contribution to defined contributions plans such as Provident Fund, Employee State Insurance and Maharashtra Labour Welfare Fund are recognised in the Statement of Profit and Loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective Funds.

# Notes to Financial Statements for the year ended March 31, 2019

## Defined benefit plans

Gratuity liability is defined benefit obligation. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation by an independent actuary, using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the Balance Sheet date.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Actuarial gains/losses are recognized in the other comprehensive income.

## xiii) Income taxes

Tax expense comprises of current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in Other Comprehensive Income.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognized deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

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 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.

Deferred tax asset / liabilities in respect of on temporary differences which originate and reverse during the tax holiday period are not recognised. Deferred tax assets / liabilities in respect of temporary differences that originate during the tax holiday period but reverse after the tax holiday period are recognised. The tax effect is calculated on the accumulated timing differences at the year-end based on the tax rates and laws enacted or substantially enacted on the balance sheet date.

Minimum alternate tax credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount

# Notes to Financial Statements

for the year ended March 31, 2019

of the MAT credit is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

## xiv) Earnings Per Share

### a) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to equity share holders of the Company
- by the weighted average number of equity shares outstanding during the financial year

### b) 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.

## Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

## xv) Recent Accounting Pronouncements

Following are the new standards and amendments to existing standards (as notified by Ministry of Corporate Affairs (MCA) on 30 March 2019) which are effective for annual period beginning on or after 1 April 2019. The Company intends to adopt these standards or amendments from the effective date.

### a) Ind AS 116, Leases

Ind AS 116, Leases replaces existing lease accounting guidance i.e. Ind AS 17, Leases. It sets out principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases, except short-term leases and leases for low-value items, under a single on-balance sheet lease accounting model. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. Lessor accounting largely unchanged from the existing standard - i.e. lessors continue to classify leases as finance or operating leases.

Based on the preliminary assessment, the Company does not expect any significant impacts on transition to Ind AS 116. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information when the standard will be adopted. The quantitative impacts would be finalised based on a detailed assessment which has been initiated to identify the key impacts along with evaluation of appropriate transition options.

### b) Amendment to Existing issued Ind AS

The MCA has notified below amendments which are effective 1<sup>st</sup> April 2019:

- Appendix C to Ind AS 12, Income taxes
- Amendments to Ind AS 103, Business Combinations
- Amendments to Ind AS 109, Financial Instruments
- Amendments to Ind AS 111, Joint Arrangements
- Amendments to Ind AS 19, Employee Benefits
- Amendments to Ind AS 23, Borrowing Costs
- Amendments to Ind AS 28, Investments to Associates and Joint Ventures

Based on Preliminary work, the Company does not expect these amendments to have any significant impact on its Financial statements.

# Notes to Financial Statements as at March 31, 2019

## NOTE 3 - PROPERTY, PLANT AND EQUIPMENT - AS AT MARCH 31, 2019

₹ in lakhs

	Gross Block (At Cost)				Accumulated Depreciation				Net Block		
	As at April 1, 2018	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2019	As at April 1, 2018	Charge for the year	Deductions/ Adjustments	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018	
<b>Tangible Assets* :</b>											
Office premises	1,044.24	99.00	-	1,143.24	126.00	87.68	-	213.68	929.56	918.24	
Vehicles	2,255.83	618.96	18.82	2,855.97	496.82	654.31	14.38	1,136.75	1,719.22	1,759.01	
Computer system	585.56	97.22	0.51	682.27	268.56	242.11	0.48	510.19	172.08	317.00	
Toll equipments	448.56	24.51	246.88	226.19	127.18	87.54	125.22	89.50	136.69	321.38	
Office equipments	341.93	51.47	0.03	393.37	122.14	114.88	-	237.02	156.35	219.79	
Furnitures and fixtures	317.37	9.16	-	326.53	125.37	51.67	-	177.04	149.49	192.00	
Plant and Machinery	458.31	954.30	-	1,412.61	74.25	263.71	-	337.96	1,074.65	384.06	
<b>Sub-Total</b>	<b>5,451.80</b>	<b>1,854.62</b>	<b>266.24</b>	<b>7,040.18</b>	<b>1,340.32</b>	<b>1,501.90</b>	<b>140.08</b>	<b>2,702.14</b>	<b>4,338.04</b>	<b>4,111.48</b>	
<b>Capital Work in Progress</b>	-	-	-	-	-	-	-	-	-	-	
<b>Sub-Total</b>	-	-	-	-	-	-	-	-	-	-	
<b>Total</b>	<b>5,451.80</b>	<b>1,854.62</b>	<b>266.24</b>	<b>7,040.18</b>	<b>1,340.32</b>	<b>1,501.90</b>	<b>140.08</b>	<b>2,702.14</b>	<b>4,338.04</b>	<b>4,111.48</b>	

\* Refer to Note No. 18 and 22 for details of Property, Plant and Equipment that have been pledged as a security/ mortgaged with various Banks/Financial Institutions against loans taken.

### Property, Plant and Equipment - As at March 31, 2018

₹ in lakhs

	Gross Block (At Cost)				Accumulated Depreciation				Net Block		
	As at April 1, 2017	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2018	As at April 1, 2017	Charge for the year	Deductions/ Adjustments	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017	
<b>Tangible Assets* :</b>											
Office premises	981.11	63.13	-	1,044.24	98.35	27.65	-	126.00	918.24	882.76	
Vehicles	539.96	1,722.11	6.25	2,255.83	251.04	250.29	4.51	496.82	1,759.01	288.92	
Computer system	165.93	427.82	8.19	585.56	94.11	181.15	6.70	268.56	317.00	71.82	
Toll equipments	291.09	209.50	52.02	448.56	90.71	47.73	11.26	127.18	321.38	200.38	
Office equipments	108.46	233.48	-	341.93	49.17	72.96	-	122.14	219.79	59.28	
Furnitures and fixtures	290.60	26.77	-	317.37	86.10	39.27	-	125.37	192.00	204.50	
Plant and Machinery	179.93	278.38	-	458.31	4.53	69.72	-	74.25	384.06	175.40	
<b>Sub-Total</b>	<b>2,557.07</b>	<b>2,961.19</b>	<b>66.47</b>	<b>5,451.80</b>	<b>674.02</b>	<b>688.77</b>	<b>22.48</b>	<b>1,340.32</b>	<b>4,111.48</b>	<b>1,883.06</b>	
<b>Capital Work in Progress</b>	71.89	154.87	226.76	-	-	-	-	-	-	71.89	
<b>Sub-Total</b>	<b>71.89</b>	<b>154.87</b>	<b>226.76</b>	-	-	-	-	-	-	<b>71.89</b>	
<b>Total</b>	<b>2,628.96</b>	<b>3,116.06</b>	<b>293.23</b>	<b>5,451.80</b>	<b>674.02</b>	<b>688.77</b>	<b>22.48</b>	<b>1,340.32</b>	<b>4,111.48</b>	<b>1,954.95</b>	

\* Refer to Note No. 18 and 22 for details of Property, Plant and Equipment that have been pledged as a security/ mortgaged with various Banks/Financial Institutions against loans taken.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 4 - INTANGIBLE ASSETS - AS AT MARCH 31, 2019

₹ in lakhs

	Gross Block (At Cost)				Accumulated Amortization				Net Block	
	As at April 1, 2018	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2019	As at April 1, 2018	Charge for the year	Deductions/ Adjustments	As at March 31, 2019	As at March 31, 2019	
<b>Intangible Assets:</b>										
Toll Collection Rights	132,546.11	19,205.95	151,752.06	-	129,346.70	10,723.90	140,070.60	-	-	
<b>Total</b>	<b>132,546.11</b>	<b>19,205.95</b>	<b>151,752.06</b>	<b>-</b>	<b>129,346.70</b>	<b>10,723.90</b>	<b>140,070.60</b>	<b>-</b>	<b>-</b>	

### Intangible assets - As at March 31, 2018

₹ in lakhs

	Gross Block (At Cost)				Accumulated Amortization				Net Block	
	As at April 1, 2017	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2018	As at April 1, 2017	Charge for the year	Deductions/ Adjustments	As at March 31, 2018	As at March 31, 2018	
<b>Intangible Assets:</b>										
Toll Collection Rights	141,460.55	8,070.83	16,985.27	132,546.11	127,640.63	11,152.12	9,446.05	129,346.70	3,199.41	
<b>Total</b>	<b>141,460.55</b>	<b>8,070.83</b>	<b>16,985.27</b>	<b>132,546.11</b>	<b>127,640.63</b>	<b>11,152.12</b>	<b>9,446.05</b>	<b>129,346.70</b>	<b>3,199.41</b>	

## NOTE 5 - NON CURRENT INVESTMENTS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>(A) Trade Investments</b>		
<b>(Unquoted, fully paid up)</b>		
In Subsidiary Companies (Refer notes below)		
Equity shares	54,393.79	54,568.85
Preference shares	2,000.00	2,000.00
In Jointly Controlled Entity and Associates (Refer notes below)	25,454.03	21,294.07
Less: Impairment in the value of Investments	(5.00)	(5.00)
<b>(B) Other Investments</b>		
<b>(Unquoted, fully paid up)</b>		
In equity Instruments at FVTPL		
<b>In Others</b>		
4,000 (previous year : 4,000) equity shares of Jankalyan Sahakari Bank Limited of ₹ 10 each.	0.40	0.40
1,00,000 (previous year : 82,250) equity shares of The Kalyan Janata Sahakari Bank Limited of ₹ 25 each.	25.00	20.56
9,980 (previous year : 9,980) equity shares of Thane Janata Sahakari Bank Limited of ₹ 50 each.	4.99	4.99
5,010 (previous year : 5,010) equity shares of Ambernath Jai - Hind Co-Op Bank Limited of ₹ 100 each.	5.01	5.01
	<b>35.40</b>	<b>30.96</b>
<b>Total</b>	<b>81,878.22</b>	<b>77,888.88</b>

# Notes to Financial Statements as at March 31, 2019

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Non Current Investments</b>		
Aggregate cost of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate value of unquoted investments (including investments in subsidiary, Associate and Joint controlled entities)	81,878.22	77,888.88
Aggregate amount of impairment in value of investments	5.00	5.00

Considering the Long term business outlook and future growth plans of the MEP Group, Management is of the opinion that the losses in subsidiary companies namely MEP Nagzari Toll Road Private Limited, MEP IRDP Solapur Toll Road Private Limited, MEP Chennai Bypass Private Limited and MEP Hyderabad Bangalore Toll Road Private Limited, are temporary in nature and overall going concern of the business is not adversely affected. In view of the above, there is no diminution in the value of Investment and advances given are fully recoverable.

## Note 5.1 (a) In Equity Shares of Subsidiary Companies as at March 31, 2019

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
<b>Subsidiaries</b>					
MEP Infrastructure Private Limited	374,278,998	10	37,934.05	99.99%	Collection of toll, road repair and maintenance of structures, flyovers, etc
Raima Ventures Private Limited	11,498,850	10	1,149.89	100.00%	Collection of toll
Rideema Toll Private Limited	2,488,500	100	2,599.02	100.00%	Collection of toll
MEP Chennai Bypass Toll Road Private Limited	5,159,980	10	516.00	100.00%	Operation, Maintenance and Collection of toll
MEP Hyderabad Bangalore Toll Road Private Limited	15,074,890	10	1,507.49	99.99%	Operation, Maintenance and Collection of toll
Raima Toll Road Private Limited	18,464,980	10	1,846.50	100.00%	Operation, Maintenance and Collection of toll
MEP Nagzari Toll Road Private Limited	639,800	10	63.98	100.00%	Collection of toll
MEP IRDP Solapur Toll Road Private Limited	819,800	10	81.98	100.00%	Collection of toll
Rideema Toll Bridge Private Limited	12,679,800	10	1,267.98	100.00%	Collection of toll
MEP Highway Solutions Private Limited	9,184,800	10	967.33	100.00%	Construction and maintenance activities
MEP RGSL Toll Bridge Private Limited	43,879,800	10	4,387.98	100.00%	Operation, Maintenance and Collection of toll
Raima Toll and Infrastructure Private Limited	6,999,990	10	700.00	100.00%	Collection of toll
MEP Tormato Private Limited	12,999,999	10	1,350.58	100.00%	Installation of toll equipments , Cameras, Weigh bridges, etc
MEP Roads & Bridges Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Infra Constructions Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Infraprojects Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Toll & Infrastructure Private Limited	9,999	10	1.00	100.00%	Collection of toll
Mhaskar Toll Road Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Foundation	9,990	10	1.00	99.90%	Corporate Social Responsibilities
MEP Longjian ACR Private Limited	5,100	10	0.51	51.00%	Construction and maintenance of roads



# Notes to Financial Statements

as at March 31, 2019

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
MEP Longjian CLR Private Limited	5,100	10	0.51	51.00%	Construction and maintenance of roads
MEP Longjian Loha Waranga Road Private Limited	5,100	10	0.51	51.00%	Construction and maintenance of roads
MEP Longjian VTR Private Limited	5,100	10	0.51	51.00%	Construction and maintenance of roads
MEPIDL Enterprises LLC	49	AED 1500	12.97	49.00%	Construction and maintenance of roads
			<b>54,393.79</b>		

## Note 5.1 (b) In Preference Shares of Subsidiary Companies as at March 31, 2019

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
12% Non-Cumulative redeemable preference shares of MEP Hyderabad Bangalore Toll Road Private Limited	20,000,000	10	2,000.00	-	Operation, Maintenance and Collection of toll
<b>TOTAL</b>			<b>2,000.00</b>		

## Note 5.1 (c) In Equity shares of Jointly Controlled Entities and Associates as at March 31, 2019

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
KVM Technology Solutions Private Limited	3,300	10	0.33	33.00%	Installation of toll equipments , Cameras, Weigh bridges, etc
MEP Nagpur Ring Road 1 Private Limited	51,719,261	10	5,171.93	74.00%	Construction and maintenance of roads
MEP Sanjose Nagpur Ring Road 2 Private Limited	49,815,061	10	4,981.51	74.00%	Construction and maintenance of roads
MEP Sanjose Arawali Kante Road Private Limited	34,952,400	10	3,495.24	74.00%	Construction and maintenance of roads
MEP Sanjose Kante Waked Road Private Limited	47,888,170	10	4,788.82	74.00%	Construction and maintenance of roads
MEP Sanjose Talaja Mahuva Road Private Limited	36,356,000	10	3,635.60	60.00%	Construction and maintenance of roads
MEP Sanjose Mahuva Kagavadar Road Private Limited	33,756,000	10	3,375.60	60.00%	Construction and maintenance of roads
SMYR Consortium LLP	NA	NA	5.00	25.00%	Collection of toll
Less: Impairment in the value of Investments			(5.00)		
<b>TOTAL</b>			<b>25,449.03</b>		

## Note 5.2 (a) In Equity Shares of Subsidiary Companies as at March 31, 2018

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
<b>Subsidiaries</b>					
MEP Infrastructure Private Limited	374,278,998	10	37,934.05	99.99%	Collection of toll, road repair and maintenance of structures, flyovers, etc
Raima Ventures Private Limited	11,498,850	10	1,149.89	100.00%	Collection of toll
Rideema Toll Private Limited	2,488,500	100	2,599.02	100.00%	Collection of toll

# Notes to Financial Statements as at March 31, 2019

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
MEP Chennai Bypass Toll Road Private Limited	5,159,980	10	516.00	100.00%	Operation, Maintenance and Collection of toll
MEP Hyderabad Bangalore Toll Road Private Limited	15,074,890	10	1,507.49	99.99%	Operation, Maintenance and Collection of toll
Raima Toll Road Private Limited	18,464,980	10	1,846.50	100.00%	Operation, Maintenance and Collection of toll
MEP Nagzari Toll Road Private Limited	639,800	10	63.98	100.00%	Collection of toll
MEP IRDP Solapur Toll Road Private Limited	819,800	10	81.98	100.00%	Collection of toll
Rideema Toll Bridge Private Limited	12,679,800	10	1,267.98	100.00%	Collection of toll
MEP Highway Solutions Private Limited	9,184,800	10	967.33	100.00%	Construction and maintenance activities
MEP RGSL Toll Bridge Private Limited	43,879,800	10	4,387.98	100.00%	Operation, Maintenance and Collection of toll
Raima Toll and Infrastructure Private Limited	6,999,990	10	700.00	100.00%	Collection of toll
MEP Tormato Private Limited	12,999,999	10	1,540.65	100.00%	Installation of toll equipments, Cameras, Weigh bridges, etc
MEP Roads & Bridges Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Infra Constructions Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Infraprojects Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Toll & Infrastructure Private Limited	9,999	10	1.00	100.00%	Collection of toll
Mhaiskar Toll Road Private Limited	9,999	10	1.00	100.00%	Collection of toll
MEP Foundation	9,990	10	1.00	99.90%	Corporate Social Responsibilities
			<b>54,568.85</b>		

## Note 5.2 (b) In Preference Shares of Subsidiary Companies as at March 31, 2018

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
12% Non-Cumulative redeemable preference shares of MEP Hyderabad Bangalore Toll Road Private Limited	20,000,000	10	2,000.00	-	Operation, Maintenance and Collection of toll
<b>TOTAL</b>			<b>2,000.00</b>		

## Note 5.2 (c) In Equity shares of Jointly Controlled Entities and Associates as at March 31, 2018

Name of the entity	Number of Shares	Face Value (₹)	Total (₹ in lakhs)	Proportion of ownership interest held	Principal activities
KVM Technology Solutions Private Limited	3,300	10	0.33	33.00%	Installation of toll equipments , Cameras, Weigh bridges, etc
MEP Nagpur Ring Road 1 Private Limited	37,035,861	10	3,703.59	74.00%	Construction and maintenance of roads
MEP Sanjose Nagpur Ring Road 2 Private Limited	39,455,061	10	3,945.51	74.00%	Construction and maintenance of roads
MEP Sanjose Arawali Kante Road Private Limited	32,917,400	10	3,291.74	74.00%	Construction and maintenance of roads
MEP Sanjose Kante Waked Road Private Limited	45,867,400	10	4,586.74	74.00%	Construction and maintenance of roads
MEP Sanjose Talaja Mahuva Road Private Limited	29,996,000	10	2,999.60	60.00%	Construction and maintenance of roads
MEP Sanjose Mahuva Kagavadar Road Private Limited	27,486,000	10	2,748.60	60.00%	Construction and maintenance of roads
MEPIDL Enterprises LLC	49	AED 1500	12.97	49.00%	Construction and maintenance of roads
SMYR Consortium LLP	NA	NA	5.00	25.00%	Collection of toll
Less: Impairment in the value of Investments			(5.00)		
<b>TOTAL</b>			<b>21,289.07</b>		

# Notes to Financial Statements

as at March 31, 2019

## NOTE 6 – NON CURRENT FINANCIAL ASSETS-LOANS

(Unsecured, considered good unless otherwise stated)

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>To related parties:</b>		
Loans and advances (Refer Note 6(a) below)	619.05	2,115.57
<b>To parties other than related parties:</b>		
Security deposits	232.47	212.90
Loans to employees	8.45	12.23
<b>Total</b>	<b>859.97</b>	<b>2,340.71</b>

Refer to Note 13 for Current Portion of Loans to employees and Security Deposits

### 6(a) Loans and advances to related parties

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Subsidiary companies</b>		
- Baramati Tollways Private Limited	619.05	924.65
- MEP Tormato Private Limited	-	1,190.93
<b>Total</b>	<b>619.05</b>	<b>2,115.57</b>

## NOTE 7 – NON CURRENT FINANCIAL ASSETS-OTHERS

(Unsecured, considered good unless otherwise stated)

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Fixed deposits with banks with maturity period more than twelve months from reporting date (Refer Note 12)	1332.80	1348.07
Interest accrued on fixed deposits	111.79	51.77
Advance consideration for acquisition of equity shares (Refer Note 7(a) below)	17714.12	4202.37
<b>Total</b>	<b>19,158.71</b>	<b>5,602.21</b>

### 7(a) Advance against acquisition of the equity shares

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>I. Subsidiary companies</b>		
MEP Longjian ACR Private Limited	2,581.59	-
MEP Longjian CLR Private Limited	3,090.06	-
MEP Longjian Loha Waranga Road Private Limited	3,243.86	-
MEP Longjian VTR Private Limited	3,155.75	-
	<b>12,071.26</b>	<b>-</b>

# Notes to Financial Statements as at March 31, 2019

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>II. Jointly Controlled Entity</b>		
MEP Sanjose Arawali Kante Road Private Limited	474.51	648.60
MEP Sanjose Kante Waked Road Private Limited	607.33	597.50
MEP Sanjose Nagpur Ring Road 2 Private Limited	1,116.11	468.17
MEP Nagpur Ring Road 1 Private Limited	723.70	608.70
MEP Sanjose Mahuva Kagavadar Road Private Limited	588.93	112.80
MEP Sanjose Talaja Mahuva Road Private Limited	2,132.28	1,766.60
	<b>5,642.86</b>	<b>4,202.37</b>
	<b>17,714.12</b>	<b>4,202.37</b>

## NOTE 8 - TAXATION

### i. Amounts recognised in profit or loss

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Current Tax</b>		
Current year	1,904.00	2,362.00
Earlier years	-	45.76
<b>Total current tax</b>	<b>1,904.00</b>	<b>2,407.76</b>
<b>Deferred tax</b>		
Deferred tax on origination and reversal of temporary differences	(214.41)	(40.45)
<b>Total deferred tax</b>	<b>(214.41)</b>	<b>(40.45)</b>
<b>Total Income tax (income) / expense</b>	<b>1,689.59</b>	<b>2,367.31</b>

### ii. Income Tax in Other Comprehensive income

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Remeasurement of defined benefit obligations	78.89	38.61
Tax benefit	(27.53)	(13.36)
<b>Net of tax</b>	<b>51.36</b>	<b>25.25</b>

### iii. Reconciliation of effective tax

The table below explains the differences between the expected tax expense, at the Indian statutory tax rate of 34.944% (2018: 34.61%) payable by corporate entities in India on taxable profits under tax laws in India, and the Company's total tax expense for the year.

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Profit / (loss) before tax as per Statement of Profit and loss</b>	<b>4,697.23</b>	<b>6,383.60</b>
Tax using the domestic tax rate of company	1,641.40	2,209.24
<b>Tax effects of:</b>		
Expenses not deductible for tax purposes	50.00	117.29
Income not chargeable to tax	(0.94)	(0.71)
Others	15.47	11.85
Tax relating to prior years	-	45.76
Items on which deferred tax is not created	(16.34)	(16.12)
<b>Income tax expense</b>	<b>1,689.59</b>	<b>2,367.31</b>
<b>Effective Tax Rate</b>	<b>35.97%</b>	<b>37.08%</b>

# Notes to Financial Statements

as at March 31, 2019

## DEFERRED TAX DISCLOSURE

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Deferred tax assets</b>		
Excess of depreciation on fixed assets provided in accounts over depreciation / amortisation under income tax law	382.87	172.36
Provision for employee benefits	203.01	160.57
Difference between carrying value and tax base of Security Deposits	24.27	33.49
<b>Total deferred tax assets</b>	<b>610.15</b>	<b>366.42</b>
<b>Deferred tax liabilities</b>		
Excess of depreciation / amortisation on fixed / intangible assets in income-tax law over depreciation / amortisation provided in accounts.	-	4.17
Difference between carrying value and tax base of borrowings	40.86	32.84
Straightling of upfront lease charges paid	5.30	7.36
<b>Total deferred tax liabilities</b>	<b>46.16</b>	<b>44.38</b>
<b>Deferred tax asset (net)</b>	<b>563.99</b>	<b>322.04</b>

Particulars	₹ in lakhs						
	Net balance March 31, 2017	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2018	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2019
Property, plant and equipment and Intangible asset	174.05	(5.86)	-	168.19	214.68	-	382.87
Straightling of upfront lease charges paid	(5.85)	(1.51)	-	(7.36)	2.06	-	(5.30)
Security deposit	0.87	32.62	-	33.49	(9.22)	-	24.27
Borrowings	(30.45)	(2.39)	-	(32.84)	(8.02)	-	(40.86)
Provision for employee benefits	129.62	17.59	13.36	160.57	14.90	27.53	203.01
<b>Tax assets (Liabilities)</b>	<b>268.24</b>	<b>40.45</b>	<b>13.36</b>	<b>322.04</b>	<b>214.41</b>	<b>27.53</b>	<b>563.99</b>

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

### Tax losses carried forward

The Company does not have any losses carried forward for tax purposes.

## NOTE 9 – OTHER NON CURRENT ASSETS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>To related parties:</b>		
Capital advances (Refer Note 9(a) below)	-	2,233.77
<b>To parties other than related parties:</b>		
Capital advances	509.16	206.70
Mobilisation advance	9,084.94	14,558.36
Prepaid expenses	133.97	188.22
<b>Total</b>	<b>9,728.07</b>	<b>17,187.05</b>

Refer to Note 15 for Current Portion of Mobilisation advance and Prepaid Expenses.

# Notes to Financial Statements as at March 31, 2019

## 9(a) Capital advances to related parties

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Ideal Toll & Infrastructure Private Limited	-	2,233.77
<b>Total</b>	<b>-</b>	<b>2,233.77</b>

## NOTE 10 - INVENTORIES

(valued at lower of cost and net realisable value)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Construction materials	1,116.72	-
<b>Total</b>	<b>1,116.72</b>	<b>-</b>

## NOTE 11 - CURRENT FINANCIAL ASSETS-TRADE RECEIVABLES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Considered good - Unsecured*	7,794.73	8,762.19
Less: Allowance for doubtful debts	-	-
<b>Total</b>	<b>7,794.73</b>	<b>8,762.19</b>

\* Trade receivables includes ₹ 7,787.42 lakhs ( Previous year: ₹ 8,754.88 lakhs) are due from related parties as below:

### (a) Trade receivables from related parties

	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>I. Joint Controlled Entities</b>		
- MEP Nagpur Ring Road 1 Private Limited	1,229.99	2,454.10
- MEP Sanjose Nagpur Ring Road 2 Private Limited	3,263.98	1,484.54
- MEP Sanjose Arawali Kante Road Private Limited	1,281.66	1,091.56
- MEP Sanjose Kante Wakad Road Private Limited	151.35	764.60
- MEP Sanjose Talaja-Mahuva Road Private Limited	52.59	828.69
- MEP Sanjose Mahuva-Kagavadar Road Private Limited	1,098.56	1,422.10
	<b>7,078.13</b>	<b>8,045.59</b>
<b>II. Subsidiaries</b>		
- MEP Tormato Private Limited	709.29	709.29
	<b>709.29</b>	<b>709.29</b>
<b>Total</b>	<b>7,787.42</b>	<b>8,754.88</b>

### (b) Notes:

- i) The carrying amounts of trade receivables as at the reporting date approximate fair value. Trade receivables are predominantly non-interest bearing.
- ii) Refer Note 33 for information about credit risk of trade receivables.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 12

### (i) Current Financial Assets–Cash and cash equivalents

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Cash on hand	382.43	561.88
Bank balances		
In current accounts	330.71	847.85
Unclaimed dividend	0.94	0.47
Unclaimed share application money	0.29	0.29
In fixed deposits	167.04	81.74
<b>Cash and cash equivalents as presented in the Balance sheet</b>	<b>881.41</b>	<b>1,492.23</b>

Note: Bank balances and term deposits with banks comprise cash held by the Company on a short-term basis with original maturity of three months or less. The carrying amount of cash equivalents as at reporting date at fair value.

### (ii) Current Financial Assets–Other bank balances

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Bank deposits with maturity from 3-12 months	4,757.17	4,196.12
<b>Total</b>	<b>4,757.17</b>	<b>4,196.12</b>
<b>Details of bank deposits</b>		
Bank deposits with original maturity of 3 months or less included under 'Cash and cash equivalents'	167.04	81.74
Bank deposits due to mature within 12 months of the reporting date included under 'Other bank balances'	4,757.17	4,196.12
Bank deposits due to mature after 12 months of the reporting date included under 'Other non financial current assets' (Refer Note 7)	1332.80	1348.07
	<b>6,257.01</b>	<b>5,625.93</b>

Note: Total bank deposits of ₹ 6,257.01 lakhs (previous year : ₹ 5,625.93 lakhs) comprise of Deposits having maturities of Less than 3 months, maturities of 3-12 months and maturities of more than 12 months (Disclosed under Non-Current Financial Assets). Out of the total deposits, fixed deposits with Banks of ₹ 1,782.24 lakhs (previous year : ₹ 1,857.24 lakhs) are provided as a lien for maintenance of Debt Service Reserve Account. Bank deposits of ₹ 855.03 lakhs (previous year : ₹ 375.00 lakhs) are provided as cash margin for bank facilities. Bank deposits of ₹ 3,619.74 lakhs (previous year : ₹ 3,393.68 lakhs) with various banks are provided as a lien for bank guarantees given to authorities.

## NOTE 13 – CURRENT FINANCIAL ASSETS-LOANS

### (Unsecured, considered good unless otherwise stated)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>To related parties</b>		
Loans (refer note below)	3,528.29	17,323.60
<b>To parties other than related parties</b>		
Security deposits	27,064.77	179.42
Loan to employees	10.79	8.40
Performance Security	-	622.50
<b>Total</b>	<b>30,603.85</b>	<b>18,133.92</b>

# Notes to Financial Statements as at March 31, 2019

## (a) Loans and advances to related parties

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>I. Subsidiary companies</b>		
- Baramati Tollways Private Limited	402.91	906.19
- MEP Highway Solutions Private Limited	2.33	2,189.94
- Rideema Toll Bridge Private Limited	-	724.50
- Raima Toll Road Private Limited	208.52	392.12
- MEP Nagzari Toll Road Private Limited	686.07	686.07
- Rideema Toll Private Limited	1,094.62	2,550.10
- MEP Infra Construction Private Limited	1.78	0.33
- MEP Toll & Infrastructure Private Limited	1.46	0.33
- MEP Tormato Private Limited	440.00	2,056.59
- Mhaiskar Toll Road Private Limited	1.49	0.28
- Raima Ventures Private Limited	80.30	0.30
- Raima Toll & Infrastructure Private Limited	14.81	3,997.56
- MEP RGSL Toll Bridge Private Limited	593.00	3,569.30
- MEP IRDP Solapur Toll Road Private Limited	1.00	250.00
<b>Total</b>	<b>3,528.29</b>	<b>17,323.60</b>

## NOTE 14 - CURRENT FINANCIAL ASSETS-OTHERS

(Unsecured, considered good unless otherwise stated)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Interest receivable</b>		
accrued on fixed deposits/recurring deposits	86.86	33.06
accrued on loans to related parties	2,174.11	2,080.13
<b>To related parties:</b>		
Other receivable	3,500.43	2,897.62
<b>To parties other than related parties:</b>		
Bid Security	397.26	297.00
Receivable from Authority	873.56	641.16
Other receivable	238.25	222.50
Claim receivable*	3,407.83	1,049.05
<b>Total</b>	<b>10,678.30</b>	<b>7,220.52</b>

\* The Company has recognised claim of Rs. 3,407.83 lakhs (March 31, 2018: 1,049.05 lakhs ) receivable from SDMC towards air pollution, all India indefinite road transport strike and operation & maintenance expenses during suspension period.

## NOTE 15 - OTHER CURRENT ASSETS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Advance to suppliers	995.46	2,160.07
Balance with Government authorities	1,623.66	-
Prepaid expenses	340.16	334.56
Mobilisation advance	50,348.52	38,611.48
Unbilled Revenue (Refer Note 42)*	24,146.15	8,275.22
InvIT Issue Expenses	-	131.91
QIP Issue Expenses	-	209.81
<b>Total</b>	<b>77,453.95</b>	<b>49,723.05</b>

\* Classified as non financial asset as the contractual rights to consideration is dependent on completion of contractual milestone



# Notes to Financial Statements

as at March 31, 2019

## NOTE 16 - EQUITY SHARE CAPITAL

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>[a] Authorised share capital</b>		
225,000,000 (March 31, 2018: 200,000,000) equity shares of the par value of ₹ 10 each	22,500.00	22,500.00
	<b>22,500.00</b>	<b>22,500.00</b>
<b>[b] Issued</b>		
183,446,051 (March 31, 2018: 162,569,191) equity shares of ₹ 10 each	18,344.61	16,256.92
	<b>18,344.61</b>	<b>16,256.92</b>
<b>[c] Subscribed and paid up</b>		
183,446,051 (March 31, 2018: 162,569,191) equity shares of ₹ 10 each	18,344.61	16,256.92
	<b>18,344.61</b>	<b>16,256.92</b>

### [d] Reconciliation of number of shares outstanding at the beginning and end of the year :

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
<b>Equity :</b>				
Shares outstanding, beginning of the year	162,569,191	16,256.92	162,569,191	16,256.92
Issued during the year*	20,876,860	2,087.69	-	-
<b>Shares outstanding, end of the year</b>	<b>183,446,051</b>	<b>18,344.61</b>	<b>162,569,191</b>	<b>16,256.92</b>

\* Refer to Note 45 for Qualified Institutional Placement (QIP).

### [e] Rights, preferences and restrictions attached to equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

### [f] Details of shareholders holding more than 5% of the aggregate shares in the Company:

Name of the shareholder	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Percentage	No. of Shares	Percentage
<b>Equity shares of ₹ 10 each fully paid held by:</b>				
Ideal Toll & Infrastructure Private Limited	29,940,407	16.32%	29,940,407	18.42%
Dattatray Mhaikar	-	-	11,448,589	7.04%
Jayant Dattatray Mhaikar	14,358,546	7.83%	14,258,546	8.77%
Anuya Jayant Mhaikar	14,655,252	7.99%	12,372,252	7.61%
Sudha Dattatray Mhaikar	26,454,180	14.42%	14,998,591	9.23%
A J Tolls Private Limited	32,567,767	17.75%	30,000,000	18.45%
HDFC Trustee Company Limited	13,615,944	7.42%	14,033,486	8.63%
	<b>131,592,096</b>	<b>71.73%</b>	<b>127,051,871</b>	<b>78.15%</b>

# Notes to Financial Statements as at March 31, 2019

## NOTE 17

### (i) Securities Premium

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
At the commencement of the year	26,773.55	26,773.55
Add: Received during the year	14,091.88	-
Less: Share issue expenses*	511.31	-
<b>Balance as at the end of the year</b>	<b>40,354.12</b>	<b>26,773.55</b>

\* Refer to Note 45 for Qualified Institutional Placement (QIP).

### (ii) Retained earnings

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
At the commencement of the year	20,768.40	17,070.85
Add : Profit for the year	3,007.64	4,016.29
Less: a) Dividend for the year ended March 31, 2017	-	(243.85)
b) Dividend for the year ended March 31, 2018	(550.34)	-
c) Dividend Distribution Tax	(113.12)	(49.64)
Other comprehensive income	(51.36)	(25.25)
<b>Balance as at the end of the year</b>	<b>23,061.22</b>	<b>20,768.40</b>
<b>Other equity [ (i) + (ii) ]</b>	<b>63,415.34</b>	<b>47,541.95</b>

#### Securities premium:

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

#### Retained earnings:

Retained earnings are the profits that the Company has earned till date, less dividends or other distributions paid to shareholders.

## NOTE 18 - NON-CURRENT FINANCIAL LIABILITY-BORROWINGS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Secured Loans</b>		
<b>Term loans</b>		
- from banks	19,455.74	18,705.57
- from financial institution	671.40	2,352.01
	<b>20,127.14</b>	<b>21,057.58</b>
<b>Vehicle loans</b>		
- from banks	635.36	335.99
- from financial institution	23.98	38.58
	<b>659.34</b>	<b>374.57</b>
<b>Equipment loans</b>		
- from banks	920.72	1,280.09
- from financial institution	734.46	51.46
	<b>1,655.18</b>	<b>1,331.55</b>
<b>Total</b>	<b>22,441.66</b>	<b>22,763.70</b>

# Notes to Financial Statements

as at March 31, 2019

## I) Term loans

- A)** Term loan includes loan from a bank amounting ₹ 13,424.80 lakhs (March 31, 2018 : ₹ 14,649.80 lakhs) which is secured by a first and exclusive charge as under:
- first exclusive charge on escrow account specifically maintained for maintenance income/receivables from the maintenance contract with MEP Infrastructure Private Limited, a subsidiary;
  - first mortgage and charge on all immovable and movable properties of the Company, (including movable plant and machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties); except as specifically charged;
  - exclusive charge on specific account opened to route the proceeds from the loan and interest thereon extended to the Ideal Toll & Infrastructure Private Limited by MEP Infrastructure Private Limited, subsidiary company;
  - pledge of 5 lakhs shares of IRB Infrastructure Developers Limited, held by the promoters of the company;
  - pledge of 1.14 crore shares of the Company held by Promoters of the Company (in demat form);
  - first charge over the all bank accounts including but not limited to escrow account opened by MEP Highway Solutions Private Limited, subsidiary company;
  - corporate guarantees given by Ideal Toll & Infrastructure Private Limited and personal guarantee given by Mr. Jayant D. Mhaiskar, Director of the Company
  - Equitable mortgage of 9.56 Ha land, situated at Dhakale Gaon, Baramati District, owned by relative of Promoters of the Company;  
The term loan carries an interest rate calculated on base rate of the bank plus a spread of 275 basis points. The term loan is repayable in 127 unequal monthly installments commencing from 1 September 2014.
- B)** Term loan includes a loan from a bank amounting ₹ 851.76 lakhs (March 31, 2018 : ₹ 1,086.03 lakhs) which is secured as under :
- exclusive charge by way of equitable/registered mortgage on the two of commercial properties situated at Boomerang building, Chandivali farm road, Andheri East;
  - pledge of 200% shares of amount equivalent to remaining portion of term loan after considering the amount against the property as per security cover in the form of demat shares of the Company;
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company.  
The term loan carries an interest rate calculated on base rate plus 0.65% (annual reset). The loan is repayable in 72 monthly installments from the date of disbursement.
- C)** Term loan from bank amounting ₹ 428.53 lakhs (March 31, 2018 : ₹ Nil) which is secured as under :
- by Receivables generated from Toll collection at Parinur toll plaza on NH 45 in the state of Tamil Nadu.
  - Performance security deposit receivable from authority and other movable assets like toll equipment etc. used for toll collection at Parinur toll plaza,
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company  
The term loan carries an interest rate of 11.90 % p.a. (floating). The loan is repayable in 14 monthly installments commencing from August 2018.
- D)** Term loan from bank amounting ₹ 4,050.00 lakhs (March 31, 2018 : ₹ 4,800.00 lakhs) which is secured as under :
- Hypothecation/ assignment of all the receivables/revenues/security interest generated from contract with SMDC for Toll Collection at Entry points of Delhi.
  - first pari-passu charge over the cash flows of the Project, along with Security Deposit funding Bank / BG issuing bank.
  - first pari-passu charge over all accounts of the applicant relating to this project including the Escrow Account and the Sub-Accounts.
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company

## Notes to Financial Statements as at March 31, 2019

The term loan carries an interest rate of 12.00 % p.a. (floating) i.e. 3.75% below PLR. The loan is repayable in 60 monthly installments commencing from October 2017.

- E)** Term loan from bank amounting ₹ 451.33 lakhs (March 31, 2018 : ₹ 562.60 lakhs) which is secured as under :
- hypothecation / assignment of by receivables generated from Toll Collection at Toll Plazas situated on at entry points of Delhi.
  - hypothecation / assignment of Other movable assets like toll equipment etc. used for Toll Collection at Toll Plazas.
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company
- The term loan carries an interest rate of 11.90 % p.a. (floating). The loan is repayable in 60 monthly installments commencing from October 2017.
- F)** Term loan from bank amounting ₹ 6,750.00 lakhs (March 31, 2018 : ₹ Nil) which is secured as under :
- subservient charge on the existing and future movable fixed assets of the Company to provide minimum one time security cover.
  - subservient charge on the commercial properties situated at Boomerang building, block no. 408/409/410, Chandivali farm road, Andheri East and Lake home, Powai, Mumbai.
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company
- The term loan carries an interest rate of 4.55 % p.a. payable monthly ("Spread") over and above one year YBL MCLR. The loan is repayable in 9 structured quarterly installments commencing from February 2019.
- G)** Term loan includes a loan from a financial institution amounting ₹ 2,341.11 lakhs (March 31, 2018 : ₹ 4,027.78 lakhs) which is secured as under :
- first pari-passu charge on approximately 21 acres of leasehold land of 99 years located at Baramati, District Pune, Maharashtra giving a security cover of 1.25 times over the loan facility.
  - DSRA equivalent to 3 months interest servicing in form of Fixed deposit with scheduled commercial bank.
  - Subservient charge on all revenues & receivable of the Company
  - Non-Disposal Undertaking (NDU) mechanism along with Power of Attorney (POA) of specified numbers of shares of the Company held by the Promoters of the Company so as to give cover of 1.25 times on the loan amount;
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company.
  - Corporate guarantee of Baramati Tollways private Limited (Land mortgagor)
- The term loan carries an interest rate calculated on base rate plus spread of 1.80%. The loan is repayable in 36 equal monthly installments beginning from 25<sup>th</sup> month from the date of disbursement.

### II) Vehicle Loans

- Vehicle loans from banks of ₹ 813.48 lakhs (March 31, 2018 : ₹ 467.86 lakhs) carry interest rates ranging from 8.35% - 10.01% p.a. The loans are repayable in 54 - 60 monthly installments along with interest. The loans are secured by way of hypothecation of the respective vehicles.
- Vehicle loans from various financial institutions of ₹ 37.94 lakhs (March 31, 2018 : ₹ 58.18 lakhs) carry interest rate ranging from 8.53% - 10.40% p.a. The loans are repayable in 33 - 59 monthly installments along with interest. The loans are secured by way of hypothecation of the respective vehicles.

### III) Equipment Loans

- Equipment loans from banks of ₹ 1,279.63 lakhs (March 31, 2018 : ₹ 1,602.35 lakhs) carry an interest rate of 9.00% - 9.35% p.a. The loan is repayable in 47 - 58 monthly installments along with interest. The loans are secured by way of hypothecation of the respective equipments.
- Equipment loans from financial institution of ₹ 1,033.34 lakhs (March 31, 2018 : ₹ 125.18 lakhs) carry an interest rate of 8.80% - 11.90% p.a. The loan is repayable in 23 - 60 monthly installments along with interest. The loans are secured by way of hypothecation of the respective equipments.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 19 - NON-CURRENT FINANCIAL LIABILITY-OTHERS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Lease equalization	38.35	65.81
<b>Total</b>	<b>38.35</b>	<b>65.81</b>

## NOTE 20 - PROVISIONS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Non-Current Provisions</b>		
Employee benefits		
Gratuity (Refer Note 44)	299.23	231.35
<b>Total (A)</b>	<b>299.23</b>	<b>231.35</b>
<b>Current Provisions</b>		
Employee benefits		
Gratuity (Refer Note 44)	127.17	108.08
<b>Total (B)</b>	<b>127.17</b>	<b>108.08</b>
<b>Total (A)+(B)</b>	<b>426.40</b>	<b>339.43</b>

## NOTE 21 - OTHER NON-CURRENT LIABILITIES

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Mobilisation Advance *	23,128.83	23,159.18
<b>Total</b>	<b>23,128.83</b>	<b>23,159.18</b>

\* Refer to Note 25 for Current Portion of Mobilisation advance.

\* Mobilisation Advance from MEP Infrastructure Private Limited (Subsidiary Company) ₹ 21,228.78 lakhs (previous year : ₹ 22,891.07 lakhs) pursuant to a contract for maintenance of structures, flyovers etc at five Mumbai Entry Points.

\* Mobilisation Advance from MEP Sanjose Arawali Kante Road Private Limited (Jointly Controlled Entity) ₹ Nil (previous year : ₹ 268.11 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Longjian ACR Private Limited (Subsidiary Company) ₹ 546.65 lakhs (previous year : ₹ Nil) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Longjian CLR Private Limited (Subsidiary Company) ₹ 670.10 lakhs (previous year : ₹ Nil) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Longjian Loha Waranga Road Private Limited (Subsidiary Company) ₹ 683.31 lakhs (previous year : ₹ Nil) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

# Notes to Financial Statements as at March 31, 2019

## NOTE 22 – CURRENT FINANCIAL LIABILITY–BORROWINGS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Secured Loans</b>		
- from banks	259.50	402.50
- from financial institution	-	408.33
<b>Loans repayable on demand (secured)</b>		
- from banks	8,342.27	8,197.41
<b>Total</b>	<b>8,601.77</b>	<b>9,008.24</b>

Refer to Note 33 for liquidity risk.

### Nature of Security and terms of repayment

#### (I) Short Term Secured borrowings

- A) Term Loans from bank amounting ₹ Nil (March 31, 2018 : ₹ 402.50 lakhs) is secured as below :
- by Hypothecation / assignment of receivables to be generated from the Chennasamudram Toll collection account of the projects financed;
  - by Hypothecation of other movable assets, like toll equipment and performance security deposit receivable;
  - Personal Guarantee given by Mr. Jayant D. Mhaiskar, Director of the Company;
- The term loan carries an interest rate calculated on rate of 11.90 % p.a. (floating) at monthly rest. The loan is repayable in 12 monthly installments commencing from October 2017.
- B) Term Loans from bank amounting ₹ 259.50 lakhs (March 31, 2018 : ₹ Nil) is secured as below :
- by Hypothecation / assignment of receivables to be generated from the Athur Toll collection account of the projects financed;
  - by Hypothecation of other movable assets, like toll equipment and performance security deposit receivable;
  - Personal Guarantee given by Mr. Jayant D. Mhaiskar, Director of the Company;
- The term loan carries an interest rate calculated on rate of 11.90 % p.a. (floating) at monthly rest. The loan is repayable in 12 monthly installments commencing from August 2018.
- C) Term Loans from financial institution amounting ₹ Nil (March 31, 2018 : ₹ 408.33 lakhs).  
The term loan carries an interest rate 12.25% p.a. The loan is repayable in 11 monthly installments commencing from November 2017.  
The loan is secured against respective equipments.

#### II) Loans repayable on demand

- A) Loans repayable on demand include an overdraft facility from a bank amounting ₹ 7,471.73 lakhs (March 31, 2018 : ₹ 7,432.86 lakhs) which is secured as below:
- First charge / hypothecation / assignment of security interest on Escrow account;
  - First charge by way of hypothecation of all the movable assets, present and future, of the projects financed.
  - First charge on receivable of the projects financed.
  - Personal Guarantee given by Mr. Jayant D. Mhaiskar, director of the Company;
  - Corporate guarantee given by Ideal Toll and Infrastructure Private Limited.
- Loan carries an interest rate calculated on the base rate of the bank and a spread of 2.50% p.a.
- B) Term loan from bank amounting ₹ 870.54 lakhs (March 31, 2018 : ₹ 764.55 lakhs) is secured as below;
- First charge / hypothecation / assignment of security interest on Escrow account;
  - by First and exclusive charge / hypothecation of escrow account of the borrower through which cash flows of the project financed is routed
  - first charge by way of hypothecation of all the movable assets, present and future of the projects financed,
  - First and exclusive charge on receivables of the financed projects upfront cash margin of 5% by way of pledge of Term deposit receipt.
- Loan carries an interest rate of 1 year MCLR plus 3.00%.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 23 - CURRENT FINANCIAL LIABILITY-TRADE PAYABLES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Trade payables *		
Amount due to Micro, Small and Medium Enterprises **	1,160.44	-
Creditors other than micro enterprises and small enterprises	46,298.28	20,483.34
<b>Total</b>	<b>47,458.72</b>	<b>20,483.34</b>

\* The carrying amount of trade payables as at reporting date is at fair value. Refer to Note 33 for liquidity risk.

\*\* Disclosure for Micro, Small and Medium Enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosure pursuant to the said MSMED Act are as follows.

	As at March 31, 2019	As at March 31, 2018
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	1,160.44	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
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 the MSMED Act, 2006.	-	-
	<b>1,160.44</b>	<b>-</b>

## NOTE 24 - CURRENT FINANCIAL LIABILITY-OTHERS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term debt	8,903.32	4,521.18
Deposit from contractors	663.47	109.46
Employee benefit expenses payable	1,036.91	582.17
Retention from contractors	3,505.85	1,525.21
Performance security received from subsidiary	63.25	63.25
Margin Money*	594.00	594.00
Interest accrued but not due on borrowings	368.97	275.29
Unpaid Share Application Money	0.29	0.29
Unpaid dividend	0.94	0.47
Lease equalization	27.46	27.46
Other liabilities	3,757.29	10,600.22
<b>Total</b>	<b>18,921.75</b>	<b>18,298.99</b>

\* Margin money aggregating ₹ 594.00 lakhs (previous year; ₹ 594.00 lakhs) received from MEP Chennai Bypass Toll Road Private Limited (subsidiary company) for the purpose of issuing Bank guarantee to the authority.

Refer to Note 33 for liquidity risk.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 25 – OTHER CURRENT LIABILITIES

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Mobilisation Advance*	42,326.87	43,059.86
Advance billing to customer (Refer note 42)	8,036.03	-
Statutory dues	1,254.29	1,972.99
<b>Total</b>	<b>51,617.19</b>	<b>45,032.85</b>

\* Mobilisation Advance from MEP Infrastructure Private Limited (Subsidiary company) ₹ 2,497.51 lakhs (previous year : ₹ 1,875.52 lakhs) pursuant to a contract for maintenance of structures, flyovers etc at five Mumbai Entry Points.

\* Mobilisation Advance from MEP Nagpur Ring Road 1 Private Limited (Jointly Controlled Entity) ₹ 3,578.90 lakhs (previous year : ₹ 5,068.14 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Sanjose Nagpur Ring Road 2 Private Limited (Jointly Controlled Entity) ₹ 4,984.74 lakhs (previous year : ₹ 7,256.05 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Sanjose Arawali Kante Road Private Limited (Jointly Controlled Entity) ₹ 7,173.55 lakhs (previous year : ₹ 6,175.82 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Sanjose Kante Waked Road Private Limited (Jointly Controlled Entity) ₹ 8,116.75 lakhs (previous year : ₹ 8,116.76 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Sanjose Talaja Mahuva Road Private Limited (Jointly Controlled Entity) ₹ 7,579.17 lakhs (previous year : ₹ 7,998.57 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Sanjose Mahuva Kagavadar Road Private Limited (Jointly Controlled Entity) ₹ 6,496.19 lakhs (previous year : ₹ 6,569.01 lakhs) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Longjian ACR Private Limited (Subsidiary Company) ₹ 546.65 lakhs (previous year : ₹ Nil) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Longjian CLR Private Limited (Subsidiary Company) ₹ 670.10 lakhs (previous year : ₹ Nil) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.

\* Mobilisation Advance from MEP Longjian Loha Waranga Road Private Limited (Subsidiary Company) ₹ 683.31 lakhs (previous year : ₹ Nil) pursuant to a contract, pertaining to Construction of road under Hybrid annuity model.



# Notes to Financial Statements

for the year ended March 31, 2019

## NOTE 26 - REVENUE FROM OPERATIONS

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Revenue from operations*</b>		
Toll Collection	121,762.00	83,242.19
Construction Revenue	57,676.49	59,512.00
<b>Other operating revenue</b>		
- Road repair and maintenance	4,884.57	3,885.52
- Claims from authority	2,601.31	1,045.30
<b>Total</b>	<b>186,924.37</b>	<b>147,685.01</b>

\* Refer to Note 42 for Disclosures pursuant to Revenue from contracts with customers.

## NOTE 27 - OTHER INCOME

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest income		
- from fixed deposits	373.87	324.76
- from loans to related parties	487.93	629.95
- from loans to parties other than related parties	424.57	-
- on Income Tax Refund	-	413.75
- other Interest income	13.89	12.24
Profit on sale of assets	1.93	11.19
Dividend income	2.68	2.06
Miscellaneous income	0.43	9.04
<b>Total</b>	<b>1,305.30</b>	<b>1,402.99</b>

## NOTE 28(a) - COST OF MATERIAL CONSUMED

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Construction expenses	41,690.37	46,469.69
<b>Total</b>	<b>41,690.37</b>	<b>46,469.69</b>

## NOTE 28(b) - OPERATING AND MAINTENANCE EXPENSES

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Concession fees to authority	106,402.61	67,048.77
Road repairing and maintenance expenses	1,338.13	1,246.25
Toll attendant expenses	2,294.59	1,672.93
Other site operational expenses	1,233.22	765.83
<b>Total</b>	<b>111,268.55</b>	<b>70,733.78</b>

# Notes to Financial Statements for the year ended March 31, 2019

## NOTE 29 – EMPLOYEE BENEFITS EXPENSE

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries, wages and bonus	6,515.48	3,998.77
Contribution to Provident and Other Funds (Refer Note 44 )	356.47	203.45
Gratuity Expense (Refer Note 44 )	64.75	83.11
Staff Welfare Expenses	689.94	352.97
<b>Total</b>	<b>7,626.64</b>	<b>4,638.30</b>

## NOTE 30 – FINANCE COSTS

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Interest expenses</b>		
- from banks	4,774.73	4,043.70
- from financial institutions	536.21	620.86
Other borrowing cost	223.96	144.65
Bank guarantee and commission	480.62	194.52
<b>Total</b>	<b>6,015.52</b>	<b>5,003.73</b>

## NOTE 31 – OTHER EXPENSES

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Rates and taxes	509.81	296.35
Auditors remuneration (Refer Note 41 )	51.70	38.16
Legal consultancy and professional fees	1,354.16	1,832.38
Rent	105.44	62.97
Corporate Social Responsibility (CSR) expenditure (Refer Note 40 )	58.56	77.84
Bank charges	412.28	191.78
Travelling and conveyance expenses	1,030.06	571.24
Repairs and maintenance		
- to toll equipments	68.77	73.76
- to computers	39.91	21.13
- others	169.89	177.53
Insurance	118.31	40.82
Directors sitting fees	7.40	4.01
Business promotion and advertisement expenses	173.32	120.72
Miscellaneous expenses	605.95	509.32
<b>Total</b>	<b>4,705.56</b>	<b>4,018.01</b>

# Notes to Financial Statements

as at March 31, 2019

## NOTE 32

### i. Financial instruments – Fair values and risk management

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

#### A. Accounting classification and fair values

₹ in lakhs

March 31, 2019	Carrying amount			Fair value			
	Fair value through Profit and Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>							
Non-current investments - Unquoted equity shares*	35.40	-	35.40	-	-	-	-
Non Current Loans	-	859.97	859.97	-	-	-	-
Other non current financial assets	-	19,158.71	19,158.71	-	-	-	-
Trade and other receivables	-	7,794.73	7,794.73	-	-	-	-
Current Loans and Advances	-	30,603.85	30,603.85	-	-	-	-
Cash and cash equivalents	-	881.41	881.41	-	-	-	-
Bank Balances other than above	-	4,757.17	4,757.17	-	-	-	-
Other Current financial asset	-	10,678.30	10,678.30	-	-	-	-
	<b>35.40</b>	<b>74,734.14</b>	<b>74,769.54</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial liabilities</b>							
Long term borrowings	-	22,441.66	22,441.66	-	-	-	-
Short term borrowings	-	8,601.77	8,601.77	-	-	-	-
Trade and other payables	-	47,458.72	47,458.72	-	-	-	-
Other Non-Current financial liabilities	-	38.35	38.35	-	-	-	-
Other Current financial liabilities	-	18,921.75	18,921.75	-	-	-	-
	<b>-</b>	<b>97,462.25</b>	<b>97,462.25</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

March 31, 2018	Carrying amount			Fair value			
	Fair value through Profit and Loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>							
Non-current investments - Unquoted equity shares*	30.96	-	30.96	-	-	-	-
Non Current Loans	-	2,340.71	2,340.71	-	-	-	-
Other non current financial assets	-	5,602.21	5,602.21	-	-	-	-
Trade and other receivables	-	8,762.19	8,762.19	-	-	-	-
Current Loans and Advances	-	18,133.92	18,133.92	-	-	-	-
Cash and cash equivalents	-	1,492.23	1,492.23	-	-	-	-
Bank Balances other than above	-	4,196.12	4,196.12	-	-	-	-
Other Current financial asset	-	7,220.52	7,220.52	-	-	-	-
	<b>30.96</b>	<b>47,747.90</b>	<b>47,778.86</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial liabilities</b>							
Long term borrowings	-	22,763.70	22,763.70	-	-	-	-
Short term borrowings	-	9,008.24	9,008.24	-	-	-	-
Trade and other payables	-	20,483.34	20,483.34	-	-	-	-
Other Non-Current financial liabilities	-	65.81	65.81	-	-	-	-
Other Current financial liabilities	-	18,298.99	18,298.99	-	-	-	-
	<b>-</b>	<b>70,620.08</b>	<b>70,620.08</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

\* The fair value in respect of the unquoted equity investments cannot be reliably estimated. The Company has currently measured them at cost.

# Notes to Financial Statements as at March 31, 2019

## NOTE 33 – FINANCIAL RISK MANAGEMENT

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

### i. Risk management framework

The Company's board of directors is primarily responsible to develop and monitor Company's Risk Management framework. The Company has a risk management policy in place.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

### ii. 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.

The Company follows a 'simplified approach' (i.e. based on lifetime ECL) for recognition of impairment loss allowance on trade receivables. For the purpose of measuring lifetime ECL allowance for trade receivables, the Company estimates irrecoverable amounts based on the ageing of the receivable balances and historical experience. Receivable balances and deposit balances are monitored on a monthly basis with the result that the Company's exposure to bad debts is not considered to be material.

The Company has no significant concentrations of credit risk. It has policies in place to ensure that sale transactions are made to customers with an appropriate credit history.

The Company does not have any credit risk outside India.

### Impairment

The ageing of trade and other receivables that were not impaired was as follows.

	₹ in lakhs	
	Carrying amount	
	March 31, 2019	March 31, 2018
Neither past due nor impaired	-	5,992.75
Past due 1-30 days	1,172.09	2,112.96
Past due 31-90 days	1,081.94	79.14
Past due 91-120 days	2,031.07	2.20
Past due 121-180 days	-	567.83
Past due 181-360 days	2,793.03	-
More than 360 days	716.60	7.31
	<b>7,794.73</b>	<b>8,762.19</b>

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.

Further, the top 10 customers of the Company in the EPC segment contributes to more than 90% of the trade receivables during the year ended March 31, 2019 and March 31, 2018.

### Cash equivalents & Other bank balances/deposits

The Company held cash equivalents and other bank balances/deposits of ₹ 6,588.96 lakhs at March 31, 2019 (March 31, 2018 : ₹ 6,474.54 lakhs). The cash equivalents and other bank balances/deposits are held with banks with good credit ratings.

# Notes to Financial Statements

as at March 31, 2019

## Loans and advances

The loans and advances (including security deposits) have been to parties which are generally regular in making payments and hence the Company does not expect significant impairment losses on its current profile of outstanding advances.

## iii. Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time, or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

## Maturity pattern of Financial - Liabilities

₹ in lakhs

March 31, 2019	Carrying amount	Contractual cash flows				
		Total	0-1 year	1-2 years	2-5 years	More than 5 years
Borrowings and Interest thereon	40,315.73	48,765.50	21,256.83	11,538.34	13,637.00	2,333.33
Trade payables	47,458.72	47,458.72	47,458.72	-	-	-
Other Payables	9,687.80	9,687.80	9,649.45	27.46	10.89	-
	<b>97,462.25</b>	<b>105,912.02</b>	<b>78,365.00</b>	<b>11,565.80</b>	<b>13,647.89</b>	<b>2,333.33</b>

March 31, 2018	Carrying amount	Contractual cash flows				
		Total	0-1 year	1-2 years	2-5 years	More than 5 years
Borrowings and Interest thereon	36,568.41	46,688.89	16,864.23	7,457.60	16,395.62	5,971.45
Trade payables	20,483.34	20,483.34	20,483.34	-	-	-
Other Payables	13,568.34	13,568.34	13,502.52	27.46	38.35	-
	<b>70,620.09</b>	<b>80,740.57</b>	<b>50,850.10</b>	<b>7,485.06</b>	<b>16,433.97</b>	<b>5,971.45</b>

## iv. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

### iv (a). Currency risk:

The risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates. The functional currency of the Company is Indian Rupees ("₹"). Company does not have any foreign currency transaction apart from investment of AED 1,500 made in subsidiary company (MEPIDL Enterprises LLC). Accordingly, the Company is not significantly exposed to any foreign currency risk.

### iv (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 the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

## Exposure to interest rate risk

The Company's interest rate risk arises from borrowings. Borrowings taken and issued at fixed and floating rates exposes the Company to fair value and cash flow interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

₹ in lakhs

Particulars	March 31, 2019	March 31, 2018
<b>Fixed-rate instruments</b>		
Financial assets	9,509.67	19,406.20
Financial liabilities	(3,156.31)	(2,253.58)
	<b>6,353.36</b>	<b>17,152.62</b>
<b>Variable-rate instruments</b>		
Financial assets	-	-
Financial liabilities	(36,790.44)	(34,039.54)
	<b>(36,790.44)</b>	<b>(34,039.54)</b>
<b>Total</b>	<b>(30,437.08)</b>	<b>(16,886.92)</b>

## Notes to Financial Statements as at March 31, 2019

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

### Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit before tax by the amounts shown below. This analysis assumes that all other variables, remain constant.

	₹ in lakhs	
	Profit or loss	
	100 bp increase	100 bp decrease
<b>March 31, 2019</b>		
Variable-rate instruments	(367.90)	367.90
<b>Cash flow sensitivity (net)</b>	<b>(367.90)</b>	<b>367.90</b>
<b>March 31, 2018</b>		
Variable-rate instruments	(340.40)	340.40
<b>Cash flow sensitivity (net)</b>	<b>(340.40)</b>	<b>340.40</b>

The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. 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 period end balances are not necessarily representative of the average debt outstanding during the period.

### v. Capital Management

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances.

	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Non-Current Borrowings	31,344.98	27,284.88
Current Borrowings	8,601.77	9,008.24
<b>Gross Debt</b>	<b>39,946.75</b>	<b>36,293.12</b>
Less - Cash and Cash Equivalents	(881.41)	(1,492.23)
Less - Other Bank Deposits	(4,757.17)	(4,196.12)
<b>Adjusted net debt</b>	<b>34,308.17</b>	<b>30,604.77</b>
<b>Total equity</b>	<b>81,759.95</b>	<b>63,798.87</b>
Adjusted net debt to adjusted equity ratio	<b>0.42</b>	<b>0.48</b>

### vi. Dividend

	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Dividend on Equity Shares paid during the year</b>		
Final Dividend for FY 2017-18 [Re. 0.30 (FY 2016-17 ₹ 0.15) per Equity Share of ₹ 10.00 each] including Tax on Dividend	663.46	293.49
	<b>663.46</b>	<b>293.49</b>

#### Proposed Dividend:

The Board of Directors has recommended, subject to the approval of Shareholders, a dividend of Re. 0.30 per equity share of the face value of ₹ 10/- each, aggregating to ₹ 550.34 lakhs for the year ended March 31, 2019.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 34 - EARNINGS PER SHARE

Basic and diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average of equity shares outstanding during the year.

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit/(Loss) for basic and diluted earnings per share (A)	3,007.64	4,016.29
Weighted average number of equity shares (B)	183,274,460	162,569,191
<b>Basic earnings per share (₹) (A / B)</b>	<b>1.64</b>	<b>2.47</b>
Weighted average number of equity shares outstanding during the year for the calculation of diluted earnings per share (C)	183,274,460	162,569,191
<b>Diluted earnings per share (₹) (A / C)</b>	<b>1.64</b>	<b>2.47</b>

## NOTE 35 - CAPITAL COMMITMENTS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Estimated amount of contracts remaining to be executed on capital account (net of advance)	<b>838.40</b>	<b>936.89</b>

## NOTE 36 - OPERATING LEASE COMMITMENTS

The Company has entered into operating lease agreement for equipments during the current year. Expenses for equipment leasing debited to the Statement of Profit and Loss is ₹ 1,376.81 lakhs (previous year : ₹ 841.12 lakhs) in respect of lease agreement. The future minimum lease payments in respect of these equipments as on 31 March 2019 is as below:

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Due not later than one year	1,816.11	1,328.17
Due later than one year but not later than five years	2,887.07	3,153.07
Later than five years	-	-
<b>Total</b>	<b>4,703.18</b>	<b>4,481.24</b>

## NOTE 37 - CONTINGENT LIABILITIES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Claims made against the Company not acknowledged as debts	22,910.82	8,942.48
Bank guarantees	23,789.22	33,411.48
Corporate guarantee given on behalf of Indian subsidiaries Companies towards borrowings	7,57,257.00	576,303.00
<b>Total</b>	<b>8,03,957.04</b>	<b>618,656.96</b>

# Notes to Financial Statements as at March 31, 2019

## NOTE 38 – SEGMENT INFORMATION

### Primary business segments

The Company has identified business segments in accordance with Indian Accounting Standard 108 “Operating Segment” notified under section 133 of Companies Act 2013, read together with relevant rules issued thereunder. Accordingly, the Company has identified two business segments as mentioned below:

#### Toll Collection, Operation & Maintenance:

Collection of toll as per the contracts entered with various Government authorities and providing road repairs and maintenance of flyovers, roads and allied structures to its subsidiaries.

#### Construction:

Construction of roads as per the Engineering, Procurement and Construction (EPC) Contracts entered into with its Subsidiaries and Jointly controlled entities.

The following tables present revenue and profit information regarding the business segments for the year ended March 31, 2019 and March 31, 2018 and certain asset and liability information regarding industry segments as at March 31, 2019 and March 31, 2018.

### A. Information about reportable segments

	₹ in lakhs	
	31 March 2019	31 March 2018
<b>Segment Revenue</b>		
Toll Collection and Operation & Maintenance	129,247.88	88,173.01
Construction	57,676.49	59,512.00
	<b>186,924.37</b>	<b>147,685.01</b>
<b>Segment profit before exceptional items and tax</b>		
Toll Collection and Operation & Maintenance	505.98	2,120.19
Construction	11,093.45	10,404.42
	<b>11,599.43</b>	<b>12,524.61</b>
<b>Segment profit / (loss) before exceptional items and tax includes:</b>		
<b>Toll Collection and Operation &amp; Maintenance</b>		
- Identifiable operating expenses	115,694.12	73,664.41
- Allocated expenses	1,598.45	849.12
- Depreciation and amortization	11,449.33	11,539.29
	<b>128,741.90</b>	<b>86,052.82</b>
<b>Construction</b>		
- Identifiable operating expenses	44,891.45	48,177.36
- Allocated expenses	915.12	628.63
- Depreciation and amortization	776.47	301.60
	<b>46,583.04</b>	<b>49,107.59</b>
<b>Segment assets</b>		
Toll Collection and Operation & Maintenance	96,076.41	114,433.65
Construction	158,318.21	88,516.76
	<b>254,394.62</b>	<b>202,950.41</b>
<b>Segment liabilities</b>		
Toll Collection and Operation & Maintenance	31,224.77	60,368.43
Construction	141,409.90	78,783.12
	<b>172,634.67</b>	<b>139,151.55</b>
<b>Other Disclosures</b>		
<b>Capital expenditure</b>		
Toll Collection and Operation & Maintenance	743.64	1,094.69
Construction	1,110.97	2,021.37
	<b>1,854.61</b>	<b>3,116.06</b>



# Notes to Financial Statements

as at March 31, 2019

## B. Reconciliation of information on reportable segments to Ind AS

Particulars	₹ in lakhs	
	For the year ended March 31, 2018	For the year ended March 31, 2017
Profit / loss before tax		
Total profit before exceptional items and tax for reportable segments	11,599.43	12,524.61
Unallocated amounts:		
– Other Expenses	(8,207.50)	(7,544.00)
– Other Income	1,305.30	1,402.99
<b>Total profit before exceptional items and tax from operations</b>	<b>4,697.23</b>	<b>6,383.60</b>

## NOTE 39 – RELATED PARTY DISCLOSURES

### A) Names of related parties where control exists

#### Subsidiary Companies

MEP Infrastructure Private Limited  
 Raima Ventures Private Limited  
 Rideema Toll Private Limited  
 MEP Nagzari Toll Road Private Limited  
 MEP IRDP Solapur Toll Road Private Limited  
 MEP Highway Solutions Private Limited  
 Rideema Toll Bridge Private Limited  
 Raima Toll Road Private Limited  
 MEP Hyderabad Bangalore Toll Road Private Limited  
 MEP Chennai Bypass Toll Road Private Limited  
 MEP RGSL Toll Bridge Private Limited  
 MEP Tormato Private Limited  
 Raima Toll and Infrastructure Private Limited  
 MEP Infraprojects Private Limited  
 MEP Toll & Infrastructure Private Limited  
 MEP Infra Constructions Private Limited  
 Mhaiskar Toll Road Private Limited  
 MEP Roads & Bridges Private Limited  
 MEP Foundation (6<sup>th</sup> July, 2016 onwards)  
 MEP Longjian ACR Private Limited  
 MEP Longjian CLR Private Limited  
 MEP Longjian Loha Waranga Road Private Limited  
 MEP Longjian VTR Private Limited  
 MEPIDL Enterprises LLC (1<sup>st</sup> April, 2018 onwards)  
 Baramati Tollways Private Limited (a subsidiary of Rideema Toll Private Limited)  
 Ideal Toll & Infrastructure Private Limited  
 A J Tolls Private Limited  
 KVM Technology Solutions Private Limited  
 SMYR Consortium LLP  
 MEP Sanjose Arawali Kante Road Private Limited  
 MEP Sanjose Kante Waked Road Private Limited  
 MEP Sanjose Nagpur Ring Road 2 Private Limited  
 MEP Nagpur Ring Road 1 Private Limited  
 MEP Sanjose Mahuva Kagavadar Road Private Limited  
 MEP Sanjose Talaja Mahuva Road Private Limited  
 MEPIDL Enterprises LLC (Upto 31 March 2018)

#### Step down Subsidiaries

#### Associate Concern

#### Jointly Controlled Entities / Associates

# Notes to Financial Statements as at March 31, 2019

## Other related parties with whom transactions have taken place during the year

### Key management personnel (KMP)

Mr. Jayant Mhaiskar  
 Mr. Murzash Manekshana  
 Mr. M. Sankaranarayanan  
 Mr. Pandurang B Dandawate  
 Mr. Harshad Pusalkar  
 Mr. Shridhar Phadke (Upto 5<sup>th</sup> May, 2017)  
 Mr. Subodh Garud (07 February, 2019 onwards)

Enterprises owned or significantly influenced / controlled by key management personnel or their relatives where there are transactions.

Jan Transport  
 MEP Toll Gates Private Limited  
 VCR Toll Services Private Limited  
 Rideema Enterprises

## B. Disclosures of material transactions with related parties and balances

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity /Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
<b>I) Transactions during the year</b>												
<b>Remuneration</b>												
Mr. Jayant Mhaiskar	-	-	-	-	196.19	136.05	-	-	-	-	196.19	136.05
Mr. Murzash Manekshana	-	-	-	-	316.22	300.75	-	-	-	-	316.22	300.75
Mr. M. Sankaranarayanan	-	-	-	-	95.12	74.86	-	-	-	-	95.12	74.86
Mr. Shridhar Phadke	-	-	-	-	-	7.70	-	-	-	-	-	7.70
Mr. Pandurang B Dandawate	-	-	-	-	251.92	248.45	-	-	-	-	251.92	248.45
Mr. Harshad Pusalkar	-	-	-	-	21.81	15.87	-	-	-	-	21.81	15.87
Mr. Subodh Garud	-	-	-	-	10.70	-	-	-	-	-	10.70	-
<b>Loans given</b>												
Rideema Toll Private Limited	-	-	0.52	1.71	-	-	-	-	-	-	0.52	1.71
Rideema Toll Bridge Private Limited	-	-	1,033.58	1,470.75	-	-	-	-	-	-	1,033.58	1,470.75
Raima Toll and Infrastructure Private Limited	-	-	200.00	5,168.00	-	-	-	-	-	-	200.00	5,168.00
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	-	624.00	-	-	-	-	-	-	-	624.00
Raima Toll Road Private Limited	-	-	160.30	878.95	-	-	-	-	-	-	160.30	878.95
Baramati Tollways Private Limited	-	-	648.60	651.70	-	-	-	-	-	-	648.60	651.70
MEP Highway Solutions Private Limited	-	-	55.84	5,156.69	-	-	-	-	-	-	55.84	5,156.69
MEP IRDP Solapur Toll Road Private Limited	-	-	-	250.00	-	-	-	-	-	-	-	250.00
MEP RGSL Toll Bridge Private Limited	-	-	1,047.15	3,915.30	-	-	-	-	-	-	1,047.15	3,915.30
MEP Infra Construction Private Limited	-	-	1.45	0.14	-	-	-	-	-	-	1.45	0.14
MEP Infra Projects Private Limited	-	-	-	382.27	-	-	-	-	-	-	-	382.27
MEP Toll & Infrastructure Private Limited	-	-	1.13	0.14	-	-	-	-	-	-	1.13	0.14
Mhaiskar Toll Road Private Limited	-	-	1.21	0.18	-	-	-	-	-	-	1.21	0.18
MEP Tormato Private Limited	-	-	1,430.65	1,979.65	-	-	-	-	-	-	1,430.65	1,979.65
Raima Venture Private Limited	-	-	80.00	-	-	-	-	-	-	-	80.00	-
<b>Repayment of loans given</b>												
Rideema Toll Private Limited	-	-	1,456.00	4,262.00	-	-	-	-	-	-	1,456.00	4,262.00
Rideema Toll Bridge Private Limited	-	-	1,758.08	1,007.58	-	-	-	-	-	-	1,758.08	1,007.58
Raima Toll and Infrastructure Private Limited	-	-	4,182.74	1,214.85	-	-	-	-	-	-	4,182.74	1,214.85
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	-	624.00	-	-	-	-	-	-	-	624.00

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity /Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
Raima Toll Road Private Limited	-	-	343.90	500.00	-	-	-	-	-	-	343.90	500.00
Baramati Tollways Private Limited	-	-	1,485.21	-	-	-	-	-	-	-	1,485.21	-
MEP Highway Solutions Private Limited	-	-	2,243.44	2,991.75	-	-	-	-	-	-	2,243.44	2,991.75
MEP IRDP Solapur Toll Road Private Limited	-	-	249.00	-	-	-	-	-	-	-	249.00	-
MEP RGSL Toll Bridge Private Limited	-	-	4,023.45	346.00	-	-	-	-	-	-	4,023.45	346.00
MEP Infra Projects Private Limited	-	-	-	461.62	-	-	-	-	-	-	-	461.62
MEP Tormato Private Limited	-	-	4,447.24	22.72	-	-	-	-	-	-	4,447.24	22.72
<b>Mobilisation Advances taken</b>												
MEP Infrastructure Private Limited	-	-	7,459.47	5,295.09	-	-	-	-	-	-	7,459.47	5,295.09
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	2,250.72	-	2,250.72
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	55.50	-	55.50
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	729.61	80.26	729.61	80.26
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	73.62	-	73.62
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	696.68	14,087.47	696.68	14,087.47
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	495.92	7,994.57	495.92	7,994.57
MEP Longjian ACR Private Limited	-	-	1,093.29	-	-	-	-	-	-	-	1,093.29	-
MEP Longjian CLR Private Limited	-	-	1,340.20	-	-	-	-	-	-	-	1,340.20	-
MEP Longjian Loha Waranga Road Private Limited	-	-	1,366.62	-	-	-	-	-	-	-	1,366.62	-
MEP Longjian VTR Private Limited	-	-	9,214.29	-	-	-	-	-	-	-	9,214.29	-
<b>Adjustment of Advance taken</b>												
MEP Infrastructure Private Limited (Mobilisation Advance)	-	-	1,025.23	535.28	-	-	-	-	-	-	1,025.23	535.28
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	1,489.24	4,393.56	1,489.24	4,393.56
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	2,271.31	1,537.44	2,271.31	1,537.44
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	729.61	-	729.61
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	809.85	-	809.85
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	1,116.08	4,442.45	1,116.08	4,442.45
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	568.73	1,786.79	568.73	1,786.79
MEP Longjian VTR Private Limited	-	-	9,214.29	-	-	-	-	-	-	-	9,214.29	-
<b>Repayment of Mobilisation advances taken</b>												
MEP Infrastructure Private Limited	-	-	8,235.50	2,988.00	-	-	-	-	-	-	8,235.50	2,988.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	69.00	-	69.00
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	55.50	-	55.50
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	71.50	-	71.50
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	71.00	-	71.00
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	2,524.00	-	2,524.00
<b>Advances given</b>												
Ideal Toll & Infrastructure Private Limited	-	436.00	-	-	-	-	-	-	-	-	-	436.00
<b>Repayment of advances given</b>												
Ideal Toll & Infrastructure Private Limited	2,053.77	500.00	-	-	-	-	-	-	-	-	2,053.77	500.00

# Notes to Financial Statements as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity /Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
<b>Repayment of Margin money/ Performance security received</b>												
MEP Roads Et Bridges Private Limited	-	-	0.06	0.59	-	-	-	-	-	-	0.06	0.59
Raima Toll and Infrastructure Private Limited	-	-	-	250.00	-	-	-	-	-	-	-	250.00
<b>Share application money paid</b>												
MEP RGSL Toll Bridge Private Limited	-	-	-	7,561.00	-	-	-	-	-	-	-	7,561.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	4,478.14	2,411.92	4,478.14	2,411.92
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	5,289.45	1,566.02	5,289.45	1,566.02
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	2,229.13	1,362.30	2,229.13	1,362.30
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	2,396.00	1,171.92	2,396.00	1,171.92
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	9,056.57	8,059.03	9,056.57	8,059.03
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	2,577.24	3,121.31	2,577.24	3,121.31
MEP Longjian ACR Private Limited	-	-	2,608.19	-	-	-	-	-	-	-	2,608.19	-
MEP Longjian CLR Private Limited	-	-	3,116.13	-	-	-	-	-	-	-	3,116.13	-
MEP Longjian Loha Waranga Road Private Limited	-	-	3,275.73	-	-	-	-	-	-	-	3,275.73	-
MEP Longjian VTR Private Limited	-	-	7,046.99	-	-	-	-	-	-	-	7,046.99	-
<b>Share application money paid returned back</b>												
MEP RGSL Toll Bridge Private Limited	-	-	-	3,573.00	-	-	-	-	-	-	-	3,573.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	2,894.80	3,072.16	2,894.80	3,072.16
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	3,605.51	2,701.94	3,605.51	2,701.94
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	2,199.72	823.80	2,199.72	823.80
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	2,184.09	703.62	2,184.09	703.62
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	8,054.89	4,771.04	8,054.89	4,771.04
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	1,474.11	881.13	1,474.11	881.13
MEP Longjian ACR Private Limited	-	-	26.09	-	-	-	-	-	-	-	26.09	-
MEP Longjian CLR Private Limited	-	-	25.56	-	-	-	-	-	-	-	25.56	-
MEP Longjian Loha Waranga Road Private Limited	-	-	31.36	-	-	-	-	-	-	-	31.36	-
MEP Longjian VTR Private Limited	-	-	3,890.73	-	-	-	-	-	-	-	3,890.73	-
<b>Equity contribution made</b>												
MEPIDL Enterprises LLC	-	-	-	-	-	-	-	-	-	12.97	-	12.97
MEP RGSL Toll Bridge Private Limited	-	-	-	3,988.00	-	-	-	-	-	-	-	3,988.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	1,468.34	742.85	1,468.34	742.85
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	1,036.00	372.85	1,036.00	372.85
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	203.50	-	203.50	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	202.08	-	202.08	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	636.00	2,999.00	636.00	2,999.00
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	627.00	2,748.00	627.00	2,748.00
MEP Longjian ACR Private Limited	-	-	0.51	-	-	-	-	-	-	-	0.51	-
MEP Longjian CLR Private Limited	-	-	0.51	-	-	-	-	-	-	-	0.51	-
MEP Longjian Loha Waranga Road Private Limited	-	-	0.51	-	-	-	-	-	-	-	0.51	-
MEP Longjian VTR Private Limited	-	-	0.51	-	-	-	-	-	-	-	0.51	-
<b>Impairment of investment</b>												
SMYR Consortium LLP	-	-	-	-	-	-	-	-	-	5.00	-	5.00

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity /Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
<b>Expenses incurred on our behalf by</b>												
MEP Infrastructure Private Limited	-	-	56.75	70.08	-	-	-	-	-	-	56.75	70.08
MEP RGSJ Toll Bridge Private Limited	-	-	2.89	240.13	-	-	-	-	-	-	2.89	240.13
MEP Highway Solutions Private Limited	-	-	11.53	44.29	-	-	-	-	-	-	11.53	44.29
MEP Chennai Bypass Toll Road Private Limited	-	-	-	209.30	-	-	-	-	-	-	-	209.30
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	9.83	5.13	-	-	-	-	-	-	9.83	5.13
Raima Toll and Infrastructure Private Limited	-	-	17.43	-	-	-	-	-	-	-	17.43	-
Baramati Tollways Private Limited	-	-	1.17	15.85	-	-	-	-	-	-	1.17	15.85
Ideal Toll & Infrastructure Private Limited	-	104.62	-	-	-	-	-	-	-	-	-	104.62
MEP Infra Projects Private Limited	-	-	10.52	15.64	-	-	-	-	-	-	10.52	15.64
MEP Tormato Private Limited	-	-	4.93	3.46	-	-	-	-	-	-	4.93	3.46
Raima Toll Road Private Limited	-	-	0.11	3.33	-	-	-	-	-	-	0.11	3.33
Rideema Toll Bridge Private Limited	-	-	5.61	0.82	-	-	-	-	-	-	5.61	0.82
MEP Foundation	-	-	34.73	61.75	-	-	-	-	-	-	34.73	61.75
MEP Longjian ACR Private Limited	-	-	1.17	-	-	-	-	-	-	-	1.17	-
MEP Longjian Loha Waranga Road Private Limited	-	-	1.71	-	-	-	-	-	-	-	1.71	-
MEP Longjian VTR Private Limited	-	-	16.20	-	-	-	-	-	-	-	16.20	-
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	276.02	1,097.25	276.02	1,097.25
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	1,289.58	1,154.23	1,289.58	1,154.23
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	107.13	0.50	107.13	0.50
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	147.07	-	147.07	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	356.06	263.46	356.06	263.46
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	69.67	-	69.67	-
<b>Expenses incurred on behalf of</b>												
Ideal Toll & Infrastructure Private Limited	367.54	40.98	-	-	-	-	-	-	-	-	367.54	40.98
MEP Infrastructure Private Limited	-	-	13.69	27.60	-	-	-	-	-	-	13.69	27.60
Baramati Tollways Private Limited	-	-	5.59	3.54	-	-	-	-	-	-	5.59	3.54
Raima Ventures Private Limited	-	-	0.56	2.94	-	-	-	-	-	-	0.56	2.94
Rideema Toll Bridge Private Limited	-	-	590.98	15.62	-	-	-	-	-	-	590.98	15.62
MEP Chennai Bypass Toll Road Private Limited	-	-	254.21	237.51	-	-	-	-	-	-	254.21	237.51
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	25.46	82.63	-	-	-	-	-	-	25.46	82.63
MEP Infra Projects Private Limited	-	-	17.00	263.45	-	-	-	-	-	-	17.00	263.45
MEP IRDP Solapur Toll Road Private Limited	-	-	0.39	10.24	-	-	-	-	-	-	0.39	10.24
Raima Toll Road Private Limited	-	-	3.32	13.47	-	-	-	-	-	-	3.32	13.47
Raima Toll and Infrastructure Private Limited	-	-	2.37	31.51	-	-	-	-	-	-	2.37	31.51
MEP Nagzari Toll Road Private Limited	-	-	0.28	0.15	-	-	-	-	-	-	0.28	0.15
MEP RGSJ Toll Bridge Private Limited	-	-	197.30	4.03	-	-	-	-	-	-	197.30	4.03
MEP Highway Solutions Private Limited	-	-	69.72	56.22	-	-	-	-	-	-	69.72	56.22
MEP Tormato Private Limited	-	-	45.12	71.17	-	-	-	-	-	-	45.12	71.17
MEP Longjian ACR Private Limited	-	-	50.42	-	-	-	-	-	-	-	50.42	-
MEP Longjian CLR Private Limited	-	-	47.86	-	-	-	-	-	-	-	47.86	-
MEP Longjian Loha Waranga Road Private Limited	-	-	30.06	-	-	-	-	-	-	-	30.06	-
MEP Longjian VTR Private Limited	-	-	47.03	-	-	-	-	-	-	-	47.03	-
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	756.95	227.66	756.95	227.66
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	287.38	122.95	287.38	122.95
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	609.70	174.91	609.70	174.91
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	277.14	163.87	277.14	163.87
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	478.85	393.62	478.85	393.62
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	407.38	197.57	407.38	197.57
KVM Technology Solutions Private Limited	-	-	-	-	-	-	-	-	0.04	-	0.04	-
<b>Interest Income</b>												
Baramati Tollways Private Limited	-	-	188.20	139.66	-	-	-	-	-	-	188.20	139.66
Rideema Toll Bridge Private Limited	-	-	-	23.93	-	-	-	-	-	-	-	23.93

# Notes to Financial Statements as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity /Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	-	7.30	-	-	-	-	-	-	-	7.30
MEP Highway Solutions Private Limited	-	-	-	113.64	-	-	-	-	-	-	-	113.64
MEP RGSL Toll Bridge Private Limited	-	-	-	23.84	-	-	-	-	-	-	-	23.84
MEP Tormato Private Limited	-	-	252.98	275.00	-	-	-	-	-	-	252.98	275.00
<b>Income from toll collection</b>												
<b>Road repairing charges received</b>												
MEP Infrastructure Private Limited	-	-	4,382.22	3,284.43	-	-	-	-	-	-	4,382.22	3,284.43
MEP Tormato Private Limited	-	-	-	601.09	-	-	-	-	-	-	-	601.09
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	502.35	-	502.35	-
<b>Construction Revenue</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	15,034.14	15,703.97	15,034.14	15,703.97
MEP Sanjose Arawali Kante Private Limited	-	-	-	-	-	-	-	-	4,445.37	1,967.83	4,445.37	1,967.83
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	6,941.28	1,584.92	6,941.28	1,584.92
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	7,713.06	14,262.82	7,713.06	14,262.82
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	11,724.00	15,263.59	11,724.00	15,263.59
MEP Longjian ACR Private Limited	-	-	9.04	-	-	-	-	-	-	-	9.04	-
MEP Longjian CLR Private Limited	-	-	0.61	-	-	-	-	-	-	-	0.61	-
MEP Longjian Loha Waranga Road Private Limited	-	-	17.31	-	-	-	-	-	-	-	17.31	-
MEP Longjian VTR Private Limited	-	-	191.01	-	-	-	-	-	-	-	191.01	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	11,600.66	10,728.88	11,600.66	10,728.88
<b>Guarantees given on behalf of</b>												
MEP Infrastructure Private Limited	-	-	-	73.00	-	-	-	-	-	-	-	73.00
MEP Infraprojects Private Limited	-	-	-	2,200.00	-	-	-	-	-	-	-	2,200.00
MEP RGSL Toll Bridge Private Limited	-	-	-	36,100.00	-	-	-	-	-	-	-	36,100.00
MEP Highway Solutions Private Limited	-	-	-	124.00	-	-	-	-	-	-	-	124.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	27,780.00	-	27,780.00
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	35,150.00	-	35,150.00
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	28,684.00	-	28,684.00
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	37,683.00	-	37,683.00
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	37,420.00	-	37,420.00
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	-	30,707.00	-	30,707.00
MEP Longjian ACR Private Limited	-	-	40,734.00	-	-	-	-	-	-	-	40,734.00	-
MEP Longjian CLR Private Limited	-	-	48,005.00	-	-	-	-	-	-	-	48,005.00	-
MEP Longjian Loha Waranga Road Private Limited	-	-	51,509.00	-	-	-	-	-	-	-	51,509.00	-
MEP Longjian VTR Private Limited	-	-	56,778.00	-	-	-	-	-	-	-	56,778.00	-

## Compensation to key managerial personnel of the Company

₹ in lakhs

Nature of benefits	March 31, 2019	March 31, 2018
<b>Short Term Employee Benefits</b>		
Mr. Jayant Mhaiskar	180.00	120.00
Mr. Murzash Manekshana	300.00	284.68
Mr. M. Sankaranarayanan	83.79	67.32
Mr. Shridhar Phadke	-	7.70
Mr. Pandurang B Dandawate	247.50	246.87
Mr. Harshad Pusalkar	20.48	15.34
Mr. Subodh Garud	10.70	-
<b>Post-employment Benefits</b>		
Mr. Jayant Mhaiskar	16.19	16.05
Mr. Murzash Manekshana	16.22	16.07
Mr. M. Sankaranarayanan	11.33	7.55
Mr. Pandurang B Dandawate	4.42	1.58
Mr. Harshad Pusalkar	1.33	0.53
<b>Total Compensation paid to key managerial personnel</b>	<b>891.96</b>	<b>783.68</b>

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity/Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
<b>II) Balances at the end of the year</b>												
<b>Loans given</b>												
Raima Toll Road Private Limited	-	-	208.52	392.12	-	-	-	-	-	-	208.52	392.12
Rideema Toll Private Limited	-	-	1,094.62	2,550.10	-	-	-	-	-	-	1,094.62	2,550.10
Rideema Toll Bridge Private Limited	-	-	-	724.50	-	-	-	-	-	-	-	724.50
Raima Toll and Infrastructure Private Limited	-	-	14.81	3,997.56	-	-	-	-	-	-	14.81	3,997.56
Baramati Tollways Private Limited	-	-	1,021.96	1,830.83	-	-	-	-	-	-	1,021.96	1,830.83
MEP Highway Solutions Private Limited	-	-	2.33	2,189.94	-	-	-	-	-	-	2.33	2,189.94
MEP IRDP Solapur Toll Road Private Limited	-	-	1.00	250.00	-	-	-	-	-	-	1.00	250.00
MEP RGSL Toll Bridge Private Limited	-	-	593.00	3,569.30	-	-	-	-	-	-	593.00	3,569.30
MEP Nagzari Toll Road Private Limited	-	-	686.07	686.07	-	-	-	-	-	-	686.07	686.07
Raima Ventures Private Limited	-	-	80.30	0.30	-	-	-	-	-	-	80.30	0.30
MEP Infra Construction Private Limited	-	-	1.78	0.33	-	-	-	-	-	-	1.78	0.33
MEP Toll & Infrastructure Private Limited	-	-	1.46	0.33	-	-	-	-	-	-	1.46	0.33
MEP Tormato Private Limited	-	-	440.00	3,247.52	-	-	-	-	-	-	440.00	3,247.52
Mhaiskar Toll Road Private Limited	-	-	1.49	0.28	-	-	-	-	-	-	1.49	0.28
<b>Capital Advances given</b>												
Ideal Toll & Infrastructure Private Limited	-	2,233.77	-	-	-	-	-	-	-	-	-	2,233.77
<b>Advances recoverable in cash or kind</b>												
Jan Transport	-	-	-	-	-	-	3.00	3.00	-	-	3.00	3.00
<b>Advance against acquisition of shares</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	723.70	608.70	723.70	608.70
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	1,116.11	468.17	1,116.11	468.17
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	474.51	648.60	474.51	648.60
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	607.33	597.50	607.33	597.50
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	2,132.28	1,766.60	2,132.28	1,766.60
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	588.93	112.80	588.93	112.80
MEP Longjian ACR Private Limited	-	-	2,581.59	-	-	-	-	-	-	-	2,581.59	-
MEP Longjian CLR Private Limited	-	-	3,090.06	-	-	-	-	-	-	-	3,090.06	-
MEP Longjian Loha Waranga Road Private Limited	-	-	3,243.86	-	-	-	-	-	-	-	3,243.86	-
MEP Longjian VTR Private Limited	-	-	3,155.75	-	-	-	-	-	-	-	3,155.75	-
<b>Mobilisation Advances taken</b>												
MEP Infrastructure Private Limited	-	-	23,726.29	24,766.59	-	-	-	-	-	-	23,726.29	24,766.59
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	3,578.90	5,068.14	3,578.90	5,068.14
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	4,984.74	7,256.05	4,984.74	7,256.05
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	7,173.55	6,443.94	7,173.55	6,443.94
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	8,116.75	8,116.76	8,116.75	8,116.76
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	7,579.17	7,998.57	7,579.17	7,998.57
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	6,496.19	6,569.00	6,496.19	6,569.00
MEP Longjian ACR Private Limited	-	-	1,093.29	-	-	-	-	-	-	-	1,093.29	-
MEP Longjian CLR Private Limited	-	-	1,340.20	-	-	-	-	-	-	-	1,340.20	-
MEP Longjian Loha Waranga Road Private Limited	-	-	1,366.62	-	-	-	-	-	-	-	1,366.62	-
<b>Guarantees given on behalf of</b>												
MEP Infraprojects Private Limited	-	-	2,200.00	2,200.00	-	-	-	-	-	-	2,200.00	2,200.00
Baramati Tollways Private Limited	-	-	5,941.00	5,941.00	-	-	-	-	-	-	5,941.00	5,941.00
MEP Infrastructure Private Limited	-	-	302,830.00	302,830.00	-	-	-	-	-	-	302,830.00	302,830.00
Raima Toll Road Private Limited	-	-	2,852.00	6,480.00	-	-	-	-	-	-	2,852.00	6,480.00
MEP RGSL Toll Bridge Private Limited	-	-	36,100.00	36,100.00	-	-	-	-	-	-	36,100.00	36,100.00
Rideema Toll Bridge Private Limited	-	-	-	12,320.00	-	-	-	-	-	-	-	12,320.00

# Notes to Financial Statements as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity/Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	4,860.00	4,860.00	-	-	-	-	-	-	4,860.00	4,860.00
MEP Highway Solutions Private Limited	-	-	-	124.00	-	-	-	-	-	-	-	124.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	27,780.00	27,780.00	27,780.00	27,780.00
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	35,150.00	35,150.00	35,150.00	35,150.00
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	28,684.00	28,684.00	28,684.00	28,684.00
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	37,683.00	37,683.00	37,683.00	37,683.00
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	37,420.00	37,420.00	37,420.00	37,420.00
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	33,731.00	33,731.00	33,731.00	33,731.00
MEP Longjian ACR Private Limited	-	-	40,734.00	-	-	-	-	-	-	-	40,734.00	-
MEP Longjian CLR Private Limited	-	-	48,005.00	-	-	-	-	-	-	-	48,005.00	-
MEP Longjian Loha Waranga Road Private Limited	-	-	51,509.00	-	-	-	-	-	-	-	51,509.00	-
MEP Longjian VTR Private Limited	-	-	56,778.00	-	-	-	-	-	-	-	56,778.00	-
MEP Tormato Private Limited	-	-	5,000.00	5,000.00	-	-	-	-	-	-	5,000.00	5,000.00
<b>Trade receivables</b>												
MEP Tormato Private Limited	-	-	709.29	709.29	-	-	-	-	-	-	709.29	709.29
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	1,229.99	2,454.10	1,229.99	2,454.10
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	3,263.98	1,484.54	3,263.98	1,484.54
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	1,281.66	1,091.56	1,281.66	1,091.56
MEP Sanjose Kante Wakad Road Private Limited	-	-	-	-	-	-	-	-	151.35	764.60	151.35	764.60
MEP Sanjose Talaja-Mahuva Road Private Limited	-	-	-	-	-	-	-	-	52.59	828.69	52.59	828.69
MEP Sanjose Mahuva-Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	1,098.56	1,422.10	1,098.56	1,422.10
<b>Other receivables</b>												
Ideal Toll & Infrastructure Private Limited	81.85	98.30	-	-	-	-	-	-	-	-	81.85	98.30
Baramati Tollways Private Limited	-	-	204.83	200.90	-	-	-	-	-	-	204.83	200.90
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	2.79	-	-	-	-	-	-	-	2.79	-
MEP Chennai Bypass Toll Road Private Limited	-	-	194.45	190.24	-	-	-	-	-	-	194.45	190.24
MEP Nagzari Toll Road Private Limited	-	-	97.55	97.27	-	-	-	-	-	-	97.55	97.27
Raima Toll Road Private Limited	-	-	4.87	2.21	-	-	-	-	-	-	4.87	2.21
Raima Ventures Private Limited	-	-	26.77	26.21	-	-	-	-	-	-	26.77	26.21
MEP RGSL Toll Bridge Private Limited	-	-	12.79	24.16	-	-	-	-	-	-	12.79	24.16
Rideema Toll Bridge Private Limited	-	-	575.44	-	-	-	-	-	-	-	575.44	-
MEP IRDP Solapur Toll Road Private Limited	-	-	21.35	21.16	-	-	-	-	-	-	21.35	21.16
KVM Technology Solutions Private Limited	-	-	-	-	-	-	-	-	202.78	202.74	202.78	202.74
SMYR Consortium LLP	-	-	-	-	-	-	-	-	-	710.14	-	710.14
MEP Tormato Private Limited	-	-	197.71	157.52	-	-	-	-	-	-	197.71	157.52
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	168.97	-	168.97	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	83.87	-	83.87	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	502.57	-	502.57	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	130.07	-	130.07	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	341.77	501.90	341.77	501.90
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	493.71	677.65	493.71	677.65
MEP Longjian ACR Private Limited	-	-	49.26	-	-	-	-	-	-	-	49.26	-
MEP Longjian CLR Private Limited	-	-	47.86	-	-	-	-	-	-	-	47.86	-
MEP Longjian Loha Waranga Road Private Limited	-	-	28.35	-	-	-	-	-	-	-	28.35	-
MEP Longjian VTR Private Limited	-	-	30.83	-	-	-	-	-	-	-	30.83	-



# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

	Associate Concern		Subsidiary		Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity/Associates		Total	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
<b>Interest receivable on loans given</b>												
Baramati Tollways Private Limited	-	-	372.84	203.46	-	-	-	-	-	-	372.84	203.46
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	2.23	2.23	-	-	-	-	-	-	2.23	2.23
MEP Nagzari Toll Road Private Limited	-	-	145.25	145.25	-	-	-	-	-	-	145.25	145.25
MEP IRDP Solapur Toll Road Private Limited	-	-	0.03	0.03	-	-	-	-	-	-	0.03	0.03
Raima Toll Road Private Limited	-	-	4.46	4.46	-	-	-	-	-	-	4.46	4.46
Rideema Toll Private Limited	-	-	1,072.77	1,072.78	-	-	-	-	-	-	1,072.77	1,072.78
Rideema Toll Bridge Private Limited	-	-	1.24	28.24	-	-	-	-	-	-	1.24	28.24
MEP Highway Solutions Private Limited	-	-	-	188.91	-	-	-	-	-	-	-	188.91
MEP Tormato Private Limited	-	-	575.17	413.24	-	-	-	-	-	-	575.17	413.24
Raima Ventures Private Limited	-	-	0.11	0.11	-	-	-	-	-	-	0.11	0.11
MEP RGSL Toll Bridge Private Limited	-	-	-	21.42	-	-	-	-	-	-	-	21.42
<b>Payable towards Margin money/ Performance security</b>												
MEP Chennai Bypass Toll Road Private Limited	-	-	594.00	594.00	-	-	-	-	-	-	594.00	594.00
MEP Roads & Bridges Private Limited	-	-	-	106.33	-	-	-	-	-	-	-	106.33
MEP RGSL Toll Bridge Private Limited	-	-	63.25	63.25	-	-	-	-	-	-	63.25	63.25
<b>Payables towards expenses incurred by group Companies</b>												
Raima Toll Road Private Limited	-	-	-	5.73	-	-	-	-	-	-	-	5.73
MEP Infrastructure Private Limited	-	-	70.65	27.60	-	-	-	-	-	-	70.65	27.60
Raima Toll and Infrastructure Private Limited	-	-	55.30	40.25	-	-	-	-	-	-	55.30	40.25
MEP Highway Solutions Private Limited	-	-	-	33.58	-	-	-	-	-	-	-	33.58
MEP Roads & Bridges Private Limited	-	-	106.26	-	-	-	-	-	-	-	106.26	-
MEP Infraprojects Private Limited	-	-	25.30	12.78	-	-	-	-	-	-	25.30	12.78
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	-	4.21	-	-	-	-	-	-	-	4.21
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	352.16	-	352.16
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	1,692.39	690.20	1,692.39	690.20
<b>Construction Work in Progress</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	9,235.64	2,757.59	9,235.64	2,757.59
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	840.19	1,811.89	840.19	1,811.89
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	1,038.30	1,275.17	1,038.30	1,275.17
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	2,419.02	932.30	2,419.02	932.30
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	5,989.20	743.32	5,989.20	743.32
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	4,596.84	754.95	4,596.84	754.95
MEP Longjian ACR Private Limited	-	-	9.04	-	-	-	-	-	-	-	9.04	-
MEP Longjian CLR Private Limited	-	-	0.61	-	-	-	-	-	-	-	0.61	-
MEP Longjian Loha Waranga Road Private Limited	-	-	17.31	-	-	-	-	-	-	-	17.31	-
<b>Remuneration payable</b>												
Mr. Jayant Mhaskar	-	-	-	-	53.52	6.89	-	-	-	-	53.52	6.89
Mr. Murzash Manekshana	-	-	-	-	34.73	16.31	-	-	-	-	34.73	16.31
Mr. M. Sankaranarayanan	-	-	-	-	9.41	3.52	-	-	-	-	9.41	3.52
Mr. Pandurang B Dandawate	-	-	-	-	25.51	11.78	-	-	-	-	25.51	11.78
Mr. Subodh Garud	-	-	-	-	9.41	-	-	-	-	-	9.41	-
Mr. Harshad Pusalkar	-	-	-	-	2.63	1.07	-	-	-	-	2.63	1.07

## C. Disclosures of Commitments with related parties and balances at the year end

₹ in lakhs

Particulars	As at	
	March 31, 2019	March 31, 2018
Construction Contracts with Joint Contolled entities	233,291.40	286,461.05
Construction Contracts with Subsidiaries	369,155.03	-
Maintenance Contracts with Subsidiaries	59,150.00	65,150.00
<b>Total</b>	<b>661,596.43</b>	<b>351,611.05</b>

# Notes to Financial Statements as at March 31, 2019

## NOTE 40 – CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

The Company has spent ₹ 58.56 lakhs (previous year : 77.84 lakhs) towards various schemes of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013. The details are:

I. Gross amount required to be spent by the Company during the year: ₹ 86.13 lakhs (previous year: ₹ 60.27 lakhs).

### II. Amount spent during the year on:

Particulars	₹ in lakhs		
	In cash/payable	Yet to be paid in Cash	Total
i) Construction/Acquisition of any asset	-	-	-
	{-}	{-}	{-}
ii) For purposes other than (i) above	58.56	-	58.56
	{77.84}	{-}	{77.84}
{figures in brackets pertain to previous year}			

## NOTE 41 – AUDITOR'S REMUNERATION

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Audit fees	26.00	20.00
Limited review fees	21.00	15.00
Out of pocket expenses	1.70	3.16
Other services (fees for certification)	3.00	-
Other services [fees for Qualified Institutional Placement (QIP)]	-	22.50
<b>Total</b>	<b>51.70</b>	<b>60.66</b>
Less: To be adjusted against securities premium (as share issue expenses)	-	(22.50)
<b>Total</b>	<b>51.70</b>	<b>38.16</b>

## NOTE 42 – DISCLOSURE PURSUANT TO CONSTRUCTION CONTRACTS

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue. Accordingly, the below disclosure as required by Ind AS 11 is presented only for comparative period.

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Contract revenue recognised for the financial year	-	59,512.00
Aggregate amount of contract costs incurred and recognised profits (less recognised losses) as at the end of the financial year for all contracts in progress as at that date	-	65,848.90
Amount of customer advances outstanding for contracts in progress as at the end of the financial year	-	41,452.46
Retention amount by customers for contracts in progress as at the end of the financial year	-	1,179.54
Billed revenue	-	54,170.67
Unbilled revenue/(Advance billing to customer)	-	8,275.22

### Disclosures pursuant to Indian Accounting standard (Ind AS) 115, Revenue from Contracts with Customers

(a) The Company believes that the information provided vide Note 26 (Revenue from Operations) and vide Note 38 (Segment reporting) is sufficient to meet the disclosure requirements with respect to disaggregation of revenue under Ind AS 115, Revenue from Contracts with Customers.

# Notes to Financial Statements

as at March 31, 2019

(b) Reconciliation of the amount for revenue recognised in the Standalone Statement of Profit and Loss with the contracted price:

Particulars	₹ in lakhs	
	March 31, 2019	
Revenue from operations	184,323.06	
Adjustments:		
Claims	2,601.31	
<b>Revenue from contract with customers</b>	<b>186,924.37</b>	

**(c) Contract balances**

(i) The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers.

Particulars	Note	₹ in lakhs	
		March 31, 2019	April 1, 2018
Trade receivables	11	7,794.73	8,762.19
Contract assets : Unbilled revenue	15	24,146.15	8,275.22
Contract liabilities - Advance billing to customer	25	8,036.03	-
Contract liabilities - Mobilisation advances	21 & 25	65,455.70	66,219.04

(ii) Movement in contract balances during the year:

Particulars	Contract assets	Contract liabilities	Net contract balances
Opening balance as at April 1, 2018	8,275.22	66,219.04	(57,943.82)
Closing balance as at March 31, 2019	24,146.15	73,491.72	(49,345.57)
Net increase	15,870.93	7,272.68	8,598.25

Note: Increase in net contract balances is primarily due to higher revenue recognition as compared to progress bills raised during the year.

(iii) Revenue recognised during the year from opening balance of Contract liabilities amounts to Rs. 9,185.83 lakhs.

**(d) Remaining performance obligations**

In case of revenue from Road repair and maintenance, the Company applies the practical expedient in paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations where the Company has a right to consideration from customer in an amount that corresponds directly with the value to the customer of the Company's performance completed to date. Accordingly, the Company recognises revenue by an amount to which the Company has a right to invoice.

Remaining performance obligations are subject to variability due to several factors such as changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc). The aggregate value of transaction price allocated to remaining performance obligations is Rs 602,446.42 lakhs out of which 35%-40% is expected to be recognised as revenue in the next year and the balance thereafter.

**(e) Changes in significant accounting policies/Transition to Ind AS 115**

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue and it applies, with limited exception, to all revenue arising from contracts with its customers.

Under Ind AS 115, revenue is recognised when a customer obtains control of goods or services. The Company has adopted Ind AS 115 using the cumulative effect method with the effect of initially applying this standard recognised at the date of initial application i.e. 1 April, 2018. Accordingly, the comparative information i.e. information for the year ended 31 March 2018, has not been restated, however regrouped wherever necessary. Additionally, the disclosure requirements in Ind AS 115 have not generally been applied to comparative information.

# Notes to Financial Statements as at March 31, 2019

## NOTE 43 – DOMESTIC TRANSFER PRICING

The Indian Finance Bill, 2012 had sought to bring in certain class of domestic transactions in the ambit of the transfer pricing regulations with effect from 1 April 2012. The Company's management is of the opinion that its domestic transaction are at arm's length so that appropriate legislation will not have an impact on financial statements, particularly on the amount of tax expense and that of provision for taxation. The Company does not have any international transactions with related parties during the year.

## NOTE 44 – EMPLOYEE BENEFITS

### Defined Contribution Plan

The Company makes provident fund, Employees State Insurance and Maharashtra Labour Welfare Fund contributions for eligible employees. Under the schemes, the Company is required to contribute a specified percentage / fixed amount of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the respective fund set up by the government authority.

The Company has recognised the following amounts in the Statement of Profit and Loss for the year \*

Description	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Employer's contribution to Provident Fund	219.14	116.88
Employer's contribution to Employee state Insurance Corporation	135.79	85.87
Employer's Contribution to Maharashtra Labour Welfare Fund	1.54	0.70
	<b>356.47</b>	<b>203.45</b>

\* Included in Contribution to provident fund and other funds

### Defined Benefit Plan – Gratuity

The Company has defined benefit plan for gratuity which is unfunded. The scheme provides payment to vested employees at retirement, death or on resignation/termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

### Present value of the defined benefit liabilities

The amount included in the Balance sheet arising from the Company's obligations in respect of its defined benefit schemes is as follows:

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Movement in defined benefit obligations:</b>		
At the beginning of the year	339.43	292.48
Current service cost	44.91	37.15
Past service cost	-	26.90
Interest cost	19.84	19.06
Remeasurements :		
(Gain)/loss from change in financial assumptions	4.13	-
(Gain)/loss from change in demographic assumptions	(0.03)	30.14
Experience (gains)/losses	74.79	8.46
Benefits paid	(12.94)	(17.11)
Liabilities assumed / (settled)	(43.73)	(57.64)
<b>At the end of the year</b>	<b>426.40</b>	<b>339.43</b>

# Notes to Financial Statements

as at March 31, 2019

## Amount recognised in the Balance Sheet

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Present value of obligations	426.40	339.43
Present value of plan assets	-	-
<b>Net liability recognised</b>	<b>426.40</b>	<b>339.43</b>

## Classification into Current / Non-Current

The liability in respect of the plan comprises of the following non current and current portion:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current	127.17	108.08
Non current	299.23	231.35
	<b>426.40</b>	<b>339.43</b>

## The components of defined benefit plan cost are as follows:

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Recognised in Income Statement</b>		
Current service cost	44.91	37.15
Past service cost	-	26.90
Interest cost / (income) (net)	19.84	19.06
Expected return on plan assets		
<b>Total</b>	<b>64.75</b>	<b>83.11</b>
<b>Recognised in Other Comprehensive Income</b>		
Remeasurement of net defined benefit liability/(asset)	78.89	38.61
<b>Expense recognised in Total Comprehensive Income</b>	<b>143.64</b>	<b>121.71</b>

The principal actuarial assumptions used for estimating the Company's benefit obligations are set out below (on a weighted average basis):

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Rate of increase in salaries	6.00%	6.00%
Discount rate	6.65%	6.95%
Expected average remaining service lives of the employees	2.10	2.05

## Notes:

### 1. Discount rate

The discount rate is based on the prevailing market yields of Indian government securities for the estimated term of the obligations.

### 2. Salary escalation rate

The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

### 3. Assumptions regarding future mortality experience are set in accordance with the statistics published by the Life Insurance Corporation of India.

# Notes to Financial Statements as at March 31, 2019

## Sensitivity of the defined benefit obligation :

₹ in lakhs

Particulars	Change in Assumption	Effect on Gratuity Obligation	
		As at March 31, 2019	As at March 31, 2018
Discount rate	Minus 50 basis points	7.08	5.40
	Plus 50 basis points	(6.87)	(5.23)
Rate of increase in salaries	Minus 50 basis points	(5.97)	(4.79)
	Plus 50 basis points	6.10	4.85

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When we change one variable, it affects to others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

The weighted average duration of the defined benefit obligation is 3.26 years in 2019 and 3.13 years in 2018

The Company makes payment of liabilities from its cash and cash equivalent balances whenever liability arises.

## Defined benefit liability and employer contribution

### Expected cash flow profile of the benefits to be paid is as follows :

₹ in lakhs

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
<b>31 March 2019</b>					
Defined benefit obligations (Gratuity)	127.17	94.02	188.65	133.18	543.02
<b>Total</b>	<b>127.17</b>	<b>94.02</b>	<b>188.65</b>	<b>133.18</b>	<b>543.02</b>
<b>31 March 2018</b>					
Defined benefit obligations (Gratuity)	108.08	81.29	139.90	103.92	433.19
<b>Total</b>	<b>108.08</b>	<b>81.29</b>	<b>139.90</b>	<b>103.92</b>	<b>433.19</b>

## NOTE 45 - UTILIZATION OF PROCEEDS FROM QUALIFIED INSTITUTIONAL PLACEMENT

On 4<sup>th</sup> April, 2018, the Company offered Equity Shares to Qualified Institutional Buyers (QIBs) through Qualified Institutional Placement (QIP) in accordance with Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. Accordingly, 2,08,76,860 Equity Shares of ₹ 10/- each were allotted to QIB's on 4<sup>th</sup> April, 2018 at an issue price of ₹ 77.50 per Equity Share (including Premium of ₹ 67.50 per Equity Share).

Out of issue proceeds of ₹ 1,61,79.57 lakhs received from the QIP in April, 2018, ₹ 511.31 lakhs were utilized towards share issue expenses and ₹ 15,668.26 lakhs were utilized for the purpose as stated in the 'Placement Document' and there is no unutilized amount pending utilisation. The information is given pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 46 – LOANS TO RELATED PARTIES

Particulars in respect of loans and advances in the nature of loans to related parties as required by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

Name of the Company	Balance as at		Maximum outstanding during	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018
- Baramati Tollways Private Limited	1,069.58	1,906.19	2,385.79	1,906.19
- MEP Highway Solutions Private Limited	2.33	2,189.94	2,189.94	4,128.37
- Rideema Toll Bridge Private Limited	-	724.50	814.10	724.50
- Raima Toll Road Private Limited	208.52	392.12	430.22	527.97
- MEP Nagzari Toll Road Private Limited	686.07	686.07	686.07	686.07
- Rideema Toll Private Limited	1,094.62	2,550.10	2,550.43	6,810.64
- MEP Infra Construction Private Limited	1.78	0.33	1.78	0.33
- MEP Toll & Infrastructure Private Limited	1.46	0.33	1.46	0.33
- MEP Tormato Private Limited	440.00	3,456.59	3,936.04	3,461.59
- Mhaiskar Toll Road Private Limited	1.49	0.28	1.49	0.28
- Raima Ventures Private Limited	80.30	0.30	80.30	0.30
- Raima Toll & Infrastructure Private Limited	14.81	3,997.56	3,997.56	4,427.86
- MEP RGSL Toll Bridge Private Limited	593.00	3,569.30	3,711.60	3,569.30
- MEP IRDP Solapur Toll Road Private Limited	1.00	250.00	250.00	250.00
<b>Total</b>	<b>4,194.96</b>	<b>19,723.61</b>		

## NOTE 47 – PREVIOUS YEAR COMPARATIVES

Figures relating to the previous period have been regrouped / rearranged, wherever necessary, to make them comparable with those of the current period.

Particulars	Note No	Amount as per previous year financials	Adjustments	₹ in lakhs
				Revised amount for previous year
Current Financial Assets - Others	14	15,495.74	(8,275.22)	7,220.52
Current Assets - Others	15	41,447.83	8,275.22	49,723.05

### For G.D. Apte & Co.

Chartered Accountants

Firm's Registration No: 100515W

### Chetan. R. Sapre

Partner

Membership No: 116952

Mumbai

Date: 23 May 2019

### For and on behalf of the Board of Directors of MEP Infrastructure Developers Limited

CIN: L45200MH2002PLC136779

### Jayant D. Mhaiskar

Managing Director

DIN: 00716351

### M. Sankaranarayanan

Chief Financial Officer

Mumbai

Date: 23 May 2019

### Anuya J. Mhaiskar

Director

DIN: 00707650

### Harshad Pusalkar

Company Secretary

# Independent Auditors' Report

To

The Members of

MEP INFRASTRUCTURE DEVELOPERS LIMITED

## REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying Consolidated financial statements of **MEP INFRASTRUCTURE DEVELOPERS LIMITED** ("the Company"), which comprise the Balance sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### EMPHASIS OF MATTER

- (i) We draw attention to Note 47 to the Statement, where it is mentioned that one of the subsidiary company has preferred claims with National Highway Authority of India (the Authority), aggregating to Rs. 33,973.75 lakhs plus interest thereon on account of Toll Evasion and Force Majeure issues arising from non-compliance of the Concession Agreement by Authority. However, the Company's subsidiary has not recognized the claims in the financial statements pending final approval from the Authority. Also, the Subsidiary Company has not recognized contractual obligations to pay to the Authority, a sum of Rs. 13,123.19 lakhs for the period from November 1, 2014 to April 08, 2016. The approval by NHAI of the claims made by the company, based on the assessment of the Independent Engineer appointed by it, is pending and hence no provision for the unpaid amount is considered necessary till March 2019.
- (ii) We draw attention to Note 52 to the Statement, where it is mentioned Toll collection activity of MEP Hyderabad-Bangalore Toll Road Private Limited was suspended by the authority on February 27, 2019. Aggrieved by the decision of authority, the company had invoked arbitration proceedings under concession agreement and the matter is currently under arbitration.

Our opinion is not qualified in respect of these matters.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Sr No	Key Audit Matter	Auditor's Response
1.	<b>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (new revenue accounting standard)</b>	<p>We have assessed the process to identify the impact of adoption of the new revenue accounting standard.</p> <p>The procedures performed included the following:</p> <ul style="list-style-type: none"> <li>• Evaluated the design of internal controls relating to implementation of the new revenue accounting standard;</li> </ul>



Sr No	Key Audit Matter	Auditor's Response
	<p>The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period. Additionally, new revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. Refer Note 1 (xii) to the Consolidated Financial Statements.</p>	<ul style="list-style-type: none"> <li>• Selected samples of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price; and</li> <li>• Selected samples of continuing and new contracts and performed the following procedures:               <ol style="list-style-type: none"> <li>i. Read and analysed contracts to identify the distinct performance obligations, if any, in such contracts;</li> <li>ii. Compared such performance obligations with that identified and recorded by the Company;</li> <li>iii. Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration;</li> <li>iv. In respect of samples relating to fixed price contracts, progress towards satisfaction of performance obligation used to compute recorded revenue was verified with the supporting documentation, validated estimates of costs to complete, mathematical appropriateness of calculations and the adequacy of project accounting; and</li> <li>v. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.</li> </ol> </li> </ul>
2.	<p><b>Accuracy of revenue recognition in respect of fixed price construction contracts involves critical estimates.</b></p> <p>The Group engages in Fixed-price construction contracts, where, revenue is recognized using the percentage of completion computed as per the input method based on management's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation. Refer Note 1 (xii) to the Consolidated Financial Statements.</p> <p>We identified revenue recognition of fixed price construction contracts as a Key Audit Matter considering –</p> <ul style="list-style-type: none"> <li>• Application of revenue recognition accounting standard is complex and involves a number of key judgments and estimates including estimating the future cost-to-completion of these contracts, which is used to determine the percentage of completion of the relevant performance obligation;</li> </ul>	<p>Our audit procedures on revenue recognized from fixed price construction contracts included</p> <ul style="list-style-type: none"> <li>• Obtaining an understanding of the contract, processes and controls implemented by management for recording and calculating revenue and the associated contract assets and contract liabilities.</li> <li>• Involving Civil and Roads &amp; Infrastructure department to assess the nature of work done and status of completion of work.</li> </ul> <p>On selected samples of contracts, we tested that the revenue recognized is in accordance with the accounting standard by:</p> <ul style="list-style-type: none"> <li>• Evaluating the identification of performance obligation;</li> <li>• Testing management's calculation of the estimation of contract cost and onerous obligation.               <ul style="list-style-type: none"> <li>– Observed that the estimates of cost to complete were reviewed and approved by appropriate levels of management;</li> <li>– Performed a retrospective review of costs incurred with estimated costs to identify significant variations and verify whether those variations have been considered in estimating the remaining costs to complete the contract;</li> </ul> </li> </ul>

Sr No	Key Audit Matter	Auditor's Response
	<ul style="list-style-type: none"> <li>The revenue on contracts may also include variable consideration (variations and claims). Variable consideration is recognised when the recovery of such consideration is highly probable.</li> <li>These contracts may involve onerous obligations on the Company that require critical estimates to be made by management; and</li> <li>At year-end a significant amount of work in progress (Contract assets and liabilities) related to these contracts is recognized on the balance sheet.</li> </ul>	<ul style="list-style-type: none"> <li>Assessed the appropriateness of work in progress (contract assets) on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations;</li> <li>Verified the budget by technical experts of the management to review estimates of costs to complete for sample contracts; and</li> <li>Performed test of details including analytics to determine reasonableness of contract costs.</li> </ul>
3.	<p><b>Recoverability of claim receivables from Government Authorities:</b></p> <p>As a part of concession agreement with authority for various projects such as Toll Collection projects, Build-Operate-Transfer ("BOT") and Operate-Maintain-Transfer ("OMT"), the company is entitled to claim revenue loss or operating cost due to closure of tolls for various reasons, change of scope etc. as per terms of agreement during the entire tenure. Consequently, the group has recorded claim receivables from authority amounting to Rs. 15,426.59 lakhs as at March 2019.</p> <p>The assessment of recoverability of the receivables requires management to make judgement and estimate to assess the uncertainty regarding claims recoverable from authority. The assessment process is considering inter alia history of amounts claimed, documentation process and requirements, potential litigation or arbitration proceedings.</p> <p>Refer to Note No 14 of the Consolidated Financial Statements.</p>	<p>We assessed management's estimate regarding recoverability of the claim receivables from authorities. Our work included, but was not limited to the following procedures:</p> <ul style="list-style-type: none"> <li>Verified the concession agreement, with respect to nature of force majeure event and obligation of authority to reimburse the claims made by the company.</li> <li>Reviewed management's assessment of the recoverability of the claims including the history of amounts claimed vs. amounts accepted and reimbursed from various contracts at the group level.</li> <li>Discussed with management with respect to the estimates of timing of collection from the authorities; and relied on the workings prepared by the company forming basis for the claims filed with the authority.</li> <li>Although the management is making reasonable efforts to recover the claims, given the nature of the receivables, the delay in the settlement of claims receivables is inevitable.</li> </ul>

## INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the 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, compare with the other information of the joint operations, subsidiaries, joint ventures and associates audited by other auditor to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the joint operations, subsidiaries, joint ventures and associates, is traced from their financial statements audited by the other auditor and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or

our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

### MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (the "Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures in accordance with the Ind AS and other accounting principles generally accepted in India.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, and of its associates and joint ventures and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group, its associates and joint ventures are responsible for assessing the ability of the Group, its associates and joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group 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, its associates and joint ventures are also responsible for overseeing the financial reporting process of the Group, its joint operations, associates and joint ventures.

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that

includes our opinion. Reasonable assurance is a high level of assurance, but 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 financial controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability of the group, its associates and joint ventures 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 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, its associates and 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 information of the entities or business activities within the Group, associates and 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.

## MATERIALITY

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

## COMMUNICATION WITH THOSE CHARGED WITH GOVERNANCE

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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

- a) i. We did not audit the financial statements of 21 subsidiaries (refer Annexure A) included in the consolidated financial results, whose financial statements reflect total assets of Rs. 1,65,785.78 lakhs as at March 31, 2019, total revenues of 54,469.19 lakhs, total net loss after tax of Rs. 1,176.71 lakhs, total comprehensive income of Rs. 10.30 Lakhs for the year ended on that date, as considered in the consolidated financial results.

- ii. The consolidated financial results also include the Group's share of net profit of Rs. 1,851.24 lakhs and total comprehensive income of Rs. 2.56 Lakhs for the year ended March 31, 2019, as considered in the consolidated financial results, in respect of 1 associate and 6 joint ventures (refer Annexure A), whose financial statements have not been audited by us.
- iii. 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 results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.
- iv. The consolidated financial results also include group's share of net profit/(loss) of Rs. Nil for the year ended March 31, 2019 as considered in the consolidated financial statements, in respect of its Jointly Controlled Entity M/s SMYR Consortium LLP, whose financial information has not been audited by us. This financial information is unaudited and has been furnished to us by the management and our opinion on the statement in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on unaudited financial information provided by the management.

Our opinion is not modified in respect of above matter.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact on its financial position as per information and explanation provided by Company's Management.
  - ii. The Company does not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **G. D. Apte & Co.**  
Chartered Accountants  
Firm Registration Number: 100515W

Place : Mumbai  
Date : May 23, 2019

**Chetan R. Sapre**  
Partner  
Membership No: 116952

# Annexure 'A'

Annexure 'A' to the Audit Report on the Consolidated IND AS Financial Results of MEP Infrastructure Developers Limited for the year ended March 31, 2019:

Sr. No.	Company Name	Audited by
<b>Subsidiary Companies</b>		
1	MEP Infrastructure Private Limited	M/s G. D. Apte & Co., Chartered Accountants
2	Baramati Tollways Private Ltd	
3	Rideema Toll Private Limited	
4	Raima Ventures Private Limited	
5	Rideema Toll Bridge Private Limited	M/s Gokhale & Sathe, Chartered Accountants
6	MEP Nagzari Toll Road Private Limited	
7	MEP IRDP Solapur Toll Road Private Limited	
8	Raima Toll Road Private Limited	
9	MEP Chennai Bypass Toll Road Private Limited	
10	MEP Highway Solutions Private Limited	
11	MEP RGSL Toll Bridge Private Limited	
12	Raima Toll & Infrastructure Private Limited	
13	MEP Tormato Private Limited	
14	MEP Roads & Bridges Private Limited	
15	Mhaiskar Toll Road Private Limited	
16	MEP Infra Constructions Private Limited	
17	MEP Toll & Infrastructure Private Limited	
18	MEP Infraprojects Private Limited	
19	MEP Hyderabad Bangalore Toll Road Private Limited	
20	MEP Foundation	
21	MEP Longjian ACR Private Limited	
22	MEP Longjian CLR Private Limited	
23	MEP Longjian Loha Warang Road Private Limited	
24	MEP Longjian VTR Private Limited	
25	MEP Enterprises, LLC	
<b>Jointly Controlled Entities</b>		
26	MEP Nagpur Ring Road 1 Private Limited	M/s Gokhale & Sathe, Chartered Accountants
27	MEP Sanjose Nagpur Ring Road 2 Private Limited	
28	MEP Sanjose Arawali Kante Road Private Limited	
29	MEP Sanjose Kante Waked Road Private Limited	
30	MEP Sanjose Talaja Mahuva Road Private Limited	
31	MEP Sanjose Mahuva Kagavadar Road Private Limited	Un Audited
32	SMYR Corporation, LLP	
<b>Associate Company</b>		
33	KVM Technology Solutions Private Limited	M/s Gokhale & Sathe, Chartered Accountants

## ANNEXURE "B"

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

### REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of **MEP INFRASTRUCTURE DEVELOPERS LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associate companies and jointly controlled entities, which are companies incorporated in India, as of that date.

In respect of a jointly controlled entity incorporated in India, whose financial statements and other information was not available for the year ended March 31, 2019 and hence no report on internal financial controls over financial reporting under section 143 (3) (i) of the Act is available, and accordingly the possible effects of the same on our reporting on internal financial controls over financial reporting have not been considered.

### MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

### AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we

comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

### MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

### INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## OPINION

In our opinion, the Holding Company, its subsidiary companies, its associate company and jointly controlled entity, which are companies incorporated in India, the respective Board of Directors of the Holding company, its subsidiary companies, its associate company and jointly controlled entities have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the matter described and reported above in determining the nature, timing and extent of audit tests applied in our audit of the 31 March 2019 consolidated financial statements of the Company.

## OTHER MATTERS

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to a subsidiary company; associates and jointly controlled entities, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies.

This report does not include report on Internal Financial Control of one jointly controlled entity. As informed to us, there were no significant financial transactions during the financial year 2018-2019 in that entity.

Our opinion is not modified in respect of the above matter.

For **G. D. Apte & Co.**  
Chartered Accountants  
Firm Registration Number: 100515W

Place : Mumbai  
Date : May 23, 2019

**Chetan R. Sapre**  
Partner  
Membership No: 116952



# Balance Sheet

as at March 31, 2019

	Notes	As at March 31, 2019	₹ in lakhs As at March 31, 2018
<b>ASSETS</b>			
<b>Non current assets</b>			
Property, Plant and Equipment	2	8,770.12	9,265.63
Capital work-in-progress	2	2,638.41	2,667.86
Goodwill on consolidation	3	2,618.05	2,618.05
Other Intangible assets	3	196,762.57	236,008.86
Investment In Joint Ventures & Associates	4	25,828.71	21,781.37
Financial Assets			
i. Investments	5	2,196.27	2,191.83
ii. Loans	6	41,369.19	42,560.86
iii. Other financial assets	7	10,656.56	9,393.55
Deferred tax assets (net)	8(iv)	11,256.86	13,221.44
Income tax asset		8,441.22	6,059.12
Other non current assets	9	15,500.78	33,821.73
<b>Total non current assets</b>		<b>326,038.74</b>	<b>379,590.30</b>
<b>Current assets</b>			
Inventories	10	1,116.72	-
Financial Assets			
i. Trade receivables	11	8,245.04	8,644.31
ii. Cash and cash equivalents	12(i)	3,668.36	3,460.48
iii. Bank balances other than (ii) above	12(ii)	7,595.25	7,793.42
iv. Loans	13	27,783.45	1,516.36
v. Other financial assets	14	55,725.38	42,604.64
Other current assets	15	90,563.33	50,265.84
<b>Total current assets</b>		<b>194,697.53</b>	<b>114,285.05</b>
<b>Total Assets</b>		<b>520,736.27</b>	<b>493,875.35</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	16	18,344.61	16,256.92
Other Equity	17	8,205.72	(10,273.83)
<b>Equity attributable to owners</b>		<b>26,550.33</b>	<b>5,983.09</b>
Non Controlling Interests		(14.60)	-
<b>Total Equity</b>		<b>26,535.73</b>	<b>5,983.09</b>
<b>Liabilities</b>			
<b>Non current liabilities</b>			
Financial liabilities			
i. Borrowings	18	214,316.06	252,058.19
ii. Trade Payables			
Total outstanding due to micro and small enterprises	19	-	-
Total outstanding due to creditors other than micro and small enterprises	19	32,460.91	44,164.24
iii. Other	20	38.35	65.81
Provisions	21	974.99	559.53
Other non-current liabilities	22	2,957.17	268.12
<b>Total non current liabilities</b>		<b>250,747.48</b>	<b>297,115.89</b>
<b>Current liabilities</b>			
Financial liabilities			
i. Borrowings	23	8,606.52	12,457.41
ii. Trade payables			
Total outstanding due to micro and small enterprises	24	1,170.17	-
Total outstanding due to creditors other than micro and small enterprises	24	100,487.41	70,058.64
iii. Other financial liabilities	25	75,018.03	56,519.59
Other current liabilities	26	51,504.81	44,761.79
Provisions	27	6,063.20	6,282.41
Current Tax Liability		602.92	696.53
<b>Total current liabilities</b>		<b>243,453.06</b>	<b>190,776.37</b>
<b>Total liabilities</b>		<b>494,200.54</b>	<b>487,892.26</b>
<b>Total Equity and Liabilities</b>		<b>520,736.27</b>	<b>493,875.35</b>

Significant Accounting Policies

Notes to the Consolidated financial statements

1  
2-54

The notes referred to above form an integral part of the Consolidated financial statements  
As per our report of even date attached

**For G.D. Apte & Co.**  
Chartered Accountants  
Firm's Registration No: 100515W

**Chetan. R. Sapre**  
Partner  
Membership No: 116952

Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**Jayant D. Mhaiskar**  
Managing Director  
(DIN: 00716351)

**M. Sankaranarayanan**  
Chief Financial Officer  
Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779

**Anuya J. Mhaiskar**  
Director  
(DIN: 00707650)

**Harshad Pusalkar**  
Company Secretary

# Profit & Loss

 for the year ended March 31, 2019

₹ in lakhs

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
I Revenue from operations	28	281,490.61	232,202.26
II Other income	29	12,191.81	12,034.56
<b>III Total Income (I + II)</b>		<b>293,682.42</b>	<b>244,236.82</b>
<b>IV Expenses</b>			
Cost of materials consumed	30	41,690.37	46,469.69
Operating and maintenance expenses	31	124,160.85	82,788.12
Employee Benefits Expenses	32	12,090.48	8,519.99
Finance costs	33	46,449.11	46,960.19
Depreciation and amortisation expense	2&3	49,404.56	41,892.37
Other expense	34	7,557.89	7,150.54
<b>Total Expenses (IV)</b>		<b>281,353.26</b>	<b>233,780.90</b>
<b>V Profit/(loss) before exceptional items, share of net profits of investment accounted for using equity method and tax</b>		12,329.16	10,455.92
<b>VI Share of profit / (Loss) in Joint Venture and Associates accounted for using the equity method (net of tax)</b>		263.09	471.53
<b>VII Profit before exceptional item and tax</b>		<b>12,592.25</b>	<b>10,927.45</b>
<b>VIII Exceptional Items (Refer Note 48)</b>		(3,092.42)	-
<b>IX Profit before tax (VII-VIII)</b>		<b>9,499.83</b>	<b>10,927.45</b>
<b>X Tax expense</b>	8(i)		
<b>Current tax</b>			
For current year		1,901.58	2,532.54
For earlier years		1.34	(775.06)
<b>Deferred tax (credit) / charge</b>		1,999.38	2,073.08
<b>Total tax expense</b>		<b>3,902.30</b>	<b>3,830.56</b>
<b>XI Profit for the year (IX-X)</b>		<b>5,597.53</b>	<b>7,096.89</b>
<b>XII Other Comprehensive Income / (loss)</b>			
A (i) Items that will not be reclassified to profit or loss			
a) Remeasurement of defined benefit obligations	37	(102.98)	(45.66)
b) Income tax relating to above items that will not be reclassified to profit or loss	8	34.81	14.58
c) Equity accounted investees - share of OCI		2.68	2.25
B (ii) Items that will be reclassified to profit or loss			
a) Exchange differences in translating financial statements of foreign operations		0.38	-
<b>Other Comprehensive Income/(loss) for the year (Net of tax)</b>		(65.11)	(28.83)
<b>XIII Total Comprehensive Income / (loss) for the year (XI+XII)</b>		<b>5,532.42</b>	<b>7,068.06</b>
<b>XIV Net Profit attributable to:</b>			
a) Owners of the Company		5,627.59	7,096.89
b) Non-Controlling Interest		(30.06)	-
<b>XV Other Comprehensive Income / (loss) attributable to</b>		<b>5,597.53</b>	<b>7,096.89</b>
a) Owners of the Company		(65.11)	(28.83)
b) Non-Controlling Interest		-	-
		(65.11)	(28.83)
<b>XVI Total Comprehensive Income / (loss) attributable to</b>			
a) Owners of the Company		5,562.48	7,068.06
b) Non-Controlling Interest		(30.06)	-
		<b>5,532.42</b>	<b>7,068.06</b>
<b>Earnings per equity share (in ₹) [Nominal value of ₹ 10 (31 March 2018 : ₹ 10)]</b>	39		
Basic earnings per share		3.05	4.37
Diluted earnings per share		3.05	4.37

Significant Accounting Policies

1

Notes to the Consolidated financial statements

2-54

The notes referred to above form an integral part of the Consolidated financial statements

As per our report of even date attached

**For G.D. Apte & Co.**

Chartered Accountants

Firm's Registration No: 100515W

**Chetan. R. Sapre**

Partner

Membership No: 116952

**Jayant D. Mhaiskar**

Managing Director

(DIN: 00716351)

**M. Sankaranarayanan**

Chief Financial Officer

Place: Mumbai

 Date: 23<sup>rd</sup> May 2019

**For and on behalf of the Board of Directors of**
**MEP Infrastructure Developers Limited**

CIN: L45200MH2002PLC136779

**Anuya J. Mhaiskar**

Director

(DIN: 00707650)

**Harshad Pusalkar**

Company Secretary

Place: Mumbai

 Date: 23<sup>rd</sup> May 2019

# Cash Flow Statement

for the year ended March 31, 2019

₹ in lakhs

	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit before tax and exceptional item	9,499.83	10,927.45
<b>Adjustments for:</b>		
Depreciation and amortisation	49,404.56	41,892.37
Liabilities / provisions no longer required written back	(5,901.88)	(2,786.36)
Profit on Property Plant and Equipment sold (Net)	(1.93)	15.93
Loss on disposal of Assets	224.12	-
Dividend income	(4.98)	(3.78)
Finance costs	46,449.11	46,960.19
Exceptional Item	3,092.42	-
Interest income	(1,408.52)	(1,667.50)
Interest income from related parties	(4,677.57)	(5,192.53)
Share in Profits of Joint Ventures	(263.09)	(471.53)
<b>Operating profit before working capital changes</b>	<b>96,412.07</b>	<b>89,674.24</b>
<b>Adjustments for changes in working capital:</b>		
(Increase)/Decrease in trade receivables	399.27	(5,104.58)
(Increase)/Decrease in non-current financial assets - loans/others	(9.71)	(164.63)
(Increase)/Decrease in current financial assets - loans	(26,267.08)	5,979.20
(Increase)/Decrease in current financial assets - others	(7,106.32)	3,640.09
(Increase)/Decrease in other non current assets	14,153.82	24,775.06
(Increase)/Decrease in other current assets	(40,306.81)	(28,178.56)
(Increase)/Decrease in inventories	(1,116.72)	-
Increase/(Decrease) in non-current financial liabilities - trade payable and others	(11,681.18)	(6,063.88)
Increase/(Decrease) in trade payables	21,231.38	(27,462.53)
Increase/(Decrease) in current financial liabilities - other	(816.79)	7,672.61
Increase/(Decrease) in short term provisions	(219.21)	1,037.85
Increase/(Decrease) in long term provisions	304.66	(2,538.97)
Increase/(Decrease) in other non-current liabilities	2,689.05	(19,212.83)
Increase/(Decrease) in other current liabilities	7,047.45	28,563.91
<b>Cash generated from operations</b>	<b>(41,698.19)</b>	<b>(17,057.26)</b>
Income tax refund/(paid) (net)	(4,378.63)	(1,644.14)
<b>Net cash generated from operating activities</b>	<b>50,335.25</b>	<b>70,972.84</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of property, plant and equipment, capital work-in-progress and intangible assets (Including(Addition)/Refund of Capital Advances)	1,841.25	(39,091.90)
Sale of Property Plant and Equipment	6.43	79.41
Dividend received	4.98	3.78
Purchase of investments	(4.45)	(15.65)
Investment in fixed deposits	(18,427.00)	(12,734.35)
Redemption / maturity of fixed deposits	16,848.04	13,253.24
Interest received	1,222.72	3,366.42
Loans given	-	2,628.96
Purchase of investment in joint ventures	(3,413.41)	(4,751.79)
<b>Net cash (used in) / generated from investing activities</b>	<b>(1,921.44)</b>	<b>(37,261.88)</b>

# Cash Flow Statement for the year ended March 31, 2019

₹ in lakhs

	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Dividend distribution tax	(113.12)	(49.64)
Share issue expenses	(301.51)	-
Proceeds from borrowings	11,850.50	52,329.62
Repayment of borrowings	(38,710.17)	(45,039.57)
Proceeds from issue of share capital (including securities premium)	16,179.57	-
Interest paid	(36,560.86)	(40,785.52)
Dividend paid	(550.34)	(243.85)
<b>Net cash (used in) financing activities</b>	<b>(48,205.93)</b>	<b>(33,788.96)</b>
Net Increase/(Decrease) in cash and cash equivalents	207.88	(78.00)
Cash and cash equivalents as at the beginning of the year	3,460.48	3,538.48
Less:- Decrease in cash and cash equivalents pursuant to scheme of Arrangement	-	-
<b>Cash and cash equivalents as at the end of the year</b>	<b>3,668.36</b>	<b>3,460.48</b>

## Cash and cash equivalents includes:

	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Cash and cash equivalents</b>		
Cash on hand	1,151.11	1,616.69
Bank balances		
In current accounts	2,348.98	1,761.29
Unclaimed Dividend	0.94	0.47
Unclaimed Share Application Money	0.29	0.29
Demand deposits (less than 3 months maturity)	167.04	81.74
	<b>3,668.36</b>	<b>3,460.48</b>

## Change in liability arising from financing activities

Particulars	April 01, 2018	Cash flows	Non Cash changes	March 31, 2018
Borrowing - Non Current / Current (Refer Note - 17, 22 & 24)	303,202.94	(26,859.67)	483.11	276,826.38
<b>Total</b>	<b>303,202.94</b>	<b>(26,859.67)</b>	<b>483.11</b>	<b>276,826.38</b>

1. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

The notes referred to above form an integral part of the Consolidated financial statements  
As per our report of even date attached

**For G.D. Apte & Co.**  
Chartered Accountants  
Firm's Registration No: 100515W

**Chetan. R. Sapre**  
Partner  
Membership No: 116952

Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**Jayant D. Mhaikar**  
Managing Director  
(DIN: 00716351)

**M. Sankaranarayanan**  
Chief Financial Officer  
Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779

**Anuya J. Mhaikar**  
Director  
(DIN: 00707650)

**Harshad Pusalkar**  
Company Secretary

# Statement of Changes in Equity

 for the year ended March 31, 2019

## A. Equity Share Capital

Particulars	Notes	Amount
<b>Balance as at April 01, 2017</b>		16,256.92
Changes in equity share capital during the year		-
<b>Balance as at March 31, 2018</b>	<b>16</b>	<b>16,256.92</b>
Changes in equity share capital during the year		2,087.69
<b>Balance as at March 31, 2019</b>	<b>16</b>	<b>18,344.61</b>

₹ in lakhs

## B. Other Equity

Particulars	Reserves and Surplus					Total
	Securities Premium	Retained earnings/ (accumulated deficit)	Foreign Currency Translation Reserve	Attributable to NCI	Capital reserves	
<b>Balance as at April 1, 2017</b>	<b>26,773.56</b>	<b>(43,823.92)</b>	-	-	<b>1.92</b>	<b>(17,048.44)</b>
Profit for the year	-	7,096.89	-	-	-	7,096.89
Other comprehensive income	-	(28.83)	-	-	-	(28.83)
Interim equity dividend	-	(243.85)	-	-	-	(243.85)
Dividend distribution tax	-	(49.64)	-	-	-	(49.64)
<b>Balance as at March 31, 2018</b>	<b>26,773.56</b>	<b>(37,049.35)</b>	-	-	<b>1.92</b>	<b>(10,273.83)</b>
Addition due to change from joint control to control	-	-	-	15.46	-	15.46
Addition/Reduction during the year	14,091.88	-	-	-	-	14,091.88
Share issue expenses	(511.31)	-	-	-	-	(511.31)
Profit for the year	-	5,627.59	-	(30.06)	-	5,597.53
Other comprehensive income	-	(65.49)	0.38	-	-	(65.11)
Dividend paid during the year	-	(550.34)	-	-	-	(550.34)
Dividend distribution tax	-	(113.12)	-	-	-	(113.12)
<b>Balance as at March 31, 2019</b>	<b>40,354.13</b>	<b>(32,150.71)</b>	<b>0.38</b>	<b>(14.60)</b>	<b>1.92</b>	<b>8,191.12</b>

The above statement of changes in equity should be read in conjunction with the accompanying notes. (Refer note 17)

The notes referred to above form an integral part of the Consolidated financial statements

**For G.D. Apte & Co.**  
Chartered Accountants  
Firm's Registration No: 100515W

**Chetan. R. Sapre**  
Partner  
Membership No: 116952

Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**Jayant D. Mhaikar**  
Managing Director  
(DIN: 00716351)

**M. Sankaranarayanan**  
Chief Financial Officer  
Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779

**Anuya J. Mhaikar**  
Director  
(DIN: 00707650)

**Harshad Pusalkar**  
Company Secretary

# Notes to Financial Statements for the year ended March 31, 2019

## NOTE 1

### 1 General information

MEP Infrastructure Developers Limited (Formerly known as MEP Infrastructure Developers Private Limited) ('MEPIDL' or 'the Group') having its registered office at 412, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri (E), Mumbai-400072, was incorporated on August 8, 2002 vide certificate of incorporation No L45200MH2002PLC136779 issued by the Registrar of Companies, Maharashtra, Mumbai. It is the ultimate holding Group/Parent Group in the MEP Group of Companies.

The Company's equity shares are listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) with effect from 6 May, 2015. The Group, its subsidiaries, associates and jointly controlled entities (collectively referred to as 'the Group') are into the business of collection of toll and construction of roads along with other ancillary activities such as road repairs and maintenance of flyovers, roads and allied structures.

These consolidated financial statements comprise the Group and its subsidiaries (collectively the 'Group' and individually 'Group companies').

### 2 Basis of preparation

These consolidated financial statements of the Group for the year ended March 31, 2019 along with comparative financial information for the year March 31, 2018 have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The Consolidated Financial Statements comprises of MEP Infrastructure Developers Limited and its subsidiaries, being the entities that it controls. Controls are assessed in accordance with the requirement of Ind AS-110- Consolidated Financial Statements.

The financial statements of the Group for the year ended 31<sup>st</sup> March 2019 were approved for issue in accordance with the resolution of the Board of Directors on 23 May 2019.

#### Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that is measured at fair value;
- assets held for sale – measured at fair value less cost to sell;
- defined benefit plans – plan assets measured at fair value; and

#### Current and Non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of business 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 12 months for the purpose of current and non-current classification of assets and liabilities.

### 3 Functional and presentation currency

These consolidated financial statements are presented in Indian rupees, which is the Group's functional currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

### 4 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in accordance with Ind AS requires use of estimates and assumptions for some items, which might have an effect on their recognition and measurement in the consolidated balance sheet and Consolidated statement of profit and loss. The actual amounts realised may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Estimates and assumptions are required in particular for:

#### a) Determining extent of control

The assessment as to whether the Group exercises control, joint control or significant influence over the companies in which it holds less than 100 percent voting rights.

# Notes to Financial Statements

for the year ended March 31, 2019

The Group makes assumptions, when assessing whether it exercises control, joint control or significant influence over companies in which it holds less than 100 percent of the voting rights. These assumptions are made based on the contractual rights with the other shareholders, relevant facts and circumstances which indicate that the Group has power over the potential subsidiary or that joint control exists. Changes to contractual arrangements or facts and circumstances are monitored and are evaluated to determine whether they have a potential impact on the assessment as to whether the Group is exercising control over its investment.

## b) Property, plant and equipment :

Determination of the estimated useful lives and residual value of tangible assets are based on the life prescribed in the Schedule II of the Companies Act, 2013.

## c) Recognition and measurement of defined benefit obligations :

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined based on the prevailing market yields of Indian Government Securities as at the balance sheet date for the estimated term of the obligation.

## d) Recognition of deferred tax assets :

A deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. The management is reasonably certain that taxable profits will be available to absorb carried forward losses while recognising deferred tax assets.

## e) Recognition and measurement of other provisions :

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in other provisions.

## f) Discounting of long-term financial instruments :

All financial instruments are required to be measured at fair value on initial recognition. In case of financial instruments which are required to subsequently measured at amortised cost, interest is accrued using the effective interest method.

## 5 Measurement of fair values

The Group's accounting policies and disclosures require the measurement of fair values for financial instruments. When measuring the fair value of a financial asset or a financial liability, 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).

The Group recognises transfers due to change between levels of the fair value hierarchy at the end of the reporting period.

### Statement of significant accounting policies

#### 1) Basis of consolidation

##### i) Business combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in equity under the head 'Capital reserve'. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

# Notes to Financial Statements for the year ended March 31, 2019

## ii) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it 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 over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

### Principles of Consolidation

- a) The consolidated financial statements of the Group and its subsidiaries are combined on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-Group balances and intra-Group transactions and resultant unrealized profits or losses, net of deferred tax in accordance with the Indian Accounting Standard - 110 'Consolidated Financial Statements'.
- b) The difference between the proceeds from disposal of investment in a subsidiary and the proportionate carrying amount of its assets less liabilities as of the date of disposal is recognised in the Consolidated Statement of Profit and Loss as the profit or loss on disposal of investments in subsidiaries.
- c) Non Controlling Interest's share of net profit of consolidated subsidiaries for the period is identified and adjusted against the income of the Group in order to arrive at the net income attributable to the equity shareholders of the Group.

Non-controlling interest's share of the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet as a separate item from liabilities and the shareholder's equity.

- d) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Group's stand alone financial statements.
- e) The excess of cost to the Group of its investments in the subsidiary companies over its share of equity of the subsidiary companies at the dates on which the investments in the subsidiary companies were made, is recognised as 'Goodwill' being an asset in the consolidated financial statements and is tested for impairment on annual basis. On the other hand, where the share of equity in the subsidiary companies as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves & Surplus', in the consolidated financial statements. The 'Goodwill' / 'Capital Reserve' is determined separately for each subsidiary Group and such amounts are not set off between different entities.
- f) 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 remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purpose of subsequently accounting for the retained interest as an associate, joint venture or financial asset.

## iii) Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. 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.

The Group's investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date.



## Notes to Financial Statements for the year ended March 31, 2019

The statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in Other Comprehensive Income of those investees is presented as part of the Group's Other Comprehensive Income.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further 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 and associates are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The financial statements of the subsidiaries, joint ventures and associates used for purpose of consolidation are drawn upto the same reporting date as that of the parent Group i.e. year ending 31<sup>st</sup> March.

### iv) List of Subsidiaries/Associates/ Jointly Controlled Entities

Name of the Group	Place of Incorporation	Principal activities	% holding as on 31 March, 2019	% holding as on 31 March, 2018
<b>Parent Group</b>				
MEP Infrastructure Developers Limited	India	Toll collection, construction of road, repair and maintenance services	-	-
<b>Direct Subsidiaries</b>				
MEP Infrastructure Private Limited	India	Toll collection, road repair and maintenance of structures, flyovers, etc	99.99%	99.99%
Raima Ventures Private Limited	India	Collection of toll	100%	100%
Rideema Toll Private Limited	India	Collection of toll	100%	100%
Rideema Toll Bridge Private Limited	India	Collection of toll	100%	100%
MEP Nagzari Toll Road Private Limited	India	Operation, Maintenance and Collection of toll	100%	100%
MEP IRDP Solapur Toll Road Private Limited	India	Collection of toll	100%	100%
MEP Hyderabad Bangalore Toll Road Private Limited	India	Operation, Maintenance and Collection of toll	99.99%	99.99%
Raima Toll Road Private Limited	India	Operation, Maintenance and Collection of toll	100%	100%
MEP Chennai Bypass Toll Road Private Limited	India	Operation, Maintenance and Collection of toll	100%	100%
MEP Highway Solutions Private Limited	India	Construction and maintenance activities	100%	100%
MEP RGSL Toll Bridge Private Limited	India	Operation, Maintenance and Collection of toll	100%	100%
Raima Toll and Infrastructure Private Limited	India	Collection of toll	100%	100%
MEP Roads & Bridges Private Limited	India	Collection of toll	100%	100%
Mhaiskar Toll Road Private Limited	India	Collection of toll	100%	100%
MEP Infra Constructions Private Limited	India	Collection of toll	100%	100%
MEP Toll & Infrastructure Private Limited	India	Collection of toll	100%	100%

# Notes to Financial Statements for the year ended March 31, 2019

Name of the Group	Place of Incorporation	Principal activities	% holding as on 31 March, 2019	% holding as on 31 March, 2018
MEP Tormato Private Limited	India	Installation of toll equipment, Cameras, weigh bridges etc.	100%	100%
MEP Infraprojects Private Limited	India	Collection of toll	100%	100%
MEP Foundation	India	Corporate Social Responsibility	99.90%	99.90%
MEPIDL Enterprises L.L.C (From April 1, 2018.)	UAE	Construction and Maintenance of Roads	49.00%	-
MEP Longjian ACR Private Limited	India	Construction and Maintenance of Roads	51.00%	-
MEP Longjian CLR Private Limited	India	Construction and Maintenance of Roads	51.00%	-
MEP Longjian Loha Waranga Road Private Limited	India	Construction and Maintenance of Roads	51.00%	-
MEP Longjian VTR Private Limited	India	Construction and Maintenance of Roads	51.00%	-
<b>Indirect Subsidiaries</b>				
<b>Subsidiaries of:</b>				
<b>Rideema Toll Private Limited</b>				
Baramati Tollways Private Limited	India	Maintenance and collection of toll for, the Ring Road and bridges in Baramati on a BOT basis	99.99%	99.99%
<b>Associates:</b>				
KVM Technology Solutions Private Limited	India	Installation of toll equipment	33.00%	33.00%
<b>Jointly Controlled Entities:</b>				
SMYR Consortium LLP*	India	Collection of toll	25.00%	25.00%
MEPIDL Enterprises L.L.C (upto 31 March 2018)	UAE	Construction and Maintenance of Roads	-	49.00%
MEP Nagpur Ring Road 1 Private Limited	India	Construction and Maintenance of Roads	74.00%	74.00%
MEP Sanjose Arawali Kante Road Private Limited	India	Construction and Maintenance of Roads	74.00%	74.00%
MEP Sanjose Kante Waked Road Private Limited	India	Construction and Maintenance of Roads	74.00%	74.00%
MEP Sanjose Mahuva Kagavadar Road Private Limited	India	Construction and Maintenance of Roads	60.00%	60.00%
MEP Sanjose Nagpur Ring Road 2 Private Limited	India	Construction and Maintenance of Roads	74.00%	74.00%
MEP Sanjose Talaja Mahuva Road Private Limited	India	Construction and Maintenance of Roads	60.00%	60.00%

Note: The Group does not have any partial interest in any entity which is material for consolidation purposes

\* The Group has considered the unaudited financial information of jointly controlled entity in the consolidated financial statements.

## II) Property, Plant and Equipment

- i) Items of property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises
  - a) the purchase price including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates,.
  - b) 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

# Notes to Financial Statements

for the year ended March 31, 2019

- c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest if any.

## ii) 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 derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

## iii) Depreciation / amortization

Depreciation is provided on a pro-rata basis on the written down value method over the estimated useful life of the assets. Depreciation on addition/deletion of fixed assets during the year is provided on pro-rata basis from / to the date of addition/deletion. Fixed assets costing up to ₹ 5,000 individually are fully depreciated in the year of purchase.

Useful life of the asset is taken, as specified in Schedule II of the Companies Act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

## iv) Impairment of fixed assets

The carrying values of assets at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the asset's fair value less cost of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognized for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent that the carrying amount after such reversal does not exceed the carrying amount that would have been determined had there been no impairment. In case of revalued assets such reversal is not recognized.

## v) Dereognition

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The consequential gain or loss is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognised in the Statement of Profit and Loss.

## IV) Intangible assets

### Goodwill on consolidation

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

# Notes to Financial Statements for the year ended March 31, 2019

The units or Groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

## **Toll Collection Rights**

### **Recognition and Measurement**

Toll collection rights are stated at cost, less accumulated amortisation and impairment losses. Cost includes: Contractual Upfront / monthly /fortnightly payments towards acquisition.

### **Amortisation**

Intangible assets i.e. toll collection rights are amortised over the tenure of the respective toll collection contract.

### **Derecognition**

The carrying amount of an intangible asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal.

## **V) Borrowing Cost**

Borrowing costs are interest and other costs related to borrowing that the Group incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at Effective Interest Rate and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Ancillary borrowing costs are amortised over the tenure of the loan.

Borrowing costs that are attributable to acquisition or construction of qualifying assets are capitalized as a part of cost of such assets till the time the asset is ready for its intended use. A qualifying assets is the one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are recorded as an expense in the Profit and loss account in the year in which they are incurred.

## **VI) Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

### **Financial Assets**

#### **i) Classification**

The Group 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.

#### **ii) Initial recognition and measurement**

Financial assets are recognised when the Group becomes a party to a contract that gives rise to a financial asset of one entity or equity instrument of another entity. Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at FVTPL are recognised immediately in statement of profit and loss.

#### **Debt instruments at amortised cost**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

# Notes to Financial Statements

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## Debt instruments at FVOCI

A 'debt instrument' is measured at the Fair value through other comprehensive income (FVOCI) if both the following conditions are met:

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

For assets classified as subsequently measured at FVOCI, interest revenue, expected credit losses, and foreign exchange gains or losses are recognised in profit or loss. Other gains and losses on remeasurement to fair value are recognised in Other Comprehensive Income. On derecognition, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from equity to profit or loss.

## Debt instrument at fair value through profit and loss (FVTPL)

Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

### iii) Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the Other Comprehensive Income. There is no recycling of the amounts from Other Comprehensive Income to profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

### iv) Derecognition

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

- The rights to receive cash flows from the financial asset have expired
- The Group has transferred substantially all the risks and rewards of the financial asset or
- The Group has neither transferred nor retained substantially all the risks and rewards of the financial asset, but has transferred control of the financial asset.

### v) Impairment of financial assets

The Group applies expected credit loss (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Group follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii above), the Group determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Group reverts to recognizing impairment loss allowance based on 12-month ECL.

As a practical expedient, the Group uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

# Notes to Financial Statements for the year ended March 31, 2019

## Financial liabilities

Financial instruments with a contractual obligation to deliver cash or another financial assets is recognised as financial liability by the Group.

### i) Classification

The Group 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.

### ii) 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 and incremental transaction cost.

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 Effective Interest Rate. The Effective Interest Rate amortisation is included as finance costs in the statement of profit and loss.

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

### iii) Derecognition

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

### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of the Group at the exchange rates at the date of the transaction or at an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. 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.

## VII) Leases

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

## VIII) Trade Receivables:

Trade receivables are amounts due from customers and related parties from the rendering of services in the ordinary course of business. Trade receivables are recognised initially at fair value except for short-term receivable where the recognition of interest is immaterial and subsequently measured at amortised cost using effective interest method less an allowance for impairment. An estimate for impairment is made when collection of the entire amount is no longer probable or when payments are delayed. The Group maintains an allowance

# Notes to Financial Statements

for the year ended March 31, 2019

for impairment to provide for impairment of trade receivables. Impairment allowances and related trade receivables are written off when determined as not collectable.

## 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 other financial asset from the grantor of the concession for the construction or upgrade service provided.

Such financial assets are measured at fair value upon initial recognition and classified as trade receivables. Subsequent to initial recognition, such assets are measured at amortized cost.

## IX) Inventories:

### Construction materials, components, stores, spares and tools

These are valued at lower of cost or net realisable value. Cost is determined on weighted average basis and comprise all cost of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

## X) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

## XI) Provisions and contingent liabilities

A provision is recognized when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Further, long term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost. A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

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 embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

## XII) Revenue from operations

### 1) Transition to New standard

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue and it applies, with limited exception, to all revenue arising from contracts with its customers.

Under Ind AS 115, revenue is recognised when a customer obtains control of goods or services. The Group has adopted Ind AS 115 using the cumulative effect method (without practical expedients) with the effect of initially applying this standard recognised at the date of initial application i.e. 1 April 2018. Accordingly, the comparative information i.e. information for the year ended 31 March 2018, has not been restated, however regrouped wherever necessary. Additionally, the disclosure requirements in Ind AS 115 have not generally been applied to comparative information.

- 2) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group assesses promises in the contract that are separate performance obligations to which a portion of transaction price is allocated.

Revenue is measured based on the transaction price as specified in the contract with the customer. It excludes taxes or other amounts collected from customers in its capacity as an agent.

### 3) Revenue from Construction Contracts

Revenue, where the performance obligation is satisfied over time, is recognised in proportion to the stage of completion of the contract. The stage of completion of project is determined by the proportion that contract cost incurred for work performed upto the balance sheet date bear to the estimated total contract costs.

# Notes to Financial Statements for the year ended March 31, 2019

Contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. Contract costs are recognised as an expense in the statement of profit and loss in the accounting periods in which the work to which they relate is performed. An expected loss on a contract is recognised immediately in the Statement of Profit and Loss.

The Group recognises revenue using input method that is based on Group's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation. Contract revenue recognised at an amount which is higher than its right to consideration (i.e. right to invoice) from customer is recorded as unbilled revenue under other current assets.

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work and claims payments, to the extent that it is probable that they will result in revenue and can be measured reliably. The Group recognises bonus/ incentive revenue on early completion of the project when it is highly probable that it will result in revenue.

## 4) Contract balances

### Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer e.g. unbilled revenue. If the Group performs its obligations by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset i.e. unbilled revenue is recognised for the earned consideration that is conditional. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Group issues an invoice to the Customer.

### Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due.

### Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Group performs under the contract.

The accounting policies for the specific revenue streams of the Group as summarised below:

## 5) Toll collection

Revenue from toll collection is recognised at point in time when services are rendered (on actual collections of toll) However in certain cases, where advance money is received from customer, revenue is recognised on an accrual basis, where the performance obligation is satisfied over time

## 6) Road repair and maintenance

Revenue from road repair and maintenance work is recognised when the services are rendered and there are no uncertainties involved to its ultimate realisation.

## 7) Other income

- Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective rate of interest.
- Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established.

### Revenue from Service concession Agreements

Contract revenue and contract cost associated with the construction of road are recognised as revenue and expenses respectively by reference to the stage of completion of the projects at the balance sheet date. The stage of completion of project is determined by the proportion that contract cost incurred for work performed upto the balance sheet date bear to the estimated total contract costs. Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable.

If total cost is estimated to exceed total contract revenue, the Group provides for foreseeable loss. Contract revenue earned in excess of billing has been reflected as unbilled revenue and billing in excess of contract revenue has been reflected as unearned revenue.

## XIII) Retirement and other employee benefits

### i) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders



# Notes to Financial Statements

for the year ended March 31, 2019

the related service. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

## ii) Post Employment Employee Benefits

Retirement benefits to employees comprise payments to government provident funds, gratuity fund and Employees State Insurance.

### Defined contribution plans

The Group's / Group's contribution to defined contributions plans such as Provident Fund, Employee State Insurance and Maharashtra Labour Welfare Fund are recognised in the consolidated Statement of Profit and Loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

### Defined benefit plans

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, This amount is discounted to determine its present value. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling').

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Actuarial gains/losses are recognized in the other comprehensive income.

## XIV) Income taxes

Tax expense comprises of current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other Comprehensive Income.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves Unrecognized deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

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 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.

Deferred tax asset / liabilities in respect of on temporary differences which originate and reverse during the tax holiday period are not recognised. Deferred tax assets / liabilities in respect of temporary differences that originate during the tax holiday period but reverse

# Notes to Financial Statements for the year ended March 31, 2019

after the tax holiday period are recognised. The tax effect is calculated on the accumulated timing differences at the year-end based on the tax rates and laws enacted or substantially enacted on the balance sheet date.

Minimum alternate tax credit is recognized as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period.

## XV) Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to equity shareholders of the Group
- by the weighted average number of equity shares outstanding during the financial year

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.

## XVI) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

## XVII) Recent Accounting Pronouncements

### i) Standards issued but not yet effective

Following are the new standards and amendments to existing standards (as notified by Ministry of Corporate Affairs (MCA) on 30 March 2019) which are effective for annual period beginning on or after 1 April 2019. The Group intends to adopt these standards or amendments from the effective date.

#### a) Ind AS 116, Leases

Ind AS 116, Leases replaces existing lease accounting guidance i.e. Ind AS 17, Leases. It sets out principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases, except short-term leases and leases for low-value items, under a single on-balance sheet lease accounting model. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. Lessor accounting largely unchanged from the existing standard - i.e. lessors continue to classify leases as finance or operating leases.

Based on the preliminary assessment, the Group does not expect any significant impacts on transition to Ind AS 116. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information when the standard will be adopted. The quantitative impacts would be finalised based on a detailed assessment which has been initiated to identify the key impacts along with evaluation of appropriate transition options.

#### b) Amendment to Existing issued Ind AS

The MCA has notified below amendments which are effective 1<sup>st</sup> April 2019:

- Appendix C to Ind AS 12, Income taxes
- Amendments to Ind AS 103, Business Combinations
- Amendments to Ind AS 109, Financial Instruments
- Amendments to Ind AS 111, Joint Arrangements
- Amendments to Ind AS 19, Employee Benefits
- Amendments to Ind AS 23, Borrowing Costs
- Amendments to Ind AS 28, Investments to Associates and Joint Ventures

Based on Preliminary work, the Group does not expect these amendments to have any significant impact on its Financial statements.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 2 - PROPERTY, PLANT AND EQUIPMENT - AS AT MARCH 31, 2019

₹ in lakhs

	Gross Block				Accumulated Depreciation				Net Block	
	As at April 1, 2018	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2019	As at April 1, 2018	Charge for the year	Deductions/ Adjustments	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018
Lease hold Land #	25.88	-	-	25.88	0.87	0.29	-	1.16	24.72	25.01
Office Premises @	1,048.24	99.00	-	1,147.23	165.63	120.53	-	286.16	861.07	882.61
Vehicles	2,908.30	636.27	19.54	3,525.03	869.95	742.54	14.50	1,597.99	1,927.04	2,038.35
Computers	837.07	119.39	38.85	917.62	467.28	283.41	33.18	717.51	200.11	369.79
Toll Equipments	2,701.98	159.93	303.93	2,557.98	791.97	376.83	154.78	1,014.02	1,543.96	1,910.01
Office Equipments	545.92	60.68	1.06	605.54	215.20	122.75	0.32	337.63	267.91	330.72
Furniture and fixtures	323.98	9.16	-	333.14	130.17	52.23	-	182.40	150.74	193.81
Buildings	982.67	-	-	982.67	53.60	26.82	-	80.42	902.25	929.07
Plant and Machinery	3,293.84	1,214.66	148.84	4,359.66	707.58	840.59	80.83	1,467.34	2,892.32	2,586.26
<b>Total</b>	<b>12,667.88</b>	<b>2,299.09</b>	<b>512.22</b>	<b>14,454.75</b>	<b>3,402.25</b>	<b>2,565.99</b>	<b>283.61</b>	<b>5,684.63</b>	<b>8,770.12</b>	<b>9,265.63</b>
<b>Capital work-in-progress</b>	<b>2,667.86</b>	<b>161.14</b>	<b>190.59</b>	<b>2,638.41</b>	-	-	-	-	<b>2,638.41</b>	<b>2,667.86</b>
<b>Total</b>	<b>2,667.86</b>	<b>161.14</b>	<b>190.59</b>	<b>2,638.41</b>	-	-	-	-	<b>2,638.41</b>	<b>2,667.86</b>

### Property, Plant and Equipment - As at March 31, 2018

₹ in lakhs

	Gross Block				Accumulated Depreciation				Net Block	
	As at April 1, 2017	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2018	As at April 1, 2017	Charge for the year	Deductions/ Adjustments	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017
Lease hold Land #	25.88	-	-	25.88	0.58	0.29	-	0.87	25.01	25.30
Office Premises @	982.26	65.98	-	1,048.24	98.35	67.28	-	165.63	882.61	883.91
Vehicles	1,188.73	1,759.76	40.19	2,908.30	538.06	355.31	23.42	869.95	2,038.35	650.67
Computers	376.11	469.15	8.19	837.07	230.71	243.28	6.70	467.28	369.79	145.40
Toll Equipments	2,186.03	574.26	58.31	2,701.98	578.13	225.10	11.26	791.97	1,910.01	1,607.90
Office Equipments	307.65	238.27	-	545.92	138.08	77.12	-	215.20	330.72	169.57
Furniture and fixtures	297.21	26.77	-	323.98	90.43	39.74	-	130.17	193.81	206.78
Buildings	493.33	489.34	-	982.67	44.22	9.38	-	53.60	929.07	449.11
Plant and Machinery	1,151.36	2,142.48	-	3,293.84	213.75	493.83	-	707.58	2,586.26	937.61
<b>Total</b>	<b>7,008.56</b>	<b>5,766.01</b>	<b>106.69</b>	<b>12,667.88</b>	<b>1,932.31</b>	<b>1,511.33</b>	<b>41.38</b>	<b>3,402.25</b>	<b>9,265.63</b>	<b>5,076.25</b>
<b>Capital work-in-progress</b>	<b>2,815.33</b>	<b>3,366.58</b>	<b>3,514.05</b>	<b>2,667.86</b>	-	-	-	-	<b>2,667.86</b>	<b>2,815.33</b>
<b>Total</b>	<b>2,815.33</b>	<b>3,366.58</b>	<b>3,514.05</b>	<b>2,667.86</b>	-	-	-	-	<b>2,667.86</b>	<b>2,815.33</b>

# As per Lease Deed, lease hold land has been amortised by straight line method over the period of ninety three years from the date of lease deed 10 May 2012.

@ Office premise is under mortgage with a bank.

\* Refer note 18 and 23 for details of Property, Plant and Equipment that have been pledged as a security / mortgaged with various Banks / Financial Institutions against loans taken.

# Notes to Financial Statements as at March 31, 2019

## NOTE 3 - INTANGIBLE ASSETS - AS AT MARCH 31, 2019

₹ in lakhs

	Gross Block				Accumulated Amortisation/ Impairment				Net Block	
	As at April 1, 2018	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2019	As at April 1, 2018	Charge for the year	Deductions/ Adjustments	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018
Toll collection rights	535,348.48	19,273.74	151,752.06	402,870.16	299,339.62	46,838.57	140,070.60	206,107.59	196,762.57	236,008.86
Goodwill on Consolidation*	2,618.05	-	-	2,618.05	-	-	-	-	2,618.05	2,618.05
<b>Total</b>	<b>537,966.53</b>	<b>19,273.74</b>	<b>151,752.06</b>	<b>405,488.21</b>	<b>299,339.62</b>	<b>46,838.57</b>	<b>140,070.60</b>	<b>206,107.59</b>	<b>199,380.62</b>	<b>238,626.91</b>

### Intangible assets - As at March 31, 2018

₹ in lakhs

	Gross Block				Accumulated Amortisation/ Impairment				Net Block	
	As at April 1, 2017	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2018	As at April 1, 2017	Charge for the year	Deductions/ Adjustments	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017
Toll collection rights	507,182.51	45,151.24	16,985.27	535,348.48	268,404.86	40,381.04	9,446.28	299,339.62	236,008.86	238,777.65
Goodwill on Consolidation*	2,618.05	-	-	2,618.05	-	-	-	-	2,618.05	2,618.05
<b>Total</b>	<b>509,800.56</b>	<b>45,151.24</b>	<b>16,985.27</b>	<b>537,966.53</b>	<b>268,404.86</b>	<b>40,381.04</b>	<b>9,446.28</b>	<b>299,339.62</b>	<b>238,626.91</b>	<b>241,395.70</b>

\* Refer Note No. 3A

## NOTE 3A

### Impairment review

#### Impairment testing for cash generating unit (CGU) containing goodwill

The goodwill at each CGU level is tested for impairment at least annually and when events occur or changes in circumstances indicate that the recoverable amount is less than its carrying value. The recoverable amount is based on a value-in-use calculation using the discounted cash flow method. The value-in-use calculation is made using pre-tax Budgeted EBITDA projections based on the Management forecasts of the contract tenure (after considering the relevant long-term growth rate). Remaining contract tenure is in the range of 6 to 13 years given the term of the contract signed with the government authorities. No terminal value is included as these cash flows exceeding their carrying value. The methods used to determine recoverable amounts have remained consistent with the prior year.

Goodwill acquired through business combinations with indefinite lives has been allocated to to the following CGU's:

₹ in lakhs

Name of the Entities	As at March 31, 2019	As at March 31, 2018
MEP Infrastructure Private Limited	1,012.30	1,012.30
MEP Hyderabad Bangalore Toll Road Private Limited	0.48	0.48
Baramati Tollways Private Limited	1,605.28	1,605.28
<b>Total</b>	<b>2,618.06</b>	<b>2,618.06</b>

The keys assumptions used in value- in- use calculation are reviewed annually as part of management's budgeting and strategic planning cycles. These estimates may differ from actual results. The values assigned to each of the key assumptions reflect the Management's past experience as their assessment of future trends, and are consistent with external / internal sources of information.

Based on the above assumptions and analysis, during the year ended 31 March 2019, Group recorded impairment charge of ₹ Nil (31 March 2018 : ₹ Nil). No impairment was identified for any of the CGU as at 31 March 2018 as the recoverable value of the CGU exceeded the carrying value.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 4 - NON CURRENT FINANCIAL ASSETS-INVESTMENTS IN JOINT VENTURES AND ASSOCIATES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Non-trade investments in Joint Venture &amp; Associate</b>		
3,300 (previous year: 3300) equity shares of KVM Technology Solution Private Limited of ₹ 10 each*	-	-
SMYR Consortium LLP**	-	-
51,719,261 (previous year : 37,035,861) equity shares of MEP Nagpur Ring Road 1 Private Limited of ₹ 10 each	5,098.04	3,924.06
49,815,061 (previous year : 39,455,061) equity shares of MEP Sanjose Nagpur Ring Road 2 Private Limited of ₹ 10 each	6,220.97	4,196.08
34,952,400 (previous year : 32,917,400) equity shares of MEP Sanjose Arwali Kante Road Private Limited of ₹ 10 each	3,273.42	2,975.87
47,888,170 (previous year : 45,867,400) equity shares of MEP Sanjose Kante Waked Road Private Limited of ₹ 10 each	3,932.39	4,214.77
36,356,000 (previous year : 29,996,000) equity shares of MEP Sanjose Talaja Mahuva Road Private Limited of ₹ 10 each	3,779.46	3,261.59
33,756,000 (previous year : 27,486,000) equity shares of MEP Sanjose Mahuva Kagavadar Road Private Limited of ₹ 10 each	3,524.43	3,197.74
49 (previous year : 49) equity shares of MEPIDL Enterprises LLC of AED 1500 each	-	11.26
<b>TOTAL</b>	<b>25,828.71</b>	<b>21,781.37</b>

Associate and Joint Ventures are consolidated using equity method of accounting, i.e. the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income.

\* As at 31<sup>st</sup> March 2019, Group shares' of KVM Technology Solution Private Limited loss exceeds the investment value and hence the investment amount is appearing as zero.

\*\* As at 31<sup>st</sup> March 2019, Group shares' of SMYR Consortium LLP loss exceeds the investment value and hence the investment amount is appearing as zero.

## NOTE 5 - NON CURRENT FINANCIAL ASSETS-INVESTMENTS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Non - trade preference shares</b>		
12% Non-cumulative Redeemable Preference Shares of ₹ 10 each		
2,09,00,000 ( Previous Year : 2,09,00,000) Preference Shares of Ideal Hospitality Private Limited of ₹ 10 each	2,090.00	2,090.00
<b>Non - trade equity investments</b>		
<b>Unquoted, fully paid up</b>		
54,000 (previous year : 54,000) equity shares of Jankalyan Sahakari Bank Limited of ₹ 10 each.	5.40	5.40
153,080 (previous year : 135,330) equity shares of The Kalyan Janata Sahakari Bank Limited of ₹ 25 each.	38.27	33.83
10,160 (previous year : 10,160) equity shares of Thane Janata Sahakari Bank Limited of ₹ 50 each.	5.08	5.08
11,040 (previous year: 11,040) equity shares of Dombivali Nagari Sahakari Bank Limited of ₹ 50 each.	5.52	5.52
86,950 (previous year: 86,950) equity shares of Jankalyan Sahakari Bank Limited of ₹ 50 each.	43.48	43.48
14,030 (previous year: 14,030) equity shares of The Ambernath Jai Hind Co Op Bank Limited of ₹ 25 each.	3.51	3.51
5,010 (previous year : 5,010) equity shares of The Ambernath Jai Hind Co Op Bank Limited of ₹ 100 each.	5.01	5.01
<b>TOTAL</b>	<b>2,196.27</b>	<b>2,191.83</b>

# Notes to Financial Statements as at March 31, 2019

## NOTE 6 - NON CURRENT FINANCIAL ASSETS-LOANS

(Unsecured, considered good unless otherwise stated)

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>To related parties :</b>		
Loans [Refer note below (i)]	40,509.19	41,771.68
<b>To parties other than related parties :</b>		
Security Deposits	251.32	223.87
Loans to Employees	8.56	12.41
Performance security	600.12	552.90
<b>Total</b>	<b>41,369.19</b>	<b>42,560.86</b>

\* Refer Note 13 for current portion

### (i) Loans to related party

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Ideal Toll & Infrastructure Private Limited	40,509.19	41,771.68
<b>Total</b>	<b>40,509.19</b>	<b>41,771.68</b>

## NOTE 7 - NON CURRENT FINANCIAL ASSETS-OTHERS

(Unsecured, considered good unless otherwise stated)

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Advance consideration for acquisition of equity shares	3,442.86	4,202.37
Bank Deposits with maturity beyond 12 months	6,836.36	5,059.23
Interest accrued on fixed deposits	377.34	131.95
<b>Total</b>	<b>10,656.56</b>	<b>9,393.55</b>

## NOTE 8 - TAXATION

### i. Amounts recognised in profit or loss

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Current Tax</b>		
Current year	1,901.58	2,532.54
Earlier year tax	1.34	(775.06)
<b>Total current tax</b>	<b>1,902.92</b>	<b>1,757.48</b>
<b>Deferred tax</b>		
Deferred tax on origination and reversal of temporary differences	1,999.38	2,073.08
<b>Total deferred tax</b>	<b>1,999.38</b>	<b>2,073.08</b>
<b>Total Income tax (income) / expense</b>	<b>3,902.30</b>	<b>3,830.56</b>

# Notes to Financial Statements

as at March 31, 2019

## ii Tax charge recognised directly to Other Comprehensive Loss

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Remeasurement of defined benefit obligations	102.98	45.66
Tax benefits	(34.81)	(14.58)
Equity accounted investees - share of OCI	(2.68)	(2.25)
Exchange differences in translating financial statements of foreign operations	(0.38)	-
<b>Net of tax</b>	<b>65.11</b>	<b>28.83</b>

## iii. Reconciliation of effective tax

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Profit / (loss) before tax as per Statement of Profit and loss</b>	<b>9,499.83</b>	<b>10,927.45</b>
Tax using the domestic tax rate of the parent	3,188.51	5,087.55
<b>Tax effects of:</b>		
Expenses not deductible for tax purposes	119.77	124.40
Income not chargeable to tax	(9.36)	(0.71)
Mar credit entitlement	-	(94.60)
Others	(18.47)	(3.19)
Recognition of income tax of previous years	1.34	(723.66)
Incremental DTA / DTL on financial assets and other items	(510.96)	26.91
Change in tax rate	1,131.48	-
Loans and advance to subsidiaries	-	(16.12)
Business loss	-	(570.02)
<b>Income tax expense</b>	<b>3,902.30</b>	<b>3,830.56</b>
<b>Effective tax rate</b>	<b>41.08%</b>	<b>35.05%</b>

## iv. Movement in deferred tax balances

₹ in lakhs

	As at 31 <sup>st</sup> March 2017	Recognised in profit or loss	Recognised in OCI	Other adjustments	As at 31 <sup>st</sup> March 2018	Recognised in profit or loss	Recognised in OCI	Other adjustments	As at 31 <sup>st</sup> March 2019
Carry forward business loss and unabsorbed depreciation	45,761.29	(981.92)	-	-	44,779.37	(2,444.00)	-	-	42,335.37
MAT Credit entitlement	371.60	94.60	-	1.46	467.66	(32.15)	-	-	435.51
Property, Plant & Equipment and Intangible asset	(31,038.01)	(88.13)	-	-	(31,126.14)	282.71	-	-	(30,843.43)
Borrowing	(477.05)	26.50	-	-	(450.55)	135.65	-	-	(314.90)
Provision for resurfacing	3,186.56	(1,292.76)	-	75.23	1,969.03	(366.21)	-	-	1,602.82
Loan to related parties	(2,813.15)	102.72	-	-	(2,710.43)	367.58	-	-	(2,342.85)
Security Deposit/ Performance Security	30.16	35.64	-	-	65.80	(6.79)	-	-	59.01
Straightling of upfront lease charges paid	(5.85)	(1.50)	-	-	(7.35)	2.06	-	-	(5.29)
Provision for employee benefits	187.70	31.77	14.58	-	234.05	61.76	34.81	-	330.61
	15,203.25	(2,073.08)	14.58	76.69	13,221.44	(1,999.38)	34.81	-	11,256.86

# Notes to Financial Statements as at March 31, 2019

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

As at 31 March 2019, undistributed earning of subsidiaries and joint ventures amounted to ₹ 8,062.18 lakhs (March 31 2018: ₹ 4,994.53 lakhs) The corresponding deferred tax liability of ₹ 1,641.46 lakhs. (March 31 2018: ₹ 1,016.89 lakhs.) was not recognised because the Company controls the dividend policy of its subsidiaries and is able to veto the payment of dividends of its jointly controlled entities (i.e. the Company controls the timing of reversal of the related taxable temporary differences and management is satisfied that they will not reverse in the foreseeable future.)

## v. Tax losses carried forward

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom:

Nature of loss	March 31, 2019 Gross amount	March 31, 2019 Expiry date	March 31, 2018 Gross amount	March 31, 2018 Expiry date
Business loss			0.10	31.03.2018
Business loss	61.07	31.03.2019	1,728.07	31.03.2019
Business loss	14,088.65	31.03.2020	14,088.65	31.03.2020
Business loss	4,380.14	31.03.2021	4,380.33	31.03.2021
Business loss	21,830.30	31.03.2022	22,406.55	31.03.2022
Business loss	21,509.34	31.03.2023	22,010.77	31.03.2023
Business loss	9,460.61	31.03.2024	9,683.44	31.03.2024
Business loss	1,396.39	31.03.2025	1,792.64	31.03.2025
Business loss	3,357.29	31.03.2026	3,496.09	31.03.2026
Business loss	3,898.67	31.03.2027	-	-
Short-term Capital loss	968.35	31.03.2026	968.35	31.03.2026
Short-term Capital loss	4.15	31.03.2023	4.15	31.03.2023
Unabsorbed depreciation	8,673.57	No expiry date	11,110.76	No expiry date

## NOTE 9 - OTHER NON CURRENT ASSETS

(Unsecured, considered good unless otherwise stated)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>To related parties :</b>		
Capital advances [Refer note below (i)]	-	2,233.77
<b>To parties other than related parties :</b>		
Balance with statutory authorities	1,540.44	108.39
Prepaid expenses	577.25	776.19
Mobilisation advance *	10,014.57	25,401.50
Capital advances	3,368.52	5,301.88
<b>Total</b>	<b>15,500.78</b>	<b>33,821.73</b>

\* Refer Note 15 for current portion



# Notes to Financial Statements

as at March 31, 2019

## (i) Capital Advance to related party

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Ideal Toll Et Infrastructure Private Limited	-	2,233.77
<b>Total</b>	<b>-</b>	<b>2,233.77</b>

## NOTE 10 - INVENTORIES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Lower of cost or net realisable value</b>		
Construction materials	1,116.72	-
<b>Total</b>	<b>1,116.72</b>	<b>-</b>

## NOTE 11 - CURRENT FINANCIAL ASSETS-TRADE RECEIVABLES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Trade receivables</b>		
Considered good - Unsecured*	8,245.04	8,644.31
Less: Allowance for doubtful debts	-	-
<b>Total</b>	<b>8,245.04</b>	<b>8,644.31</b>

\* Trade receivable of ₹ 7,078.13 lakhs (March 31, 2018 : ₹ 8,045.59 lakhs) are due from Jointly Controlled entities as below ;

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
MEP Nagpur Ring Road 1 Pvt. Ltd.	1,229.99	2,454.10
MEP Sanjose Arawali Kante Road Pvt. Ltd	1,281.66	1,091.56
MEP Sanjose Kante Waked Road Pvt. Ltd	151.35	764.60
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	1,098.56	1,422.10
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	3,263.98	1,484.54
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	52.59	828.69
	<b>7,078.13</b>	<b>8,045.59</b>

The carrying amounts of trade receivables as at the reporting date are a reasonable approximation of their fair values. Trade receivables are predominantly non-interest bearing.

Refer Note 35 for Information about Credit Risk of Trade Receivables

# Notes to Financial Statements as at March 31, 2019

## NOTE 12

### (i) Cash and cash equivalents

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Cash on hand	1,151.11	1,616.69
Bank balances		
- Current accounts	2,348.98	1,761.29
Unclaimed Dividend	0.94	0.47
Unclaimed share application money	0.29	0.29
Deposit Accounts with less than or equal to 3 months maturity	167.04	81.74
<b>Cash and cash equivalents as presented in the Balance sheet</b>	<b>3,668.36</b>	<b>3,460.48</b>

Bank balances and term deposits with banks held by the Company on a short-term basis with original maturity of three months or less. The carrying amount of cash equivalents as at reporting date at fair value.

### (ii) Current Financial Assets-Other bank balances

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Bank deposits with maturity from 3-12 months	7,595.25	7,793.42
<b>Total</b>	<b>7,595.25</b>	<b>7,793.42</b>

Details of bank balances/deposits	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Bank balances available on demand/deposits with original maturity of 3 months or less included under 'Cash and cash equivalents'	167.04	81.74
Bank deposits due to mature within 12 months from the reporting date included under 'Other bank balances'	7,595.25	7,793.42
Bank deposits due to mature after 12 months from the reporting date included under 'Other non current assets' (Refer Note 7)	6,836.36	5,059.23
	<b>14,598.65</b>	<b>12,934.39</b>

- 1) Bank deposit include fixed deposits with various banks of ₹ 7,532.49 lakhs (March 31, 2018: ₹ 5,591.49 lakhs ) which are provided as lien for the bank guarantee given to various authorities.
- 2) Bank deposits include fixed deposits with various banks of ₹ 6,211.13 lakhs (March 31, 2018: ₹ 6,957.89 lakhs) which are provided as lien to the banks and financial institutions for maintenance of Debt Service Reserve Account.
- 3) Bank deposits of ₹ 855.03 lakhs (March 31, 2018: ₹ 375.00 lakhs ) with banks are provided as cash margin for bank facility taken from the bank.

## NOTE 13 - CURRENT FINANCIAL ASSETS-LOANS

(Unsecured, considered good unless otherwise stated)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>To related Parties :</b>		
Loans [Refer note below (i)]	203.37	203.37
<b>To parties other than related parties :</b>		
Loans to Employees	17.87	11.95
Performance security	468.00	1,090.50
Security Deposits	27,094.21	210.54
<b>Total</b>	<b>27,783.45</b>	<b>1,516.36</b>

# Notes to Financial Statements

as at March 31, 2019

## (i) Loans to related parties

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
MEP Toll Gates Private Limited	203.06	203.06
Ideal Brands Private Limited	0.31	0.31
<b>Total</b>	<b>203.37</b>	<b>203.37</b>

## NOTE 14 – CURRENT FINANCIAL ASSETS-OTHERS

(Unsecured, considered good unless otherwise stated)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Interest receivable</b>		
- accrued on Bank Deposits	137.22	229.73
- accrued on loans to related parties	12,904.86	7,222.10
- accrued on loans to others	1,771.11	1,727.02
<b>Others</b>		
- Bid Security	397.26	297.00
- other receivable	17,567.60	15,296.46
<b>Other receivable</b>		
- from related parties	2,077.25	1,877.97
- from authority payment	3,023.38	2,774.77
- from other than related parties	2,420.11	294.77
- <b>claim receivable*</b>	16,261.42	12,884.82
- Less : Provision for Doubtful Receivable	(834.83)	-
<b>Total</b>	<b>55,725.38</b>	<b>42,604.64</b>

## \* Claims receivable

- Toll collection contract between one of the Company's subsidiary with Maharashtra State Road Development Co. Ltd (herein after referred as "MSRDC") was terminated on 30 June 2014. The said subsidiary is entitled for compensation of ₹ 370.54 lakhs (March 31, 2018: ₹ 370.54 lakhs) as per clause 31 of the Concession Agreement / Bid document entered with MSRDC.
- One of the Company's subsidiary has preferred claim of ₹ Nil (March 31, 2018: 795.50 lakhs) receivable from NHAI towards "Force Majeure" clause of Article 26 of the Concession Agreement between the said subsidiary and NHAI mainly on account of Seemadhra / Telangana Agitation.
- One of the Company's subsidiary has recognised claim of ₹ 4,886.79 lakhs (March 31, 2018: 4,886.79 lakhs) receivable from MSRDC towards "Change of scope / variation" clause.
- Three of the Company's subsidiary have recognised claims of ₹ 3,735.39 lakhs (March 31, 2018: 1,661.20 lakhs) receivable from MSRDC towards "Force Majeure" clause.
- One of the Company's subsidiary has recognized a claim of ₹ Nil (March 31, 2018: 95.70 lakhs) receivable from Hooghly River Bridge Commissioners (HRBC) towards "Force Majeure" as per concession agreement.
- One of the Company's subsidiary has preferred claims of ₹ 149.83 lakhs (March 31, 2018: 149.83 lakhs) receivable from National Highways Authority of India (herein after referred as "NHAI") towards lesser user fees paid by TNSC.
- The authorities had announced temporary suspension of toll collection at the tolls plazas operated by the Company and its subsidiaries from November 9, 2016 to December 2, 2016 post demonetization. The respective subsidiary companies have claimed compensation of ₹ 2,876.21 lakhs (March 31, 2018 : ₹ 3,876.21 lakhs) pursuant to the relevant agreement(s) as entered with the respective authorities.
- The Company has recognised claim of Rs. 3,407.83 lakhs (March 31, 2018: 1,049.05 lakhs) receivable from SDMC towards air pollution, all India indefinite road transport strike and operation & maintenance expenses during suspension period.

# Notes to Financial Statements as at March 31, 2019

## NOTE 15 – OTHER CURRENT ASSETS

(Unsecured, considered good unless otherwise stated)

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Prepaid expenses	4,569.97	815.81
Advances to suppliers	1,045.67	2,206.72
Capital advances	5.56	14.89
Mobilisation advance	50,576.53	38,611.48
InvIT issue expenses	-	131.91
Construction work in progress	8,595.79	-
Unbilled revenue* (Refer Note 43)	24,146.15	8,275.22
Balance with government authorities	1,623.66	-
QIP Issue Expenses	-	209.81
<b>Total</b>	<b>90,563.33</b>	<b>50,265.84</b>

\* Classified as non financial asset as the contractual rights to consideration is dependent on completion of contractual milestone.

## NOTE 16 – EQUITY SHARE CAPITAL

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>[a] Authorised share capital</b>		
225,000,000 (Previous years : 225,000,000) Equity shares of ₹ 10 each	22,500.00	22,500.00
	<b>22,500.00</b>	<b>22,500.00</b>
<b>[b] Issued</b>		
183,446,051 (Previous years : 162,569,191) Equity shares of ₹ 10 each	18,344.61	16,256.92
	<b>18,344.61</b>	<b>16,256.92</b>
<b>[c] Subscribed and paid up</b>		
183,446,051 (Previous years : 162,569,191) Equity shares of ₹ 10 each	18,344.61	16,256.92
	<b>18,344.61</b>	<b>16,256.92</b>

**[d] Reconciliation of number of shares outstanding at the beginning and end of the year :**

Particulars	₹ in lakhs			
	As at March 31, 2019		As at March 31, 2018	
	Number of Shares	Amount	Number of Shares	Amount
<b>Equity :</b>				
Outstanding at the beginning of the year	162,569,191	16,256.92	162,569,191	16,256.92
Issued during the year *	20,876,860	2,087.69	-	-
<b>Outstanding at the end of the year</b>	<b>183,446,051</b>	<b>18,344.61</b>	<b>162,569,191</b>	<b>16,256.92</b>

\*Refer to Note 46 for Qualified Institutional Placement (QIP).

**[e] Rights, preferences and restrictions attached to equity shares :**

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

# Notes to Financial Statements

as at March 31, 2019

[f] Details of shareholders holding more than 5% of the aggregate shares in the Company:

₹ in lakhs

Name of the shareholder	As at March 31, 2019		As at March 31, 2018	
	Number of Shares	Percentage	Number of Shares	Percentage
<b>Equity shares of ₹ 10/- each fully paid</b>				
Ideal Toll & Infrastructure Private Limited	29,940,407	16.32%	29,940,407	18.42%
Dattatray Mhaiskar	-	-	11,448,589	7.04%
Jayant Dattatray Mhaiskar	14,358,546	7.83%	14,258,546	8.77%
Anuya Jayant Mhaiskar	14,655,252	7.99%	12,372,252	7.61%
Sudha Dattatray Mhaiskar	26,454,180	14.42%	14,998,591	9.23%
A J Tolls Private Limited	32,567,767	17.75%	30,000,000	18.45%
HDFC Trustee Company Limited	13,615,944	7.42%	14,033,486	8.63%
	<b>131,592,096</b>	<b>71.73%</b>	<b>127,051,871</b>	<b>78.15%</b>

## NOTE 17 – OTHER EQUITY

### (i) Securities Premium

₹ in lakhs

Particulars	As at	As at
	March 31, 2019	March 31, 2018
At commencement of the year	26,773.56	26,773.56
Add: Received during the year	14,091.88	-
Less: Share issue expense	(511.31)	-
<b>Balance as at the end of the year</b>	<b>40,354.13</b>	<b>26,773.56</b>

\* Refer Note 46 for Qualified Institutional Placement (QIP).

### (ii) Capital Reserve

₹ in lakhs

Particulars	As at	As at
	March 31, 2019	March 31, 2018
At commencement of the year	1.92	1.92
<b>Balance as at the end of the year</b>	<b>1.92</b>	<b>1.92</b>

### (iii) Foreign Currency Translation Reserve

₹ in lakhs

Particulars	As at	As at
	March 31, 2019	March 31, 2018
Balance as at the beginning of the year	-	-
Exchange differences in translating financial statements of foreign operations	0.38	-
<b>Balance as at the end of the year</b>	<b>0.38</b>	<b>-</b>

# Notes to Financial Statements as at March 31, 2019

## (iv) Retained earnings

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Balance as at the beginning of the year	(37,049.35)	(43,823.92)
Dividends	(550.34)	(243.85)
Dividend distribution Tax	(113.12)	(49.64)
Profit for the year	5,627.59	7,096.89
Other comprehensive income	(65.49)	(28.83)
<b>Balance as at the end of the year</b>	<b>(32,150.71)</b>	<b>(37,049.35)</b>
<b>Total</b>	<b>8,205.72</b>	<b>(10,273.83)</b>

### Securities premium:

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

### Retained earnings:

Retained earnings are the profits that the Company has earned till date, less dividends or other distributions paid to shareholders.

## NOTE 18 - NON-CURRENT FINANCIAL LIABILITY-BORROWINGS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Secured</b>		
Term loans from banks	1,36,625.36	1,64,273.08
Term loans from financial institutions	75,314.64	85,931.05
Vehicle loans from banks	686.25	451.16
Vehicle loans from financial institutions	34.64	55.66
Commercial equipment loans from bank	920.72	1,295.77
Commercial equipment loans from financial institutions	734.45	51.47
<b>Total</b>	<b>2,14,316.06</b>	<b>2,52,058.19</b>

Refer Note 25 the Current Maturities of Non-current Borrowings

Refer Note 35 for liquidity risk

### I) Term loans taken by MEP Infrastructure Developers Limited

- A)** Term loan includes loan from a bank amounting ₹ 13,424.80 lakhs (March 31, 2018 : ₹ 14,649.80 lakhs) which is secured by a first and exclusive charge as under:
- first exclusive charge on escrow account specifically maintained for maintenance income/receivables from the maintenance contract with MEP Infrastructure Private Limited, a subsidiary;
  - first mortgage and charge on all immovable and movable properties of the Company, (including movable plant and machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties); except as specifically charged;
  - exclusive charge on specific account opened to route the proceeds from the loan and interest thereon extended to the Ideal Toll & Infrastructure Private Limited by MEP Infrastructure Private Limited, subsidiary company;
  - pledge of 5 lakhs shares of IRB Infrastructure Developers Limited, held by the promoters of the company;
  - Pledge of 1.14 crore shares of MEP Infrastructure Developers Limited held by the promotor (In demat form);
  - Equitable mortgage of 9.56 Ha land situated at Dhakle Gaon Baramati, owned by relative of the promoters of the Company;

# Notes to Financial Statements

as at March 31, 2019

- g) first charge on the all bank accounts including but not limited to escrow account opened by MEP Highway Solutions Private Limited, subsidiary company;
- h) corporate guarantees given by Ideal Toll Et Infrastructure Private Limited and personal guarantee given by Mr. Jayant D. Mhaiskar, Director of the Company;  
The term loan carries an interest rate calculated on base rate of the bank plus a spread of 275 basis points. The term loan is repayable in 127 unequal monthly installments commencing from 1 September 2014.
- B)** Term loan includes a loan from a bank amounting ₹ 851.76 lakhs (March 31, 2018 : ₹ 1,086.03 lakhs) which is secured as under :
- exclusive charge by way of equitable/registered mortgage on Two of the commercial properties situated at Boomerang building, Chandivali farm road, Andheri East;
  - pledge of 200% shares of amount equivalent to remaining portion of term loan after considering the amount against the property as per security cover in the form of demat shares of the Company;
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company.  
The term loan carries an interest rate calculated on base rate plus 0.65% (annual reset) The loan is repayable in 72 monthly installments from the date of disbursement.
- C)** Term loan from bank amounting ₹ 428.53 lakhs (March 31, 2018 : ₹ Nil) which is secured as under :
- by Receivables generated from Toll collection at Parinur toll plaza on NH 45 in the state of Tamil Nadu.
  - Performance security deposit receivable from authority and other movable assets like toll equipment etc. used for toll collection at Parinur toll plaza ,
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company  
The term loan carries an interest rate of 11.90 % p.a. (floating). The loan is repayable in 14 monthly installments commencing from August 2018.
- D)** Term loan from bank amounting ₹ 4,050.00 lakhs (March 31, 2018 : ₹ 4,800.00 lakhs) which is secured as under :
- Hypothecation/ assignment of all the receivables/revenues/security interest generated from contract with SMDC for Toll Collection at Entry points of Delhi.
  - first pari-passu charge over the cash flows of the Project, along with Security Deposit funding Bank / BG issuing bank.
  - first pari-passu charge over all accounts of the applicant relating to this project including the Escrow Account and the Sub-Accounts.
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company  
The term loan carries an interest rate of 12.00 % p.a. (floating) i.e. 3.75% below PLR. The loan is repayable in 60 monthly installments commencing from October 2017.
- E)** Term loan from bank amounting ₹ 451.33 lakhs (March 31, 2018 : ₹ 562.60 lakhs) which is secured as under :
- hypothecation / assignment of by receivables generated from Toll Collection at Toll Plazas situated on at entry points of Delhi.
  - hypothecation / assignment of Other movable assets like toll equipment etc. used for Toll Collection at Toll Plazas.
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company  
The term loan carries an interest rate of 11.90 % p.a. (floating). The loan is repayable in 60 monthly installments commencing from October 2017.
- F)** Term loan from bank amounting ₹ 6,750.00 lakhs (March 31, 2018 : ₹ Nil) which is secured as under :
- subservient charge on the existing and future movable fixed assets of the Company to provide minimum one time security cover.
  - subservient charge on the commercial properties situated at Boomerang building, block no. 408/409/410, Chandivali farm road, Andheri East and Lake home, Powai, Mumbai.
  - Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company  
The term loan carries an interest rate of 4.55 % p.a. payable monthly ("Spread") over and above one year YBL MCLR. The loan is repayable in 9 structured quarterly installments commencing from February 2019.
- G)** Term loan includes a loan from a financial institution amounting ₹ 2,341.11 lakhs (March 31, 2018 : ₹ 4,027.78 lakhs) which is secured as under :
- first pari -passu charge on approximately 21 acres of leasehold land of 99 years located at Baramati, District Pune, Maharashtra giving a security cover of 1.25 times over the loan facility.

## Notes to Financial Statements as at March 31, 2019

- b) DSRA equivalent to 3 months interest servicing in form of fixed deposit with scheduled commercial bank.
  - c) subservient charge on all revenues & receivable of the Company
  - d) Non-Disposal Undertaking (NDU) mechanism along with Power of Attorney (POA) of specified number of shares of the company held by the promoters so as to give cover of 1.25 times on the loan amount.
  - e) Personal guarantee of Mr. Jayant D. Mhaiskar, director of the Company.
  - f) Corporate guarantee of Baramati Tollways private Limited
- The term loan carries an interest rate calculated on base rate plus spread of 1.80%. The loan is repayable in 36 equal monthly installments beginning from 25<sup>th</sup> month from the date of disbursement.

### Vehicle Loans

- a) Vehicle loans from banks of ₹ 813.48 lakhs (March 31, 2018 : ₹ 467.86 lakhs) carry interest rates ranging from 8.35% - 10.01% p.a. The loans are repayable in 54 - 60 monthly installments along with interest. The loans are secured by way of hypothecation of the respective vehicles.
- b) Vehicle loans from various financial institutions of ₹ 37.94 lakhs (March 31, 2018 : ₹ 58.18 lakhs) carry interest rate ranging from 8.53% - 10.40% p.a. The loans are repayable in 33 - 59 monthly installments along with interest. The loans are secured by way of hypothecation of the respective vehicles.

### Equipment Loans

- a) Equipment loans from banks of ₹ 1,279.63 lakhs (March 31, 2018 : ₹ 1,602.35 lakhs) carry an interest rate of 9.00% - 9.35% p.a. The loan is repayable in 47 - 58 monthly installments along with interest. The loans are secured by way of hypothecation of the respective equipments.
- b) Equipment loans from financial institution of ₹ 1,033.34 lakhs (March 31, 2018 : ₹ 125.18 lakhs) carry an interest rate of 8.80% - 11.90% p.a. The loan is repayable in 23 - 60 monthly installments along with interest. The loans are secured by way of hypothecation of the respective equipments.

## II) Term loans taken by Subsidiaries

### MEP Infrastructure Private Limited

- I) Term loans includes a loan amounting to ₹ 168,056.76 lakhs (March 31, 2018 : ₹ 182,141.67 lakhs) which is taken from a consortium consisting of a banks and financial institutions.

The loan is secured by a first pari-passu charge as below :

- a) on entire cash flows, receivables, book debts, toll collection (from the project) and revenues of the company;
- b) by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- c) entire intangible assets of the borrower, including but not limited to, goodwill and uncalled capital, if any;
- d) by way of hypothecation / mortgage / assignment, as the case may be of all the rights, title, interest, benefits, claims, insurance contracts, demands; and
- e) on the Trust and Retention Account, escrow account and debt service reserve.

Further, the term loan is also secured by additional collateral as below :

- a) 51% pledge of share capital of the Company held by MEP Infrastructure Developers Limited, the holding Company and Ideal Toll & Infrastructure Private Limited, the associate Company; and
- b) corporate guarantees jointly given by MEP Infrastructure Developers Limited, the holding Company and Ideal Toll & Infrastructure Private Limited, the associate Company;

The term loan from the consortium carries interest calculated on the base rate of the respective financial institutions and banks and a spread ranging from 1.85% - 3.05% p.a.

Of the above, the term loan from banks and financial institutions, are repayable in 312 structured fortnightly installments commencing from 1 October 2011 and a term loan from the other financial institution is repayable in 109 monthly installments commencing from 1 October 2012. The takeout facility of ₹ 26,356.63 lakhs (March 31, 2018 : ₹ 26,689.97 lakhs) is repayable in 99 monthly installments commencing from 31 August 2016.

- II) Apart from the above, the term loan includes loan from one of the consortium lenders of ₹ 26,105.74 lakhs (March 31, 2018 : ₹ 27,469.06 lakhs) which is secured as mentioned above.

The loan carries interest calculated on the base rate of the bank plus spread of 2.90% p.a.

The loan is repayable in 324 structured fortnightly installments commencing from 1 October 2011.



# Notes to Financial Statements

as at March 31, 2019

III) Term loans also include a loan from a financial institution amounting to ₹ 16,503.37 lakhs (March 31, 2018 : ₹ 17,305.54 lakhs) and the loan is secured by way of first charge on debt service reserve account and by way of second charge as below:

- on entire cash flows, receivables, book debts, toll collection (from the project) and revenues of the company;
- by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- entire intangible assets of the borrower, including but not limited to, goodwill and uncalled capital, if any;
- by way of hypothecation / mortgage / assignment, as the case may be of - all the rights, title, interest, benefits, claims, other banks accounts and demands;
- the Trust and Retention Account, escrow account; and

Further, the term loan is secured by corporate guarantees jointly given by MEP Infrastructure Developers Limited, the holding Company and Ideal Toll & Infrastructure Private Limited, associate Company. The interest rate on the term loan is the existing prime lending rate less 2.50% p.a. The loan is repayable in 156 monthly instalments commencing from 1 July 2012.

As 31 March 2019, The Company has delayed in repayment of Principal installments of ₹ 4,264.90 lakhs and Interest portion of the loan ₹ 6,546.03 lakhs. The dues are subsequently paid.

## IV) Vehicle loan

- Vehicle loans of ₹ 17.06 lakhs (March 31, 2018 : ₹ 23.14) from a financial institution carry an interest rate 9.27% p.a. The loans are repayable in 36 monthly instalments along with interest, from the date of disbursement. The loans are secured way of hypothecation of the respective vehicles.

### Baramati Tollways Private Limited

Term loan of ₹ 2,335.00 lakhs (31 March 2018 : ₹ 2,808.00 lakhs) is taken from a bank. The loan is secured by a first charge as below;

- by assignment of all revenues and receivables of the Company;
- first pari passu charge on mortgage of leasehold rights over the property at vacant plot admeasuring 8.4 hectares at Jalochi village, Baramati Town;
- on escrow account of the Company;
- by all the movable and immovable assets including receivables, both present and future if any, of the Company;
- entire intangible assets of the Company;
- on assignment in favour of the bank of all the right title, interest, benefits, claims of the Company

Further, the term loan is also secured as below :

30% pledge of share capital of the Company held by Rideema Toll Private Limited, the holding Company and Corporate guarantees jointly given by Rideema Toll Private Limited, the holding Company and MEP Infrastructure Developers Limited, the ultimate holding Company. The above term loan carry interest rate calculated on base rate of bank with spread of 2.50% p.a above base rate.

The loan is repayable in 39 unequal quarterly instalments commencing from September 2011.

As 31 March 2019, the Company has delayed in repayment of Principal installments of ₹ 122.00 lakhs and Interest portion of the loan ₹ 83.72 lakhs. The dues are subsequently paid.

### Rideema Toll Bridge Private Limited

I) Term loan from bank of ₹ Nil (March 31, 2018: ₹ 448.73 lakhs) is secured by way of first charge as below:

- by way of hypothecation on all the company's cash flows and receivables deposited in escrow account after meeting the priorities as provided in the escrow agreement & concession agreement
- on entire movable assets of the company present and future
- by way of assignment of toll collection right awarded by Hoogly river bridge commissioners at Vidyasagar Setu, Kolkata

Further the loan is secured by corporate guarantee of MEP Infrastructure Developers Limited, the Holding Company and personal guarantee of Mr. Jayant D. Mhaskar, Director of the holding Company.

Term loan carries interest rate of base rate of bank plus a spread of 2.30% and is repayable in 48 unequal monthly installment (2 months moratorium) from the month of disbursement.

II) Term loan from financial institution of ₹ 161.13 lakhs (March 31, 2018: ₹ 230.49 lakhs) is secured by way of first charge as below:

- the repayment of the facility, interest, fees, costs, charges and expenses and all other amounts payable under the agreement shall be secured in such manner including by way of mortgage in favour of ABHFL over the Property/ies at Flat No 1001, 10<sup>th</sup> Floor, Chandilier Court, Manjrekar Lane, Worli, Mumbai - 400 018

# Notes to Financial Statements as at March 31, 2019

- b) personal Guarantee from Mr. Jayant D. Mhaikar and Ms. Anuya J Mhaikar directors of holding company
- Term loan carries interest rate of 9.99% p.a and is repayable in 60 monthly unequal installments commencing from March 2016.

## MEP Hyderabad Bangalore Toll Road Private Limited

### I) Commercial equipment loan

The loan amount of ₹ 15.74 lakhs (March 31, 2018 ₹ 56.05 lakhs) are from bank is secured as below;

- a) First charge in favour of the Bank by way of Hypothecation of respective commercial equipments of the company.
- b) Personal Guarantee given by Mr. Jayant D. Mhaikar, director of the holding company.
- c) The loan carries an interest rate of 11.50% p.a
- d) The loans are repayable in 59 monthly installments along with interest, from the date of disbursement.

## MEP RGSL Toll Bridge Private Limited

Term loan includes a loan from consortium banks amounting ₹ 21,852.99 lakhs (March 31, 2018 : ₹ 29,878.19 lakhs) is secured by first pari passu charge as follow:

- a) on all the bank accounts of the Company and reserves, provided that the charge as aforesaid shall be limited to the extent of the waterfall of priority of payments as specified in Concession Agreement & Escrow Agreement;
- b) by way of hypothecation on the entire movable properties of whatsoever nature, both present and future of the Company;
- c) on all intangible assets of the Company both present and future, save and except assets forming part of the Project Assets as defined in the Concession Agreement;
- d) Creation of security interest ranking first pari - passu on the borrower's rights, titles, interests, benefits, claims demand to the extent covered by and in accordance with the Substitution Agreement;
- e) Debt Service Reserve Account (DSRA) in form of Fixed deposit of ₹ 1,038.82 lakhs;
- f) Pledge of shares held by the Sponsors / Promoters in dematerialized form aggregating to 51% of the total paid up equity share capital of the Company;
- g) Corporate guarantee of MEP Infrastructure Developers Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaikar, director of the holding Company.

Term loan of ₹ 8,252.98 lakhs (March 31, 2018 : ₹ 11,356.19 lakhs) and ₹ 13,600.00 lakhs (March 31, 2018 : ₹ 18,522.00 lakhs) are repayable in 36 unequal monthly installments from the date of first drawdown. The term loans carry an interest rate of one year MCLR plus spread ranging from 1.7% - 2.1%.

As 31 March 2019, the Company has delayed in repayment of Principal installment of ₹ 2,437.99 lakhs and interest of ₹ 555.51 lakhs. The dues are subsequently paid.

### Vehicle loans

Vehicle loan of ₹ 12.51 lakhs (March 31, 2018 : ₹ 15.31 lakhs) is from a Bank and carry an interest rate of 8.36% p.a. The loan is repayable in 60 monthly instalments along with interest, from the date of disbursement. The loan is secured by the way of hypothecation of the respective vehicle.

## Raima Toll Road Private Limited

### Vehicle Loans

Vehicle loans of ₹ 104.67 lakhs (March 31, 2018 : ₹ 163.62 lakhs) are from bank and carries an interest rate ranging from 9.75% to 11.75% p.a. The loans are repayable in 35-60 monthly instalments along with interest, from the date of disbursement. The loans are secured way of hypothecation of the respective vehicles.

## MEP Highway Solutions Private Limited

### Commercial Equipment Loans

Commercial equipment loans of ₹ Nil (March 31, 2018: ₹ 3.75 lakhs) are from a financial institution and carry an interest rate ranging from 12.00% to 12.01% p.a. The loans are repayable in 40 monthly instalments along with interest, from the date of disbursement. The loans are secured by the way of hypothecation of the respective equipments. The loans are also secured by corporate guarantee given by MEP Infrastructure Developers Limited, the Holding Company and personal Guarantee by Mr. Jayant Mhaikar, director of the Company.

# Notes to Financial Statements

as at March 31, 2019

## MEP Tormato Private Limited

Term loan from bank amounting to ₹ 1,892.45 lakhs (March 31,2018: ₹ 2,891.72 lakhs) is secured by first charge as below;

- by way of hypothecation on all the Company's cash flows and receivables deposited in escrow account after meeting the priorities as provided in the escrow agreement & concession agreement,
- on entire movable assets of the Company present and future and

Further, the loan secured by corporate guarantee of MEP Infrastructure Developers Limited, the Holding Company and personal guarantee of Mr. Jayant D. Mhaiskar, Director of the holding Company.

The loan is repayable in 16 quarterly instalments commencing from May 2016. The loan carries rate of interest 12.75% p.a.

As at 31 March 2019, the Company has delayed in repayment of interest installment of the loan of ₹ 25.87 lakhs from a bank. The dues are subsequently paid.

## MEP Infracore Private Limited

Term loan from bank amounting to ₹ 754.98 Lakhs (March 31,2018 : ₹ 1,460.40 lakhs) is secured by first charge as below;

- by way of hypothecation on all the Company's cash flows and receivables deposited in escrow account after meeting the priorities as provided in the escrow agreement & concession agreement,
- on entire movable assets of the Company present and future,
- by way of assignment of toll collection at Katai & Gove Toll Plaza on Kalyan Shilphata Road and

Further the loan is secured by corporate guarantee of MEP Infrastructure Developers Limited, the Holding Company and personal guarantee of Mr. Jayant D. Mhaiskar, Director of the holding Company.

The loan is repayable in 36 monthly instalments for the loan of ₹ 277.14 Lakhs (March 31,2018 : ₹ 592.64 lakhs) and ₹ 477.84 Lakhs (March 31,2018: ₹ 867.76 lakhs) commencing from March 2016 and January 2017 respectively. The loans carries rate of interest 11.90% p.a.

As at 31 March 2019, the Company has delayed in repayment of principal installment of the loan of ₹ 35.37 lakhs. The dues are subsequently paid.

## NOTE 19 - NON-CURRENT FINANCIAL LIABILITY-TRADE PAYABLES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Trade payables		
– Amount due to micro enterprises and small enterprises	–	–
– Creditors other than micro enterprises and small enterprises	32,460.91	44,164.24
<b>Total</b>	<b>32,460.91</b>	<b>44,164.24</b>

\*Refer Note 35 for liquidity risk

## NOTE 20 - NON-CURRENT FINANCIAL LIABILITY-OTHERS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Lease equalisation	38.35	65.81
<b>Total</b>	<b>38.35</b>	<b>65.81</b>

\*Refer Note 35 for liquidity risk

# Notes to Financial Statements as at March 31, 2019

## NOTE 21 - PROVISIONS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Non-Current Liability - Provisions</b>		
Gratuity (Refer note 37)	581.94	438.03
Provision for re-surfacing	393.05	121.50
<b>(A)</b>	<b>974.99</b>	<b>559.53</b>
<b>Current Liability - Provisions</b>		
Leave encashments	-	0.63
Gratuity (Refer note 37)	280.18	213.38
Provision for re-surfacing	5,783.02	6,068.41
<b>(B)</b>	<b>6,063.20</b>	<b>6,282.41</b>
<b>Total (A)+(B)</b>	<b>7,038.20</b>	<b>6,841.95</b>

### Movement of provisions of Resurfacing

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance	6,189.91	10,343.74
Provision made during the year	263.72	563.35
Provision incurred/write back during the year	(285.39)	(4,835.23)
Unwinding discount (Refer Note 33)	7.83	118.06
<b>Closing Balance</b>	<b>6,176.07</b>	<b>6,189.91</b>

\* Unwinding of discount clubbed under Finance costs with Other interest costs.

## NOTE 22 - OTHER NON-CURRENT LIABILITIES

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Mobilisation Advance (Refer Note below (i) ) *	2,957.17	268.12
<b>Total</b>	<b>2,957.17</b>	<b>268.12</b>

\* Refer to Note 26 for Current Portion of Mobilisation advance.

### (i) Mobilisation Advance received from Jointly Controlled Entities

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	268.12
<b>Total</b>	<b>-</b>	<b>268.12</b>

# Notes to Financial Statements

as at March 31, 2019

## NOTE 23 - CURRENT FINANCIAL LIABILITY-BORROWINGS

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
<b>Secured Loans</b>		
From banks	259.50	3,846.92
From financial institutions	-	408.33
Repayable on demand from Banks	8,342.27	8,197.41
<b>Unsecured Loans</b>		
Loans from others	4.75	4.75
<b>Total</b>	<b>8,606.52</b>	<b>12,457.41</b>

\* Refer Note 35 for liquidity risk

### Secured loans from banks

#### I) Short term loan taken by MEP Infrastructure Developers Limited

- A) Term Loans from bank amounting ₹ Nil (March 31, 2018 : ₹ 402.50 lakhs) is secured as below:
- by Hypothecation / assignment of receivables to be generated from the Chennasamudram Toll collection account of the projects financed;
  - by Hypothecation of other movable assets, like toll equipment and performance security deposit receivable;
  - Personal Guarantee given by Mr. Jayant D. Mhaiskar, Director of the Company;
- The term loan carries an interest rate calculated on rate of 11.90 % p.a. (floating) at monthly rest. The loan is repayable in 12 monthly installments commencing from October 2017.
- B) Term Loans from bank amounting ₹ 259.50 lakhs (March 31, 2018 : ₹ Nil) is secured as below:
- by Hypothecation / assignment of receivables to be generated from the Athur Toll collection account of the projects financed;
  - by Hypothecation of other movable assets, like toll equipment and performance security deposit receivable;
  - Personal Guarantee given by Mr. Jayant D. Mhaiskar, Director of the Company;
- The term loan carries an interest rate calculated on rate of 11.90 % p.a. (floating) at monthly rest. The loan is repayable in 12 monthly installments commencing from August 2018.

#### Secured loan from financial institution

- A) Term Loans from financial institution amounting ₹ Nil (March 31, 2018 : ₹ 408.33 lakhs). The term loan carries an interest rate 12.25% p.a. The loan is repayable in 11 monthly installments commencing from November 2017. The loan is secured against respective equipments.

#### II) Short -term loan taken by subsidiaries

##### Rideema Toll Bridge Private Limited

Term loans from banks of ₹ Nil (March 31,2018: ₹ 3,450.00 lakhs) is secured by way of first charge as below:

- by way of hypothecation on all the company's cash flows and receivables deposited in escrow account after meeting the priorities as provided in the escrow agreement & concession agreement;
- on entire movable assets of the company, current & future;
- by way of assignment of toll collection right awarded by Hoogly river bridge commissioners at Vidyasagar Setu, Kolkata;

Further the loan is secured by corporate guarantee of MEP Infrastructure Developers Limited, the Holding Company and personal guarantee of Mr. Jayant D. Mhaiskar, Director of the holding Company.

Term loans carries an interest rate ranging 12% - 12.50% and is repayable in 8 monthly installments.

#### III) Loans repayable on demand

##### MEP Infrastructure Developers Limited

- A) Loans repayable on demand include an overdraft facility from a bank amounting ₹ 7,471.73 lakhs (March 31, 2018 : ₹ 7,432.86 lakhs) which is secured as below:

## Notes to Financial Statements as at March 31, 2019

- First charge / hypothecation / assignment of security interest on Escrow account;
- First charge by way of hypothecation of all the movable assets, present and future, of the projects financed.
- First charge on receivable of the projects financed.
- Personnel Guarantee given by Mr. Jayant D. Mhaikar, director of the Company;
- Corporate guarantee given by Ideal Toll and Infrastructure Private Limited.

Loan carries an interest rate calculated on the base rate of the bank and a spread of 2.50% p.a.

- B) Term loan from bank amounting ₹ 870.54 lakhs (March 31, 2018 : ₹ 764.55 lakhs) is secured as below;
- First charge / hypothecation / assignment of security interest on Escrow account;
  - by First and exclusive charge / hypothecation of escrow account of the borrower through which cash flows of the project financed is routed,
  - first charge by way of hypothecation of all the movable assets, present and future of the projects financed,
  - First and exclusive charge on receivables of the financed projects upfront cash margin of 5% by way of pledge of Term deposit receipt,
- Loan carries an interest rate of 1 year MCLR plus 3.00%.

### IV) Unsecured loans

- A) Interest free unsecured loan from Pratibha Industries Limited (shareholder of the subsidiary company) of ₹ 4.75 lakhs (March 31, 2018 : ₹ 4.75 lakhs) which is repayable on demand.

## NOTE 24 - CURRENT FINANCIAL LIABILITY-TRADE PAYABLES

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Trade payables towards purchased and services related:*		
- Amount due to micro and small enterprises**	1,170.17	-
- Amount due to creditors other than micro and small enterprises	100,487.41	70,058.64
<b>Total</b>	<b>101,657.58</b>	<b>70,058.64</b>

The carrying amount of trade payables as at reporting date at fair value.

\* Refer Note 35 for liquidity risk

\*\* Disclosure for Micro, Small and Medium Enterprises

On the basis of the information and records available with the management there are dues payable to Micro and small Enterprises ₹ 1170.17 lakhs (31 March, 2018 : ₹ Nil).

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	1,170.17	-
Principal amount due to suppliers registered under the MSMED Act and 'remaining unpaid as at year end	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
Further interest remaining due and payable for earlier years	-	-
	<b>1,170.17</b>	<b>-</b>

# Notes to Financial Statements

as at March 31, 2019

## NOTE 25 - CURRENT FINANCIAL LIABILITY-OTHERS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Current maturities of long term borrowings	53,903.80	38,687.34
Interest accrued but not due on borrowings	1,754.06	1,537.21
Interest accrued and due on borrowings	6,546.03	2,664.11
Lease equilisation	27.46	27.46
Employee benefits payables	1,540.29	962.16
Deposit/ Retention money	4,270.54	1,703.23
Other liabilities	6,975.85	10,938.08
<b>Total</b>	<b>75,018.03</b>	<b>56,519.59</b>

\* Refer Note 35 for liquidity risk

## NOTE 26 - OTHER CURRENT LIABILITIES

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Mobilisation Advance [Refer note below (i)]	40,886.48	41,184.35
Toll received in advance	1,061.31	1,404.04
Advance billing to customer	8,036.03	-
Due to Statutory Authorities	1,520.99	2,173.40
<b>Total</b>	<b>51,504.81</b>	<b>44,761.79</b>

### (i) Mobilisation Advance received from Related Party

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
MEP Nagpur Ring Road 1 Pvt. Ltd.	3,578.90	5,068.14
MEP Sanjose Arawali Kante Road Pvt. Ltd	7,173.55	6,175.82
MEP Sanjose Kante Waked Road Pvt. Ltd	8,116.75	8,116.76
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	6,496.19	6,569.01
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	4,984.74	7,256.05
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	7,579.17	7,998.57
<b>Total</b>	<b>37,929.30</b>	<b>41,184.35</b>

## NOTE 27 - SHORT TERM PROVISIONS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Leave encashments	-	0.63
Gratuity (Refer Note no. 37)	280.18	213.38
Provision for re-surfacing	5,783.02	6,068.39
<b>Total</b>	<b>6,063.20</b>	<b>6,282.41</b>

# Notes to Financial Statements for the year ended March 31, 2019

## NOTE 28 - REVENUE FROM OPERATIONS

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Revenue from operations*</b>		
Toll collection	217,398.71	168,982.89
Construction revenue	57,676.49	59,512.00
<b>Other operating Income</b>		
Claims from authority (Refer Note 14)	4,675.63	1,673.75
Road repair and maintenance	1,739.78	2,033.62
<b>Total</b>	<b>281,490.61</b>	<b>232,202.26</b>

\* Refer Note 43 for details about changes in Accounting Policies consequent to adoption of IndAS 115.

## NOTE 29 - OTHER INCOME

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest Income		
- Banks	861.41	809.79
- Related Parties	4,677.57	5,192.53
- Other than related parties	486.00	803.72
Profit on sale of assets	1.93	15.93
Provisions no longer required	5,901.88	2,786.36
Dividend income	4.98	3.78
Miscellaneous income	258.04	2,422.45
<b>Total</b>	<b>12,191.81</b>	<b>12,034.56</b>

## NOTE 30 - COST OF MATERIALS CONSUMED

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Construction Expenses	41,690.37	46,469.69
<b>Total</b>	<b>41,690.37</b>	<b>46,469.69</b>

## NOTE 31 - OPERATING AND MAINTENANCE EXPENSES

Particulars	₹ in lakhs	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Concession fees to authority	1,14,755.99	73,779.79
Road repairing and maintenance expenses	2,847.61	3,979.32
Toll attendant expenses	3,633.12	2,747.00
Supervision and independent engineer fees	317.76	303.36
Site expenses	2,606.37	1,978.65
<b>Total</b>	<b>1,24,160.85</b>	<b>82,788.12</b>



# Notes to Financial Statements

for the year ended March 31, 2019

## NOTE 32 - EMPLOYEE BENEFITS EXPENSE

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries and Wages and Bonus	10,407.24	7,330.04
Contribution to Provident and Other Funds (Refer Note 37)	654.23	458.99
Gratuity expenses (Refer Note 37)	133.45	140.89
Staff Welfare Expenses	895.56	590.06
<b>Total</b>	<b>12,090.48</b>	<b>8,519.99</b>

## NOTE 33 - FINANCE COSTS

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest Expenses		
Banks	24,161.25	24,143.69
Financial Institutions	12,713.88	11,550.35
Other interest costs	8,398.79	10,149.70
Other Borrowing Costs	256.60	340.70
Bank guarantee and commission	918.59	775.75
<b>Total</b>	<b>46,449.11</b>	<b>46,960.19</b>

## NOTE 34 - OTHER EXPENSES

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Rent	145.04	188.90
Rates and Taxes	649.74	542.82
Legal, Consultancy & Professional fees	1,860.94	2,421.56
Auditor remuneration	71.21	59.47
Travelling expenses	1,504.51	842.31
Repairs and maintenance		
- Computers	66.03	58.46
- Plant and Machinery	86.98	73.76
- Others	357.98	353.28
Insurance	155.03	83.38
CSR expenses	57.74	60.78
Directors sitting fees	9.17	5.28
Advertising / sales promotion	318.41	142.72
Provision for doubtful receivable (Refer Note 14)	834.83	-
Miscellaneous expenses	1,440.28	2,317.82
<b>Total</b>	<b>7,557.89</b>	<b>7,150.54</b>

# Notes to Financial Statements as at March 31, 2019

## NOTE 35

### 1. Financial instruments – Fair values and risk management

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

#### A. Accounting classification and fair values

March 31, 2019	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Investment in Non-cumulative redeemable preference shares	2,090.00	-	-	2,090.00	-	2,090.00	-	2,090.00
Investment in unquoted equity shares*	106.27	-	-	106.27	-	-	-	-
Long term loans and advances	-	-	41,369.19	41,369.19	-	-	-	-
Other Non-current financial asset	-	-	10,656.56	10,656.56	-	-	-	-
Trade receivables	-	-	8,245.04	8,245.04	-	-	-	-
Cash and cash equivalents	-	-	3,668.36	3,668.36	-	-	-	-
Other bank balances other than Cash and cash equivalents	-	-	7,595.25	7,595.25	-	-	-	-
Short term Loans & advance	-	-	27,783.45	27,783.45	-	-	-	-
Other Current financial asset	-	-	55,725.38	55,725.38	-	-	-	-
	<b>2,196.27</b>	<b>-</b>	<b>155,043.23</b>	<b>157,239.50</b>	<b>-</b>	<b>2,090.00</b>	<b>-</b>	<b>2,090.00</b>
<b>Financial liabilities</b>								
Long term borrowings	-	-	214,316.06	214,316.06	-	-	-	-
Non-current financial liability - Trade Payable	-	-	32,460.91	32,460.91	-	-	-	-
Short term borrowings	-	-	8,606.52	8,606.52	-	-	-	-
Trade and other payables	-	-	101,657.58	101,657.58	-	-	-	-
Other non current financial liabilities	-	-	38.35	38.35	-	-	-	-
Other Current financial liabilities	-	-	75,018.03	75,018.03	-	-	-	-
	<b>-</b>	<b>-</b>	<b>432,097.45</b>	<b>432,097.45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

March 31, 2018	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Investment in Non-cumulative redeemable preference shares	2,090.00	-	-	2,090.00	-	2,090.00	-	2,090.00
Investment in unquoted equity shares*	101.83	-	-	101.83	-	-	-	-
Long term loans and advances	-	-	42,560.86	42,560.86	-	-	-	-
Other Non-current financial asset	-	-	9,393.55	9,393.55	-	-	-	-
Trade receivables	-	-	8,644.31	8,644.31	-	-	-	-
Cash and cash equivalents	-	-	3,460.48	3,460.48	-	-	-	-
Other bank balances other than Cash and cash equivalents	-	-	7,793.42	7,793.42	-	-	-	-
Short term Loans & advance	-	-	1,516.36	1,516.36	-	-	-	-
Other Current financial asset	-	-	42,604.64	42,604.64	-	-	-	-
	<b>2,191.83</b>	<b>-</b>	<b>115,973.61</b>	<b>118,165.44</b>	<b>-</b>	<b>2,090.00</b>	<b>-</b>	<b>2,090.00</b>
<b>Financial liabilities</b>								
Long term borrowings	-	-	252,058.19	252,058.19	-	-	-	-
Non-current financial liability- Trade Payable	-	-	44,164.24	44,164.24	-	-	-	-
Short term borrowings	-	-	12,457.41	12,457.41	-	-	-	-
Trade and other payables	-	-	70,058.64	70,058.64	-	-	-	-
other non current financial liabilities	-	-	65.81	65.81	-	-	-	-
Other Current financial liabilities	-	-	56,519.59	56,519.59	-	-	-	-
	<b>-</b>	<b>-</b>	<b>435,323.89</b>	<b>435,323.89</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

\* The fair value in respect of the unquoted equity investments cannot be reliably estimated. The Company has currently measured them at cost.

# Notes to Financial Statements

as at March 31, 2019

## B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 fair values.

Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Financial Assets Investment in Non-cumulative redeemable preference shares	Discounted cash flow technique- The fair value is estimated considering net present value calculated using discount rates derived from quoted prices of similar instruments with similar maturity and credit rating that are traded in active markets, adjusted by an illiquidity factor.	Not Applicable	Not Applicable

## C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Interest rate risk

### i. Risk management framework

The Company's board of directors is primarily responsible to develop and monitor Company's Risk Management framework. The Company has a risk management policy in place.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

### ii. Market risk

- Market risk: the risk that changes in market prices – such as foreign exchange rates, interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.
- Currency risk: the risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates. Since company does not have any foreign exchange transactions, it is not exposed to this risk.

### iii. 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.

The Company follows a 'simplified approach' (i.e. based on lifetime ECL) for recognition of impairment loss allowance on trade receivables. For the purpose of measuring lifetime ECL allowance for trade receivables, the Company estimates irrecoverable amounts based on the ageing of the receivable balances and historical experience. Receivable balances and deposit balances are monitored on a monthly basis with the result that the Company's exposure to bad debts is not considered to be material.

The Group has no significant concentrations of credit risk. The Company does not have any credit risk outside India.

# Notes to Financial Statements as at March 31, 2019

## Impairment

The ageing of trade and other receivables that were not impaired was as follows:

	Carrying amount (in INR lakhs)	
	March 31, 2019	March 31, 2018
Neither past due nor impaired	-	5,992.74
Past due 1-30 days	1,244.55	2,466.39
Past due 31-90 days	1,327.68	167.91
Past due 91-120 days	2,275.09	-
Past due 121-180 days	243.90	3.84
Past due 181-360 days	3,075.08	6.11
More than 360 days	78.74	7.31
<b>Carrying amount of receivables</b>	<b>8,245.04</b>	<b>8,644.31</b>

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.

Further, the Top 6 customers of the Group in the EPC segment contributes to more than 90% of the trade receivables during the year ended 31 March 2019 and 31 March 2018.

## Cash equivalents, other Bank Balance and Deposits

The Company held cash equivalents and other bank balances and deposit of ₹ 16,948.85 lakhs at March 31, 2019 (March 31, 2018: ₹ 14,696.44 lakhs). The cash equivalents and other bank balance and deposits are held with bank counterparties with good credit ratings.

## Loans and advances

The loans and advances (including security deposits) have been to parties which are generally regular in making payments and hence the group does not expect significant impairment losses on its current profile of outstanding advances.

## iv. Liquidity risk

Liquidity risk is defined as the risk that the group will not be able to settle or meet its obligations on time, or at a reasonable price. The group's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related such risk are overseen by senior management. Management monitors the group's net liquidity position through rolling forecasts on the basis of expected cash flows.

## Maturity pattern of other Financial - Liabilities

March 31, 2019	Carrying amount	Contractual cash flows				
		Total	0-1 year	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Borrowings and Interest thereon	285,126.47	375,243.68	99,389.42	71,415.13	172,173.70	32,265.43
Trade Payables	134,118.49	148,068.39	101,590.90	20,329.99	26,147.50	-
Other financial Liabilities Payables	12,852.50	12,852.49	12,814.14	27.46	10.89	-
	<b>432,097.46</b>	<b>536,164.56</b>	<b>213,794.46</b>	<b>91,772.58</b>	<b>198,332.09</b>	<b>32,265.43</b>

March 31, 2018	Carrying amount	Contractual cash flows				
		Total	0-1 year	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Borrowings and Interest thereon	307,404.26	427,228.12	87,427.20	70,675.94	188,675.98	80,449.00
Trade Payables	114,222.89	136,931.82	70,059.35	20,394.99	46,477.49	-
Other financial Liabilities Payables	13,696.74	13,696.74	13,630.93	27.46	38.35	-
	<b>435,323.89</b>	<b>577,856.68</b>	<b>171,117.48</b>	<b>91,098.39</b>	<b>235,191.82</b>	<b>80,449.00</b>

# Notes to Financial Statements

as at March 31, 2019

## v. Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Group's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

### Exposure to interest rate risk

Group's interest rate risk arises from borrowings. Borrowings taken and issued at fixed and floating rates which exposes Group to fair value and cashflow interest rate risk. The interest rate profile of the Group's interest-bearing financial instruments as reported to the management of the Group is as follows.

₹ in lakhs

Particulars	March 31, 2019	March 31, 2018
<b>Fixed-rate instruments</b>		
Financial assets	58,238.91	60,667.03
Financial liabilities	(52,102.74)	(65,808.39)
	<b>6,136.17</b>	<b>(5,141.36)</b>
<b>Variable-rate instruments</b>		
Financial assets	-	-
Financial liabilities	(273,354.19)	(300,450.22)
	<b>(273,354.19)</b>	<b>(300,450.22)</b>
<b>Total</b>	<b>(267,218.02)</b>	<b>(305,591.59)</b>

The Company does not account for any fixed rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

### Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit before tax by the amounts shown below. This analysis assumes that all other variables, remain constant.

	Profit or loss	
	100 bp increase	100 bp decrease
<b>March 31, 2019</b>		
Variable-rate instruments	(2,733.54)	2,733.54
<b>Cash flow sensitivity (net)</b>	<b>(2,733.54)</b>	<b>2,733.54</b>
<b>March 31, 2018</b>		
Variable-rate instruments	(3,004.50)	3,004.50
<b>Cash flow sensitivity (net)</b>	<b>(3,004.50)</b>	<b>3,004.50</b>

The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. 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 period end balances are not necessarily representative of the average debt outstanding during the period.

## NOTE 36 - CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued capital and other equity reserves. The primary objective of the Group's Capital Management is to maximise shareholders value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Group monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances.

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Non-Current Borrowings	214,316.06	252,058.19
Current Borrowings	62,510.32	51,144.75
<b>Gross Debt</b>	<b>276,826.38</b>	<b>303,202.94</b>
Less - Cash and Cash Equivalents	(3,668.36)	(3,460.48)
Less - Other Bank Deposits	(7,595.25)	(7,793.42)
<b>Adjusted Net debt</b>	<b>265,562.77</b>	<b>291,949.03</b>
<b>Total equity attributable to owners</b>	<b>26,550.33</b>	<b>5,983.09</b>
Adjusted Net debt to equity ratio	<b>10.00</b>	<b>48.80</b>

## NOTE 37 - EMPLOYEE BENEFITS

### Defined Contribution Plan

- i) Contribution to Provident Fund
- ii) Contribution to Employees State Insurance Corporation
- iii) Contribution to Maharashtra Labour Welfare Fund

Contribution to defined contribution plan, recognised are charged off for the year us under

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Group's contribution to Provident Fund	400.17	270.03
Group's contribution to Employee State Insurance Corporation	251.23	187.17
Group's Contribution to Maharashtra Labour Welfare Fund	2.83	1.79
<b>Total</b>	<b>654.23</b>	<b>458.99</b>

### Defined Benefit Plan - Gratuity

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service. The Group during the year provided ₹ 236.43 lakhs (Previous year : ₹ 186.55 lakhs) towards gratuity in the Consolidated Statement of Profit and Loss.

An analysis of net (deficit) / assets is provided below for the Company's principal defined benefit gratuity scheme.

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Present value of funded obligations		
Fair Value of plan assets	-	-
Present value of unfunded obligations	862.12	651.41
<b>Net deficit / (assets) are analysed as:</b>		

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Liabilities	862.12	651.41
Assets	-	-
<b>Of the above net deficit:</b>		
Current	280.18	213.38
Non-current	581.94	438.03

## Fair value of the plan assets and present value of the defined benefit liabilities

The amount included in the Balance sheet arising from the Company's obligations and plan assets in respect of its defined benefit schemes is as follows:

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Movement in defined benefit obligations:</b>		
At the beginning of the year	651.41	491.38
Current service cost	94.62	81.13
Past service cost	-	27.19
Interest cost	37.85	32.07
Remeasurements:		
Experience (gains) / losses	102.77	45.72
Benefits paid	(26.23)	(26.38)
Liabilities assumed / (settled)	1.96	0.30
<b>At the end of the year</b>	<b>862.38</b>	<b>651.41</b>
<b>Amount recognised in the Balance Sheet</b>		
Present value of obligations	862.38	651.41
Present value of plan assets	-	-
	<b>862.38</b>	<b>651.41</b>

The components of defined benefit plan cost are as follows:

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Recognised in Income Statement</b>		
Current service cost	94.62	81.12
Past service cost	0.98	27.70
Interest cost / (income) (net)	37.85	32.07
<b>Total</b>	<b>133.45</b>	<b>140.89</b>
<b>Recognised in Other Comprehensive Income</b>	<b>102.98</b>	<b>45.66</b>
<b>Expense recognised in Consolidated Total Comprehensive Income</b>	<b>236.43</b>	<b>186.55</b>

The schemes have no direct investments in the Company's equity securities or in property currently used by the Company.

# Notes to Financial Statements as at March 31, 2019

The principal actuarial assumptions used for estimating the Company's benefit obligations are set out below (on a weighted average basis):

Particulars	₹ in lakhs	
	As at March 31, 2019	As at March 31, 2018
Rate of increase in salaries	6.00%	6.00%
Discount rate	6.65%	6.95%
Expected average remaining service life of the employees	1.85 to 2.26	1.84 to 2.11

## Notes:

- The discount rate is based on the prevailing market yields of Indian government securities for the estimated term of the obligations.
- Salary escalation rate  
The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.
- Assumptions regarding future mortality experience are set in accordance with the statistics published by the Life Insurance Corporation of India.

## Sensitivity of the defined benefit obligation:

Particulars	Change in Assumption	₹ in lakhs	
		Effect of Gratuity Obligation	
		As at March 31, 2019	As at March 31, 2018
Discount rate	Minus 50 basis points	13.84	10.22
	Plus 50 basis points	(13.42)	(9.91)
Salary Escalation Rate	Minus 50 basis points	(12.32)	(9.53)
	Plus 50 basis points	12.58	9.69

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When we change one variable, it affects to others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

The Company makes payment of liabilities from its cash and cash equivalent balances whenever liability arises.

## Defined benefit liability and employer contribution

Expected contribution to post employment benefit plans for the year ended March 31, 2019 is ₹ 1091.18 lakhs (March 31, 2018: ₹ 829.29 lakhs)

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
<b>March 31, 2019</b>					
Defined benefit obligations (Gratuity)	280.18	190.73	360.05	260.22	1,091.18
<b>Total</b>	<b>280.18</b>	<b>190.73</b>	<b>360.05</b>	<b>260.22</b>	<b>1,091.18</b>
<b>March 31, 2018</b>					
Defined benefit obligations (Gratuity)	213.38	155.43	263.91	196.57	829.29
<b>Total</b>	<b>213.38</b>	<b>155.43</b>	<b>263.91</b>	<b>196.57</b>	<b>829.29</b>



# Notes to Financial Statements

as at March 31, 2019

## NOTE 38 – SEGMENT REPORTING

### Primary business segments

MEP Infrastructure Developers Limited ("the Company") and its subsidiaries (together, 'the Group') have identified business segments in accordance with Indian Accounting Standard 108 "Operating Segment" notified under section 133 of Companies Act 2013, read together with relevant rules issued thereunder. Accordingly, the Group has identified two business segments as mentioned below;

#### 1. Toll Collection / Repairs & Maintenance

The group primarily engages in toll collection.

#### 2. Construction

Construction of roads as per the Engineering, Procurement and Construction (EPC) Contracts entered into with its Jointly controlled entities.

The following tables present revenue and profit information regarding the business segments for the year ended March 31, 2019 & March 31, 2018 and certain asset and liability information regarding industry segments as at March 31, 2019 & March 31, 2018.

#### A. Information about reportable segments

Particulars	₹ in lakhs	
	31 March 2019	31 March 2018
<b>Segment Revenue</b>		
Toll Collection and Operation & Maintenance	223,814.12	172,690.26
Construction	57,676.49	59,512.00
	<b>281,490.61</b>	<b>232,202.26</b>
<b>Segment profit before exceptional items and tax</b>		
Toll Collection and Operation & Maintenance	39,179.55	39,925.30
Construction	11,093.45	10,404.42
	<b>50,273.00</b>	<b>50,329.72</b>
<b>Segment profit / (loss) before exceptional items and tax includes:</b>		
<b>Toll Collection and Operation &amp; Maintenance</b>		
- Identifiable operating expenses	91,359.88	89,601.22
- Allocated expenses	2,956.23	1,573.75
- Depreciation and amortization	48,628.09	41,590.77
	<b>142,944.20</b>	<b>132,765.74</b>
<b>Construction</b>		
- Identifiable operating expenses	44,891.45	48,176.58
- Allocated expenses	915.12	628.63
- Depreciation and amortization	776.47	301.60
	<b>46,583.04</b>	<b>49,106.81</b>
<b>Segment assets</b>		
Toll Collection and Operation & Maintenance	362,418.06	405,358.59
Construction	158,318.21	88,516.76
	<b>520,736.27</b>	<b>493,875.35</b>
<b>Segment liabilities</b>		
Toll Collection and Operation & Maintenance	352,790.64	409,109.15
Construction	141,409.90	78,783.11
	<b>494,200.54</b>	<b>487,892.26</b>

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	31 March 2019	31 March 2018
<b>Other Disclosures</b>		
<b>Capital expenditure</b>		
Toll Collection and Operation & Maintenance	1,349.26	7,266.10
Construction	1,110.97	1,866.50
	<b>2,460.23</b>	<b>9,132.60</b>

## B. Reconciliations of information on reportable segments to Ind AS

₹ in lakhs

Particulars	31 March 2019	31 March 2018
<b>(a) Profit / (loss) before tax</b>		
Total profit before exceptional items and tax for reportable segments	50,273.00	50,329.72
Unallocated amounts:		
- Other Expenses	(53,228.07)	(51,908.36)
- Other Income	12,191.81	12,034.56
<b>Total profit before tax from operations</b>	<b>9,236.74</b>	<b>10,455.92</b>

## NOTE 39 - EARNINGS PER SHARE

Basic and diluted earnings / (loss) per share is calculated by dividing the profit / (loss) attributable to equity holders of the Company by the weighted average of equity shares outstanding during the year.

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit / (loss) attributable to equity shareholders (In lacs)	5,597.53	7,096.89
Weighted average number of equity shares	183,274,460	162,569,191
Basic earnings per equity share (₹)	3.05	4.37
<b>Diluted Earnings per share</b>		
Profit attributable to existing and potential shareholders	5,597.53	7,096.89
Weighted average number of equity shares	183,274,460	162,569,191.00
Diluted earnings per equity share (₹)	3.05	4.37

### Reconciliation of weighted average number of equity shares:

₹ in lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Equity shares outstanding at the beginning of the year	162,569,191	162,569,191
Equity shares issued during the year	20,876,860	
Equity shares outstanding at the end of the year	183,446,051	162,569,191
<b>Total weighted average number of shares</b>	<b>183,446,051</b>	<b>162,569,191</b>

Note: There is no dilution to the basic EPS as there are no outstanding potentially dilutive equity shares.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 40 - CAPITAL COMMITMENTS AND OTHER PURCHASE COMMITMENTS

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Estimated amount of contracts remaining to be executed on capital account (net of advance)	839.77	1,087.93
	<b>839.77</b>	<b>1,087.93</b>

## NOTE 41 - COMMITMENTS-LEASES

### Operating lease commitments – Group as lessee

The Company has entered into operating lease agreement for equipments during the current year. Expenses for equipment leasing debited to the Statement of Profit and Loss is ₹ 1,376.81 lakhs (previous year: ₹ 841.12 lakhs) in respect of lease agreement. The future minimum lease payments in respect of these equipments as on 31 March 2019 is as below:

Future minimum lease payments under non-cancellable operating leases comprise:

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Lease payment recognized in the Statement of Profit and Loss (Refer Note 32)		
<b>Future minimum lease payments:</b>		
Due not later than one year	1,816.11	1,328.17
Due later than one year but not later than five years	2,887.07	3,153.07
Later than five years	-	-
<b>Total (A)</b>	<b>4,703.18</b>	<b>4,481.24</b>

## NOTE 42 - CONTINGENT LIABILITIES

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Claims made against the Company not acknowledged as debts by the Company	75,361.21	48,790.70
Guarantees given by banks	61,547.23	48,472.23
Corporate guarantees given	7,57,257.00	576,303.00
<b>Total</b>	<b>8,94,165.44</b>	<b>673,565.93</b>

## NOTE 43 - DISCLOSURE PURSUANT TO CONSTRUCTION CONTRACTS

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue. Accordingly, the below disclosure as required by Ind AS 11 is presented only for comparative period.

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	As at March 31, 2019	As at April 1, 2018
Contract revenue recognised for the financial year	-	59,512.00
Aggregate amount of contract costs incurred and recognised profits (less recognised losses) as at the end of the financial year for all contracts in progress as at that date	-	65,848.90
Amount of customer advances outstanding for contracts in progress as at the end of the financial year	-	41,452.46
Retention amount by customers for contracts in progress as at the end of the financial year	-	1,179.54
Billed Revenue	-	62,445.89
Unbilled Revenue / (Excess Billing to customer)	-	8,275.22
Advance billing to customer	-	-

## Disclosures pursuant to Indian Accounting standard (Ind AS) 115, Revenue from Contracts with Customers

- (a) The Company believes that the information provided vide Note 28 (Revenue from Operations) and vide Note 38 (Segment reporting) is sufficient to meet the disclosure objectives with respect to disaggregation of revenue under Ind AS 115, Revenue from Contracts with Customers.
- (b) Reconciliation of the amount for revenue recognised in the Consolidated Statement of Profit and Loss with the contracted price:

₹ in lakhs

Particulars	As at March 31, 2019
<b>Revenue from operations</b>	276,814.98
<b>Adjustments</b>	
- Claims	4,675.63
<b>Revenue from contract with customers</b>	<b>281,490.61</b>

## (c) Contract balances

- i) The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers;

₹ in lakhs

Particulars	Note	As at March 31, 2019	As at April 1, 2018
Trade receivables	11	8,245.04	8,644.31
Contract assets : Unbilled revenue	15	24,146.15	8,275.22
Contract liabilities - Advance billing to customer	26	8,036.03	-
Contract liabilities - Mobilisation advances	22 & 26	43,843.65	41,452.47

## ii) Movement in contract balances during the year:

Particulars	Contract assets	Contract liabilities	Net contract balances
Opening balance as at April 1, 2018	8,275.22	41,452.47	(33,177.25)
Closing balance as at March 31, 2019	24,146.15	51,879.67	(27,733.52)
Net increase	15,870.93	10,427.20	5,443.73

Note: Increase in net contract balances is primarily due to higher revenue recognition as compared to progress bills raised during the year.

- iii) Revenue recognised during the year from opening balance of Contract liabilities amounts to Rs. 8,160.60 lakhs.

# Notes to Financial Statements

as at March 31, 2019

## (d) Remaining performance obligations

In case of revenue from Road repair and maintenance, the Group applies the practical expedient in paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations where the Company has a right to consideration from customer in an amount that corresponds directly with the value to the customer of the Company's performance completed to date. Accordingly, the Group recognises revenue by an amount to which the Company has a right to invoice.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc). The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹ 233,291.40 lakhs out of which 90%-95% is expected to be recognised as revenue in the next year and the balance thereafter.

## (e) Changes in significant accounting policies / Transition to Ind AS 115

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue and it applies, with limited exception, to all revenue arising from contracts with its customers.

Under Ind AS 115, revenue is recognised when a customer obtains control of goods or services. The Company has adopted Ind AS 115 using the cumulative effect method with the effect of initially applying this standard recognised at the date of initial application i.e. 1 April, 2018. Accordingly, the comparative information i.e. information for the year ended 31 March 2018, has not been restated, however regrouped wherever necessary. Additionally, the disclosure requirements in Ind AS 115 have not generally been applied to comparative information.

## NOTE 44 – RELATED PARTY TRANSACTIONS

### A) Names of related parties and nature of relationship

#### Other related parties with whom transactions have taken place during the year

##### Jointly controlled entities / Associates

KVM Technology Solutions Private Limited  
SMYR Consortium LLP  
MEP Nagpur Ring Road 1 Private Limited.  
MEP Sanjose Arawali Kante Road Private Limited  
MEP Sanjose Kante Waked Road Private Limited  
MEP Sanjose Mahuva Kagavadar Road Private Limited  
MEP Sanjose Nagpur Ring Road 2 Private Limited.  
MEP Sanjose Talaja Mahuva Road Private Limited  
MEPIDL Enterprises LLC (upto 31 March 2018)

##### Enterprises over which significant influence is exercised by key managerial personnel

MEP Toll Gates Private Limited  
VCR Toll Services Private Limited  
Rideema Enterprises  
A.J. Tolls Private Limited  
Ideal Hospitality Private Limited  
Ideal Toll & Infrastructure Private Limited  
Ideal Brands Private Limited  
Jan Transport

##### Key Management Personnel

Mr. Jayant Mhaiskar  
Mr. Murzash Manekshana  
Mr. M. Sankaranarayanan  
Mr. Harshad Pusalkar  
Mr. Pandurang B. Dandawate  
Mr. Shridhar Phadke (Upto 5<sup>th</sup> May 2017)  
Mr. Subodh Garud (07 February, 2019 onwards)

# Notes to Financial Statements

as at March 31, 2019

## B. Disclosures of material transactions with related parties during the year

₹ in lakhs

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities / Associates		Key managerial personnel		Total	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
<b>I) Transactions during the year</b>										
Construction Revenue									-	-
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	15,034.14	15,703.96	-	-	15,034.14	15,703.96
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	4,445.37	1,967.83	-	-	4,445.37	1,967.83
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	6,941.28	1,584.92	-	-	6,941.28	1,584.92
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	7,713.06	14,262.82	-	-	7,713.06	14,262.82
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	11,724.00	15,263.59	-	-	11,724.00	15,263.59
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	11,600.66	10,728.88	-	-	11,600.66	10,728.88
<b>Road repairing charges received</b>										
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	502.35	-	-	-	502.35	-
<b>Expenses incurred on behalf of</b>										
Ideal Toll & Infrastructure Private Limited	367.54	40.98	-	-	-	-	-	-	367.54	40.98
KVM Technology Solutions Private Limited	0.04	-	-	-	-	-	-	-	0.04	-
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	756.95	227.66	-	-	756.95	227.66
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	609.70	174.91	-	-	609.70	174.91
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	277.14	163.87	-	-	277.14	163.87
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	407.38	197.57	-	-	407.38	197.57
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	287.38	122.95	-	-	287.38	122.95
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	478.85	393.62	-	-	478.85	393.62
<b>Expenses incurred on our behalf of</b>										
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	356.06	263.46	-	-	356.06	263.46
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	69.67	-	-	-	69.67	-
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	147.07	-	-	-	147.07	-
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	107.13	0.50	-	-	107.13	0.50
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	276.02	1,097.25	-	-	276.02	1,097.25
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	1,289.58	1,154.23	-	-	1,289.58	1,154.23
Ideal Toll & Infrastructure Private Limited	-	104.62	-	-	-	-	-	-	-	104.62
<b>Loans given</b>										
Ideal Brands Private Limited	-	-	-	0.31	-	-	-	-	-	0.31
<b>Loan repayments received during the year</b>										
Ideal Toll & Infrastructure Private Limited	-	2,622.01	-	-	-	-	-	-	-	2,622.01
Rideema Enterprises	-	-	-	7.26	-	-	-	-	-	7.26

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities / Associates		Key managerial personnel		Total	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
<b>Capital Advances given</b>										
Ideal Toll & Infrastructure Private Limited	-	436.00	-	-	-	-	-	-	-	436.00
<b>Repayment of capital advances given</b>										
Ideal Toll & Infrastructure Private Limited	2,053.77	500.00	-	-	-	-	-	-	2,053.77	500.00
<b>Mobilization received</b>										
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	-	2,250.72	-	-	-	2,250.72
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	729.61	80.26	-	-	729.61	80.26
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	-	73.62	-	-	-	73.62
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	495.92	7,994.57	-	-	495.92	7,994.57
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	-	55.50	-	-	-	55.50
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	596.94	14,087.47	-	-	596.94	14,087.47
<b>Sale of Investments</b>										
SMYR Consortium LLP	-	-	-	-	-	5.00	-	-	-	5.00
<b>Interest income</b>										
Ideal Toll & Infrastructure Private Limited	5,940.06	5,506.62	-	-	-	-	-	-	5,940.06	5,506.62
MEP Toll Gates Private Limited	-	-	-	18.28	-	-	-	-	-	18.28
<b>Investment in Equity shares</b>										
MEPIDL Enterprises LLC	-	-	-	-	-	12.97	-	-	-	12.97
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	1,468.34	742.85	-	-	1,468.34	742.85
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	203.50	-	-	-	203.50	-
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	202.08	-	-	-	202.08	-
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	627.00	2,748.00	-	-	627.00	2,748.00
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	1,036.00	372.85	-	-	1,036.00	372.85
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	636.00	2,999.00	-	-	636.00	2,999.00
<b>Share Application Money paid</b>										
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	4,478.14	2,411.92	-	-	4,478.14	2,411.92
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	2,229.13	1,362.30	-	-	2,229.13	1,362.30
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	2,396.00	1,171.92	-	-	2,396.00	1,171.92
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	2,577.24	3,121.31	-	-	2,577.24	3,121.31
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	5,289.45	1,566.02	-	-	5,289.45	1,566.02
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	9,056.57	8,059.03	-	-	9,056.57	8,059.03
<b>Guarantees given on behalf of</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	27,780.00	-	-	-	27,780.00

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities / Associates		Key managerial personnel		Total	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	35,150.00	-	-	-	35,150.00
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	28,684.00	-	-	-	28,684.00
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	37,683.00	-	-	-	37,683.00
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	37,420.00	-	-	-	37,420.00
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	30,707.00	-	-	-	30,707.00
<b>Managerial remuneration</b>										
Mr. Jayant Mhaiskar	-	-	-	-	-	-	196.19	136.05	196.19	136.05
Mr. Murzash Manekshana	-	-	-	-	-	-	316.22	300.75	316.22	300.75
Mr. M. Sankaranarayanan	-	-	-	-	-	-	95.12	74.86	95.12	74.86
Mr. Shridhar Phadke	-	-	-	-	-	-	-	7.70	-	7.70
Mr. Subodh Garud	-	-	-	-	-	-	10.70	-	10.70	-
Mr. Pandurang B Dandawate	-	-	-	-	-	-	251.92	248.45	251.92	248.45
Mr. Harshad Pusalkar	-	-	-	-	-	-	21.81	15.87	21.81	15.87

**\*Compensation to key managerial personnel of the Company**

₹ in lakhs

Nature of benefits	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Short Term Employee Benefits</b>		
Mr. Jayant Mhaiskar	180.00	120.00
Mr. Murzash Manekshana	300.00	284.68
Mr. M. Sankaranarayanan	83.79	67.32
Mr. Shridhar Phadke	-	7.70
Mr. Pandurang B Dandawate	247.50	246.87
Mr. Subodh Garud	10.70	-
Mr. Harshad Pusalkar	20.48	15.34
<b>Post-employment Benefits</b>		
Mr. Jayant Mhaiskar	16.19	16.05
Mr. Murzash Manekshana	16.22	16.07
Mr. M. Sankaranarayanan	11.33	7.55
Mr. Pandurang B Dandawate	4.42	1.58
Mr. Harshad Pusalkar	1.33	0.53
<b>Total Compensation paid to key managerial personnel</b>	<b>891.96</b>	<b>783.68</b>



# Notes to Financial Statements

as at March 31, 2019

## C. Disclosures of material transactions with related parties and balances at the year end

₹ in lakhs

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities / Associates		Key managerial personnel		Total	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
<b>II) Balances at the end of the year</b>										
<b>Loans and advances receivable</b>										
Ideal Toll & Infrastructure Private Limited	40,509.19	41,771.68	-	-	-	-	-	-	40,509.19	41,771.68
MEP Toll Gates Private Limited	-	-	203.06	203.06	-	-	-	-	203.06	203.06
Ideal Brands Private Limited	-	-	0.31	0.31	-	-	-	-	0.31	0.31
<b>Mobilisation advance received</b>										
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	3,578.90	5,068.14	-	-	3,578.90	5,068.14
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	7,173.55	6,443.94	-	-	7,173.55	6,443.94
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	8,116.76	8,116.76	-	-	8,116.76	8,116.76
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	6,496.19	6,569.00	-	-	6,496.19	6,569.00
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	4,984.74	7,256.05	-	-	4,984.74	7,256.05
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	7,479.43	7,998.57	-	-	7,479.43	7,998.57
<b>Repayment of Mobilisation advances taken</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	69.00	-	-	-	69.00
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	55.50	-	-	-	55.50
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	71.50	-	-	-	71.50
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	71.00	-	-	-	71.00
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	2,524.00	-	-	-	2,524.00
<b>Share Application Money</b>										
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	723.70	608.70	-	-	723.70	608.70
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	474.51	648.60	-	-	474.51	648.60
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	607.33	597.50	-	-	607.33	597.50
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	588.93	112.80	-	-	588.93	112.80
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	1,116.11	468.17	-	-	1,116.11	468.17
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	2,132.28	1,766.60	-	-	2,132.28	1,766.60
<b>Investment in Preference shares</b>										
Ideal Hospitality Private Limited	-	-	2,090.00	2,090.00	-	-	-	-	2,090.00	2,090.00
<b>Other receivables</b>										
VCR Toll Services Private Limited	-	-	-	0.59	-	-	-	-	-	0.59
KVM Technology Solutions Private Limited	-	-	-	-	202.78	202.74	-	-	202.78	202.74
SMYR LLP	-	-	-	-	-	710.14	-	-	-	710.14
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	168.97	-	-	-	168.97	-
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	502.57	-	-	-	502.57	-
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	130.07	-	-	-	130.07	-
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	493.71	677.65	-	-	493.71	677.65
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	83.87	-	-	-	83.87	-
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	341.77	501.90	-	-	341.77	501.90
Ideal Toll & Infrastructure Private Limited	81.85	98.30	-	-	-	-	-	-	81.85	98.30
Rideema Enterprises	-	-	-	-	-	-	-	-	-	-
<b>Other Liabilities</b>										
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	-	352.16	-	-	-	352.16
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	1,692.39	690.20	-	-	1,692.39	690.20
Ideal Toll & Infrastructure Private Limited	0.21	-	-	-	-	-	-	-	0.21	-
<b>Capital advance given</b>										
Ideal Toll & Infrastructure Private Limited	-	2,233.77	-	-	-	-	-	-	-	2,233.77

# Notes to Financial Statements

as at March 31, 2019

₹ in lakhs

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities / Associates		Key managerial personnel		Total	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
<b>Trade receivables</b>										
MEP Nagpur Ring Road 1 Pvt. Ltd.	-	-	-	-	1,229.99	2,454.10	-	-	1,229.99	2,454.10
MEP Sanjose Arawali Kante Road Pvt. Ltd	-	-	-	-	1,281.66	1,091.56	-	-	1,281.66	1,091.56
MEP Sanjose Kante Waked Road Pvt. Ltd	-	-	-	-	151.35	764.60	-	-	151.35	764.60
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	-	-	-	-	1,098.56	1,422.10	-	-	1,098.56	1,422.10
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.	-	-	-	-	3,263.98	1,484.54	-	-	3,263.98	1,484.54
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	-	-	-	-	52.59	828.69	-	-	52.59	828.69
<b>Construction Revenue</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	9,235.64	2,757.59	-	-	9,235.64	2,757.59
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	840.19	1,811.89	-	-	840.19	1,811.89
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	1,038.30	1,275.17	-	-	1,038.30	1,275.17
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	2,419.02	932.30	-	-	2,419.02	932.30
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	5,989.20	743.32	-	-	5,989.20	743.32
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	4,596.84	754.95	-	-	4,596.84	754.95
<b>Guarantees given on behalf of</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	27,780.00	27,780.00	-	-	27,780.00	27,780.00
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	35,150.00	35,150.00	-	-	35,150.00	35,150.00
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	31,649.00	28,684.00	-	-	31,649.00	28,684.00
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	38,683.00	37,683.00	-	-	38,683.00	37,683.00
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	37,420.00	37,420.00	-	-	37,420.00	37,420.00
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	30,707.00	30,707.00	-	-	30,707.00	30,707.00
<b>Advances recoverable in cash or kind</b>										
Jan Transport	-	-	3.00	3.00	-	-	-	-	3.00	3.00
<b>Managerial remuneration</b>										
Mr. Jayant Mhaikar	-	-	-	-	-	-	53.52	6.89	53.52	6.89
Mr. Murzash Manekshana	-	-	-	-	-	-	34.73	16.31	34.73	16.31
Mr. M. Sankaranarayanan	-	-	-	-	-	-	9.41	3.52	9.41	3.52
Mr. Subodh Garud	-	-	-	-	-	-	9.41	-	9.41	-
Mr. Pandurang B Dandawate	-	-	-	-	-	-	25.51	11.78	25.51	11.78
Mr. Harshad Pusalkar	-	-	-	-	-	-	2.63	1.07	2.63	1.07
<b>Interest receivable on loan given</b>										
Ideal Toll & Infrastructure Private Limited	12,750.91	7,134.85	-	-	-	-	-	-	12,750.91	7,134.85
MEP Toll Gates Private Limited	-	-	86.50	86.50	-	-	-	-	86.50	86.50

\*Outstanding balances at year end are unsecured and considered good.

## Disclosures of Commitments with related parties and balances at the year end

₹ in lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Construction Contracts with Joint Controlled entities	233,291.40	286,461.05

# Notes to Financial Statements

as at March 31, 2019

## NOTE 45A

Additional information as required by Schedule III to the Companies Act, 2013

₹ in lakhs

Name of the entity	Net assets, i.e. total asset minus total liabilities As at 31 March, 2019		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
MEP Infrastructure Developers Limited	308.11%	81,759.98	56.38%	3,007.66	75.75%	(51.36)	56.13%	2,956.30
<b>Subsidiaries</b>								
MEP Infrastructure Private Limited	57.47%	15,250.20	64.67%	3,449.78	36.98%	(25.07)	65.03%	3,424.71
Raima Ventures Private Limited	3.04%	806.27	-1.57%	(84.01)	-	-	-1.60%	(84.01)
Rideema Toll Private Limited	-2.68%	(710.41)	1.55%	82.46	-	-	1.57%	82.46
Baramati Tollways Private Limited (Through Rideema Toll Private Limited,)	6.45%	1,710.81	-0.38%	(20.39)	3.01%	(2.04)	-0.43%	(22.43)
Rideema Toll Bridge Private Limited	0.71%	187.28	20.32%	1,083.82	5.45%	(3.70)	20.51%	1,080.12
MEP Nagzari Toll Road Private Limited	-2.01%	(533.02)	-0.02%	(1.02)	-	-	-0.02%	(1.02)
MEP IRDP Solapur Toll Road Private Limited	-0.18%	(48.53)	-1.40%	(74.72)	-	-	-1.42%	(74.72)
MEP Hyderabad Bangalore Toll Road Private Limited	-45.57%	(12,091.33)	24.43%	1,302.94	-24.61%	16.69	25.06%	1,319.63
Raima Toll Road Private Limited	8.54%	2,266.35	-1.25%	(66.66)	-	-	-1.27%	(66.66)
MEP Chennai Bypass Toll Road Private Limited	-37.34%	(9,907.13)	-4.74%	(252.68)	-	-	-4.80%	(252.68)
MEP Highway Solutions Private Limited	6.07%	1,610.49	0.19%	10.27	-0.02%	0.01	0.20%	10.28
MEP RGSJ Toll Bridge Private Limited (Formerly known as MEP Projects Private Limited)	15.57%	4,131.13	-17.53%	(935.29)	1.48%	(1.00)	-17.78%	(936.29)
Raima Toll and Infrastructure Private Limited (Formerly known as Raima Manpower and Consultancy Services Private Limited)	6.72%	1,783.22	-0.32%	(17.33)	-	-	-0.33%	(17.33)
MEP Roads & Bridges Private Limited	0.72%	190.13	0.00%	0.10	-	-	0.00%	0.10
Mhaiskar Toll Road Private Limited	0.00%	(0.98)	-0.01%	(0.75)	-	-	-0.01%	(0.75)
MEP Infra Constructions Private Limited	0.00%	(1.18)	-0.02%	(0.91)	-	-	-0.02%	(0.91)
MEP Toll & Infrastructure Private Limited	0.00%	(1.09)	-0.02%	(0.82)	-	-	-0.02%	(0.82)
MEP Tormato Private Limited	1.64%	433.87	-3.36%	(179.08)	1.96%	(1.33)	-3.43%	(180.41)
MEP Foundation	0.00%	0.40	0.01%	0.33	-	-	0.01%	0.33
MEP Longjian ACR Private Limited	9.67%	2,565.65	-0.32%	(16.94)	-	-	-0.32%	(16.94)
MEP Longjian CLR Private Limited	11.58%	3,071.90	-0.36%	(19.16)	-	-	-0.36%	(19.16)
MEP Longjian Loha Waranga Road Private Limited	12.19%	3,235.95	-0.17%	(8.91)	-	-	-0.17%	(8.91)
MEP Longjian VTR Private Limited	20.13%	5,342.28	-0.27%	(14.48)	-	-	-0.27%	(14.48)
MEPIDL Enterprises LLC	0.08%	22.31	-0.09%	(4.54)	-0.57%	0.38	-0.08%	(4.16)
MEP Infracore Private Limited	-7.91%	(2,098.92)	-37.13%	(1,980.86)	0.56%	(0.38)	-37.62%	(1,981.23)
<b>Subtotal</b>	<b>372.99%</b>	<b>98,975.62</b>	<b>98.58%</b>	<b>5,258.79</b>	<b>100.00%</b>	<b>(67.79)</b>	<b>98.56%</b>	<b>5,191.00</b>
Non-controlling interests	-0.06%	(14.60)	-0.56%	(30.06)	-	-	-0.57%	(30.06)
<b>Total elimination</b>	<b>-272.94%</b>	<b>(72,425.30)</b>	<b>1.98%</b>	<b>105.71</b>	<b>0.00%</b>	<b>-</b>	<b>2.01%</b>	<b>105.71</b>
<b>Total</b>	<b>100.00%</b>	<b>26,535.73</b>	<b>100.00%</b>	<b>5,334.44</b>	<b>100.00%</b>	<b>(67.79)</b>	<b>100.00%</b>	<b>5,266.65</b>
<b>Associates (Investment as per Equity Method)</b>								
KVM Technology Solutions Private Limited			-	-		-		-
<b>Joint Ventures (Investment as per equity method)</b>								
SMYR Consortium LLP			-	380.09		-		380.09
MEP Nagpur Ring Road 1 Pvt. Ltd.		5,098.04		(294.76)		0.40		(294.36)
MEP Sanjose Arawali Kante Road Pvt. Ltd		3,273.42		93.25		0.80		94.05
MEP Sanjose Kante Waked Road Pvt. Ltd		3,932.39		(484.79)		0.33		(484.46)
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd		3,524.43		(300.58)		0.27		(300.31)
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.		6,220.97		988.53		0.36		988.89
MEP Sanjose Talaja Mahuva Road Pvt. Ltd		3,779.46		(118.65)		0.52		(118.13)
<b>Grand Total</b>		<b>26,535.73</b>		<b>5,597.53</b>		<b>(65.11)</b>		<b>5,532.42</b>

# Notes to Financial Statements

as at March 31, 2019

## NOTE 45B

Additional information as required by Schedule III to the Companies Act, 2013

₹ in lakhs

Name of the entity	Net assets, i.e. total asset minus total liabilities As at 31 March, 2018		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
MEP Infrastructure Developers Limited	1066.32%	63,798.89	60.62%	4,016.31	81.22%	(25.24)	60.52%	3,991.06
<b>Subsidiaries</b>								
MEP Infrastructure Private Limited	197.65%	11,825.49	94.11%	6,235.17	8.50%	(2.64)	94.51%	6,232.53
Raima Ventures Private Limited	14.88%	890.27	12.11%	802.50	-	-	12.17%	802.50
Rideema Toll Private Limited	-13.25%	(792.88)	0.20%	13.37	-	-	0.20%	13.37
Baramati Tollways Private Limited (Through Rideema Toll Private Limited.)	28.97%	1,733.31	0.51%	33.50	3.72%	(1.16)	0.49%	32.34
Rideema Toll Bridge Private Limited	-14.92%	(892.82)	-6.87%	(455.22)	13.06%	(4.06)	-6.96%	(459.28)
MEP Nagzari Toll Road Private Limited	-8.89%	(531.99)	0.00%	(0.27)	-	-	0.00%	(0.27)
MEP IRDP Solapur Toll Road Private Limited	0.44%	26.16	-0.33%	(21.74)	-	-	-0.33%	(21.74)
MEP Hyderabad Bangalore Toll Road Private Limited	-224.15%	(13,410.90)	-11.89%	(787.60)	-11.48%	3.57	-11.89%	(784.03)
Raima Toll Road Private Limited	38.99%	2,333.00	-19.51%	(1,292.87)	-	-	-19.61%	(1,292.87)
MEP Chennai Bypass Toll Road Private Limited	-161.36%	(9,654.46)	-2.73%	(181.16)	-	-	-2.75%	(181.16)
MEP Highway Solutions Private Limited	26.75%	1,600.21	3.55%	235.14	-1.35%	0.42	3.57%	235.56
MEP RGSL Toll Bridge Private Limited (Formerly known as MEP Projects Private Limited)	84.70%	5,067.39	-27.15%	(1,799.08)	-0.80%	0.25	-27.28%	(1,798.83)
Raima Toll and Infrastructure Private Limited (Formerly known as Raima Manpower and Consultancy Services Private Limited)	30.09%	1,800.52	0.12%	7.94	-	-	0.12%	7.94
MEP Roads & Bridges Private Limited	3.18%	190.02	0.00%	0.30	-	-	0.00%	0.30
Mhaskar Toll Road Private Limited	0.00%	(0.22)	0.00%	(0.22)	-	-	0.00%	(0.22)
MEP Infra Constructions Private Limited	0.00%	(0.28)	0.00%	(0.20)	-	-	0.00%	(0.20)
MEP Toll & Infrastructure Private Limited	0.00%	(0.27)	0.00%	(0.20)	-	-	0.00%	(0.20)
MEP Tormato Private Limited	13.44%	804.33	0.49%	32.63	7.12%	(2.21)	0.46%	30.41
MEP Foundation	0.00%	0.06	0.00%	(0.17)	-	-	0.00%	(0.17)
MEP Infraprojects Private Limited	-1.97%	(117.69)	-1.50%	(99.28)	-	-	-1.51%	(99.28)
<b>Subtotal</b>	<b>1080.85%</b>	<b>64,668.16</b>	<b>101.71%</b>	<b>6,738.85</b>	<b>100.00%</b>	<b>(31.08)</b>	<b>101.72%</b>	<b>6,707.77</b>
<b>Total elimination</b>	<b>-980.85%</b>	<b>(58,685.07)</b>	<b>-1.71%</b>	<b>(113.49)</b>	<b>0.00%</b>	<b>-</b>	<b>-1.72%</b>	<b>(113.49)</b>
<b>Total</b>	<b>100.00%</b>	<b>5,983.09</b>	<b>100.00%</b>	<b>6,625.36</b>	<b>100.00%</b>	<b>(31.08)</b>	<b>100.00%</b>	<b>6,594.28</b>
<b>Associates (Investment as per Equity Method)</b>								
KVM Technology Solutions Private Limited		-		(6.99)		-		(6.99)
<b>Joint Ventures (Investment as per equity method)</b>								
SMYR Consortium LLP		-		-		-		-
MEP Nagpur Ring Road 1 Pvt. Ltd.		3,924.06		151.41		0.70		152.11
MEP Sanjose Arawali Kante Road Pvt. Ltd		2,975.87		(298.12)		0.73		(297.39)
MEP Sanjose Kante Waked Road Pvt. Ltd		4,214.77		(348.86)		0.20		(348.66)
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd		3,197.74		458.44		-		458.44
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.		4,196.08		245.26		-		245.26
MEP Sanjose Talaja Mahuva Road Pvt. Ltd		3,261.59		270.51		0.62		271.13
MEPIDL Enterprises L.L.C		11.26		(0.12)		-		(0.12)
<b>Grand Total</b>		<b>5,983.09</b>		<b>7,096.89</b>		<b>(28.83)</b>		<b>7,068.06</b>

# Notes to Financial Statements

as at March 31, 2019

## NOTE 45C

Below is the list of partly owned subsidiary of the Company and the share of the non-controlling interests.

Sr No	Name	Country of Incorporation	Non-controlling interest	
			As at March 31, 2019	As at March 31, 2018
1	MEP Longjian ACR Private Limited	India	51%	
2	MEP Longjian CLR Private Limited	India	51%	-
3	MEP Longjian Loha Waranga Road Private Limited	India	51%	-
4	MEP Longjian VTR Private Limited	India	51%	-

None of the above non-wholly owned subsidiary is material to the Group. Therefore, financial information about these non-wholly owned subsidiaries are not disclosed separately.

## NOTE 46 – UTILIZATION OF PROCEEDS FROM QUALIFIED INSTITUTIONAL PLACEMENT

On 4<sup>th</sup> April, 2018, the Company offered Equity Shares to Qualified Institutional Buyers (QIBs) through Qualified Institutional Placement (QIP) in accordance with Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. Accordingly, 2,08,76,860 Equity Shares of ₹ 10/- each were allotted to QIB's on 4<sup>th</sup> April, 2018 at an issue price of ₹ 77.50 per Equity Share (including Premium of ₹ 67.50 per Equity Share).

Out of issue proceeds of ₹ 1,61,79.57 lakhs received from the QIP in April, 2018, ₹ 511.31 lakhs were utilized towards share issue expenses and balance ₹ 15,668.26 lakhs were utilized for the purpose as stated in the 'Placement Document' and there is no unutilized amount pending utilisation. The information is given pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015.

## NOTE 47 – CLAIMS

One of the Company's subsidiary company has preferred claims with the Authority, aggregating ₹ 33,973.75 lakhs plus interest on account of Toll Evasion and Force Majeure issues arising from non-compliance of the Concession Agreement by Authority. The Company's subsidiary has not recognised the claims in the financial statements pending final approval from Authority. Under the orders of the Hon'ble High Court of Delhi, both the Company and Authority were directed to amicably settle the disputes. As a part of the amicable settlement, Independent Engineer has evaluated the claims made by the Company from time to time. However, final settlement on the same is yet to conclude. The estimated loss during the corresponding period as assessed by the Independent Engineer appointed by the Authority is much higher than the claims submitted to Authority. Hence, the Company's subsidiary has not recognised amount payable to Authority aggregating ₹ Nil for the year ended 31 March 2019 (₹ Nil for the year ended 31 March 2018) in addition to the sum of ₹ 13,123.19 lakhs for the period from 01 November 2014 to 8 April 2016. As part of the settlement, the Company, has handed over the Project Facilities and the Toll Plaza's to the NHAI from April 09, 2016. The Settlement of claims will be dealt as per the provisions of the Concession Agreement, and the matter is currently under arbitration.

## NOTE 48 – EXCEPTIONAL ITEMS

The Exceptional item includes additional interest levied by one of the subsidiary's lender with retrospective effect since FY13 aggregating to Rs.3,092.42 lakhs. The subsidiary had already represented to the lender for relief on this additional interest levied, which is currently under consideration by the lender.

## NOTE 49 – DOMESTIC TRANSFER PRICING

The Indian Finance Bill, 2012 had sought to bring in certain class of domestic transactions in the ambit of the transfer pricing regulations with effect of 1 April, 2012. The Company's/Group's management is of the opinion that its domestic transactions with associated enterprises are at arm's length so that appropriate legislation will not have an impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation. The Company/Group does not have any international transactions during the year.

# Notes to Financial Statements as at March 31, 2019

## NOTE 50A – INTEREST IN JOINT VENTURE

The Group has a 25% interest in SMYR Consortium LLP, a joint venture involved in the collection of toll. The Group's interest in SMYR Consortium LLP is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture SMYR Consortium LLP not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	1,939.06	1,939.06
Cash and Cash Equivalents	14.87	14.87
Non-Current Assets	305.47	305.47
Current Liabilities Other than Current Financial Liabilities	(2.86)	(2.86)
Current Financial Liabilities	(3.09)	(3.09)
Non Current Liabilities	(2,251.07)	(2,251.07)
Equity	2.39	2.39
<b>Proportion of Group's ownership</b>	25%	25%
<b>Carrying Amount of the investment</b>	0.60	0.60
Less:		
Adjustment on Consolidation	0.60	0.60
<b>Carrying amount of Investment in Joint Venture</b>	-	-

Summarised statement of profit and loss of the SMYR Consortium LLP:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	-	-
Interest Income	-	-
Finance Cost	-	-
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before tax</b>	-	(1.89)
Tax expense	-	-
<b>Profit / (Loss) for the year</b>	-	(1.89)
Other Comprehensive Income / (Loss)	-	-
<b>Total other comprehensive income / (loss) for the year</b>	-	(1.89)
Proportion of Group's ownership	25%	25%
Group's share of profit for the year	-	(0.47)

The group had no contingent liabilities or capital commitments relating to its interest in SMYR Consortium LLP as at 31 March 2019 and 2018.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 50B (I) - INTEREST IN JOINT VENTURE

The Group has a 49% interest in MEPIDL Enterprises LLC, a joint venture involved in the collection of toll. The Group's interest in MEPIDL Enterprises LLC is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Particulars	₹ in lakhs	
	March 31, 2018	
Current Assets Other Than Cash and Cash Equivalents	-	
Cash and Cash Equivalents	24.36	
Non-Current Assets	-	
Current Liabilities Other than Current Financial Liabilities	-	
Current Financial Liabilities	-	
Non Current Liabilities	-	
Equity	24.36	
<b>Proportion of Group's ownership</b>	49%	
<b>Carrying Amount of the investment</b>	11.94	
Less:		
Adjustment on Consolidation	(0.68)	
<b>Carrying amount of Investment in Joint Venture</b>	<b>11.26</b>	

Summarised statement of profit and loss of the MEPIDL Enterprises LLC:

Particulars	₹ in lakhs	
	March 31, 2018	
<b>Revenue</b>	-	
Interest Income	-	
Interest Expense	-	
Depreciation & Amortisation	-	
<b>Profit / (Loss) before tax</b>	(2.14)	
Tax expense	-	
<b>Profit / (Loss) for the year</b>	(2.14)	
Other Comprehensive Income / (Loss)	-	
<b>Total other comprehensive income / (loss) for the year</b>	(2.14)	
Proportion of Group's ownership	49%	
Group's share of profit for the year	(1.05)	

The group had no contingent liabilities or capital commitments relating to its interest in MEPIDL Enterprises LLC as at 31 March 2018.

## NOTE 50B (II)

On 1 April 2018, the Company appointed additional Directors in MEPIDL Enterprises LLC ("investee") thereby resulting in majority of directors representing the Company over the board of the investee. The directors of the Company on the board of investee have the ability to direct the relevant activities of the investee that significantly affect the investee's returns. This acquiring of control over the board of directors of MEPIDL Enterprises LLC, resulted in MEPIDL Enterprises LLC becoming subsidiary of the Company.

Until 31 March 2018, the Group consolidated MEPIDL Enterprises LLC as joint venture and its investment was accounted using the equity method.

Fair value of Equity-accounted investees	(1)	11.26
Identifiable assets acquired and liabilities assumed		
Cash and cash equivalents	(2)	24.36
Share of Non-controlling interest in identified net assets acquired	(3)	13.10
Total net identifiable assets acquired		-
Capital reserves / Goodwill	(1+3-2)	-

# Notes to Financial Statements as at March 31, 2019

## NOTE 50C – INTEREST IN ASSOCIATE

The Group has a 33% interest in KVM Technology Solutions Private Limited, which is involved in the installation of toll management systems W/M'S & weigh bridge. KVM Technology Solutions Private Limited is a private entity that is not listed on any public exchange. The Group's interest in KVM Technology Solutions Private Limited is accounted for using the equity method in the consolidated financial statements. The following table illustrates the summarised financial information of the Group's investment in KVM Technology Solutions Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	1,205.85	516.47
Cash and Cash Equivalents	0.94	5.15
Non-Current Assets	75.50	71.26
Current Liabilities Other than Current Financial Liabilities	(227.26)	(259.79)
Current Financial Liabilities	(1,338.55)	(638.10)
Non Current Liabilities	-	-
Equity	(283.52)	(305.01)
<b>Proportion of Group's ownership</b>	33%	33%
<b>Carrying Amount of the investment</b>	(94.50)	(101.66)
Less:		
Adjustment on Consolidation	94.50	101.66
<b>Carrying amount of Investment in Joint Venture</b>	-	-

Summarised statement of profit and loss of the KVM Technology Solutions Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	856.20	1,073.29
Interest Income	-	0.27
Finance Cost	-	-
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before tax</b>	21.50	(146.73)
Tax expense	-	-
<b>Profit / (Loss) for the year</b>	21.50	(146.73)
Other Comprehensive Income / (Loss)	-	-
<b>Total other comprehensive income / (loss) for the year</b>	21.50	(146.73)
Proportion of Group's ownership	33%	33%
Group's share of profit for the year	7.17	(48.91)

The Company had contingent liabilities of Rs 1,004.45 lakhs (31 March 2018 : Rs Nil) proportion of Groups ownership Of Rs 331.47 lakhs (31 March 2018 : Rs Nil) and capital commitments of Rs Nil lakhs (31 March 2018 : Rs Nil) relating to its interest in KVM Technology Solutions Private Limited.



# Notes to Financial Statements

as at March 31, 2019

## NOTE 50D – INTEREST IN JOINT VENTURE

The Group has a 74% interest in MEP Nagpur Ring Road 1 Private Limited, a joint venture involved in the construction and maintenance of roads. The Group's interest in MEP Nagpur Ring Road 1 Private Limited is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture MEP Nagpur Ring Road 1 Private Limited not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	17,055.04	13,163.72
Cash and Cash Equivalents	39.60	22.85
Non-Current Assets	12,130.84	13,394.93
Current Liabilities Other than Current Financial Liabilities	(2,596.02)	(3,883.39)
Current Financial Liabilities	(3,360.75)	(6,910.28)
Non Current Liabilities	(13,900.05)	(9,440.09)
Equity	9,368.66	6,347.75
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	6,932.81	4,697.33
Less:		
Adjustment on Consolidation	(1,834.77)	(773.27)
<b>Carrying amount of Investment in Joint Venture</b>	<b>5,098.04</b>	<b>3,924.06</b>

Summarised statement of profit and loss of the MEP Nagpur Ring Road 1 Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	7,646.75	17,532.13
Interest Income	1,963.08	896.79
Interest Expense	(1,690.32)	(1,150.23)
Depreciation & Amortisation	(5.52)	(7.96)
<b>Profit / (Loss) before tax</b>	1,206.25	1,051.29
Tax expense	(285.12)	(410.41)
<b>Profit / (Loss) for the year</b>	921.13	640.88
Other Comprehensive Income / (Loss)	0.54	0.94
<b>Total other comprehensive income / (loss) for the year</b>	921.67	641.82
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit for the year</b>	682.04	474.94

The Company had contingent liabilities of ₹ 2,898.00 lakhs (31 March 2018 : ₹ 3,985.00 lakhs) proportion of Groups ownership of ₹ 2,144.52 lakhs (31 March 2018 : ₹ 2,948.90 lakhs) and capital commitments of ₹ Nil lakhs (31 March 2018 : ₹ Nil) relating to its interest in MEP Nagpur Ring Road 1 Private Limited.

# Notes to Financial Statements as at March 31, 2019

## NOTE 50E – INTEREST IN JOINT VENTURE

The Group has a 74% interest in MEP Sanjose Nagpur Ring Road 2 Private Limited, a joint venture involved in the construction and maintenance of roads. The Group's interest in MEP-Sanjose Nagpur Ring Road 2 Private Limited is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture MEP Sanjose Nagpur Ring Road 2 Private Limited not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	23,289.66	17,195.57
Cash and Cash Equivalents	1,424.40	43.00
Non-Current Assets	10,843.63	9,004.92
Current Liabilities Other than Current Financial Liabilities	(3,061.74)	(4,437.67)
Current Financial Liabilities	(6,003.25)	(5,394.69)
Non Current Liabilities	(16,873.42)	(9,974.50)
Equity	9,619.28	6,436.63
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	7,118.27	4,763.10
Less:		
Adjustment on Consolidation	(897.30)	(567.02)
<b>Carrying amount of Investment in Joint Venture</b>	<b>6,220.97</b>	<b>4,196.08</b>

Summarised statement of profit and loss of the MEP Sanjose Nagpur Ring Road 2 Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	13,293.34	17,017.37
Interest Income	1,612.77	960.20
Finance Cost	(1,984.99)	(1,268.06)
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before tax</b>	1,415.86	959.08
Tax expense	(281.63)	(329.59)
<b>Profit / (Loss) for the year</b>	1,134.23	629.49
Other Comprehensive Income / (Loss)	0.48	-
<b>Total other comprehensive income / (loss) for the year</b>	1,134.71	629.49
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit for the year</b>	<b>839.69</b>	<b>465.83</b>

The Company had contingent liabilities of ₹ 3,498.00 lakhs (31 March 2018 : ₹ 4,937.72 lakhs) proportion of Groups ownership Of ₹ 2,588.52 lakhs (31 March 2018 : ₹ 3,653.91 lakhs) and capital commitments of ₹ Nil lakhs (31 March 2018 : ₹ Nil) relating to its interest in MEP Sanjose Nagpur Ring Road 2 Private Limited.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 50F - INTEREST IN JOINT VENTURE

The Group has a 74% interest in MEP Sanjose Arawali Kante Road Private Limited, a joint venture involved in the construction and maintenance of roads. The Group's interest in MEP Sanjose Arawali Kante Road Private Limited is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture MEP Sanjose Arawali Kante Road Private Limited not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	14,630.44	9,763.26
Cash and Cash Equivalents	146.15	9.47
Non-Current Assets	1,951.22	426.51
Current Liabilities Other than Current Financial Liabilities	(5,428.65)	(156.84)
Current Financial Liabilities	(3,545.33)	(2,537.64)
Non Current Liabilities	(2,699.57)	(2,682.12)
Equity	5,054.26	4,822.64
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	3,740.15	3,568.75
Less:		
Adjustment on Consolidation	(466.73)	(592.88)
<b>Carrying amount of Investment in Joint Venture</b>	<b>3,273.42</b>	<b>2,975.87</b>

Summarised statement of profit and loss of the MEP Sanjose Arawali Kante Road Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	4,608.72	2,390.91
Interest Income	510.52	49.63
Finance Cost	(806.44)	(429.13)
Depreciation & Amortisation	(0.82)	(1.58)
<b>Profit / (Loss) before tax</b>	226.01	(206.93)
Tax expense	(96.22)	(41.39)
<b>Profit / (Loss) for the year</b>	129.79	(248.32)
Other Comprehensive Income / (Loss)	0.92	0.99
<b>Total other comprehensive income / (loss) for the year</b>	130.71	(247.33)
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit for the year</b>	96.72	(183.02)

The Company had contingent liabilities of ₹ 5,930.00 lakhs (31 March 2018 : ₹ 2,665.65 lakhs) proportion of Groups ownership Of ₹ 4,388.20 lakhs (31 March 2018 : ₹ 1,972.58 lakhs) and capital commitments of ₹ Nil lakhs (31 March 2018 : ₹ Nil) relating to its interest in MEP Sanjose Arawali Kante Road Private Limited.

# Notes to Financial Statements as at March 31, 2019

## NOTE 50G – INTEREST IN JOINT VENTURE

The Group has a 74% interest in MEP Sanjose Kante Wakad Road Private Limited, a joint venture involved in the construction and maintenance of roads. The Group's interest in MEP Sanjose Kante Wakad Road Private Limited is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture MEP Sanjose Kante Wakad Road Private Limited not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	16,085.90	10,957.30
Cash and Cash Equivalents	59.26	12.06
Non-Current Assets	976.01	116.51
Current Liabilities Other than Current Financial Liabilities	(7,411.66)	(154.94)
Current Financial Liabilities	(885.11)	(1,961.14)
Non Current Liabilities	(2,517.14)	(2,577.59)
Equity	6,307.26	6,392.20
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	4,667.37	4,730.23
Less:		
Adjustment on Consolidation	(734.98)	(515.46)
<b>Carrying amount of Investment in Joint Venture</b>	<b>3,932.39</b>	<b>4,214.77</b>

Summarised statement of profit and loss of the MEP Sanjose Kante Wakad Road Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	5,309.89	1,889.82
Interest Income	560.69	39.19
Finance cost	(882.73)	(461.99)
Depreciation & Amortisation	(0.36)	(0.59)
<b>Profit / (Loss) before tax</b>	(319.97)	(334.80)
Tax expense	(48.32)	(37.26)
<b>Profit / (Loss) for the year</b>	(368.29)	(372.06)
Other Comprehensive Income / (Loss)	0.44	0.27
<b>Total other comprehensive income / (loss) for the year</b>	(367.85)	(371.79)
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit for the year</b>	(272.21)	(275.13)

The Company had contingent liabilities of ₹ 8,263.00 lakhs (31 March 2018 : ₹ 3,672.00 lakhs) proportion of Groups ownership Of ₹ 6,144.62 lakhs (31 March 2018 : ₹ 2,717.28 lakhs) and capital commitments of ₹ Nil lakhs (31 March 2018 : ₹ Nil) relating to its interest in MEP Sanjose Kante Wakad Road Private Limited.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 50H – INTEREST IN JOINT VENTURE

The Group has a 60% interest in MEP Sanjose Mahuva Kagavadar Road Private Limited, a joint venture involved in the construction and maintenance of roads. The Group's interest in MEP Sanjose Mahuva Kagavadar Road Private Limited is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture MEP Sanjose Mahuva Kagavadar Road Private Limited not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	22,274.83	10,208.25
Cash and Cash Equivalents	3.75	56.62
Non-Current Assets	1,682.85	10,467.19
Current Liabilities Other than Current Financial Liabilities	(5,694.39)	(3,959.96)
Current Financial Liabilities	(1,604.10)	(3,521.20)
Non Current Liabilities	(9,520.60)	(7,680.10)
Equity	7,142.34	5,570.80
<b>Proportion of Group's ownership</b>	60%	60%
<b>Carrying Amount of the investment</b>	4,285.41	3,342.48
Less:		
Adjustment on Consolidation	(760.98)	(144.74)
<b>Carrying amount of Investment in Joint Venture</b>	<b>3,524.43</b>	<b>3,197.74</b>

Summarised statement of profit and loss of the MEP Sanjose Mahuva Kagavadar Road Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	4,459.67	16,613.89
Interest Income	1,616.23	476.55
Finance Cost	(1,355.63)	(506.45)
Depreciation Et Amortisation	-	-
<b>Profit / (Loss) before tax</b>	300.97	1,101.98
Tax expense	(251.02)	(209.43)
<b>Profit / (Loss) for the year</b>	49.95	892.55
Other Comprehensive Income / (Loss)	0.46	-
<b>Total other comprehensive income / (loss) for the year</b>	50.41	892.55
<b>Proportion of Group's ownership</b>	60%	60%
<b>Group's share of profit for the year</b>	<b>30.25</b>	<b>535.53</b>

The Company had contingent liabilities of ₹ 5,530.00 lakhs (31 March 2018 : ₹ 8,113.84 lakhs) proportion of Groups ownership ₹ 3,318.00 lakhs (31 March 2018: ₹ 4,868.30 lakhs) and capital commitments of ₹ Nil (31 March 2018 : ₹ Nil) relating to its interest in MEP Sanjose Mahuva Kagavadar Road Private Limited.

# Notes to Financial Statements as at March 31, 2019

## NOTE 50I – INTEREST IN JOINT VENTURE

The Group has a 60% interest in MEP Sanjose Talaja Mahuva Road Private Limited, a joint venture involved in the construction and maintenance of roads. The Group's interest in MEP Sanjose Talaja Mahuva Road Private Limited is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summary financial information of Joint Venture MEP Sanjose Talaja Mahuva Road Private Limited not adjusted for the percentage ownership held by the Company, is as follows:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
Current Assets Other Than Cash and Cash Equivalents	24,421.82	14,005.07
Cash and Cash Equivalents	3.43	129.98
Non-Current Assets	2,249.56	10,348.78
Current Liabilities Other than Current Financial Liabilities	(5,045.96)	(5,857.54)
Current Financial Liabilities	(1,640.40)	(3,022.97)
Non Current Liabilities	(10,472.83)	(8,308.89)
Equity	9,515.62	7,294.43
<b>Proportion of Group's ownership</b>	<b>60%</b>	<b>60%</b>
<b>Carrying Amount of the investment</b>	<b>5,709.37</b>	<b>4,376.66</b>
Less:		
Adjustment on Consolidation	(1,929.91)	(1,115.07)
<b>Carrying amount of Investment in Joint Venture</b>	<b>3,779.46</b>	<b>3,261.59</b>

Summarised statement of profit and loss of the MEP Sanjose Talaja Mahuva Road Private Limited:

Particulars	₹ in lakhs	
	March 31, 2019	March 31, 2018
<b>Revenue</b>	<b>9,443.88</b>	<b>13,327.43</b>
Interest Income	1,880.79	702.55
Finance Cost	(1,421.18)	(805.47)
Depreciation & Amortisation	(164.00)	(78.41)
<b>Profit / (Loss) before tax</b>	<b>864.32</b>	<b>807.81</b>
Tax expense	(69.69)	(265.76)
<b>Profit / (Loss) for the year</b>	<b>794.63</b>	<b>542.05</b>
Other Comprehensive Income / (Loss)	<b>0.87</b>	1.03
<b>Total other comprehensive income / (loss) for the year</b>	<b>795.50</b>	<b>543.08</b>
<b>Proportion of Group's ownership</b>	<b>60%</b>	<b>60%</b>
<b>Group's share of profit for the year</b>	<b>477.30</b>	<b>325.85</b>

The Company had contingent liabilities of ₹ 4,989.09 lakhs (31 March 2018 : ₹ 10,249.71 lakhs) proportion of Groups ownership ₹ 2,993.45 lakhs (31 March 2018: ₹ 6,149.83 lakhs) and capital commitments of ₹ Nil (31 March 2018 : ₹ Nil) relating to its interest in MEP Sanjose Talaja Mahuva Road Private Limited.

# Notes to Financial Statements

as at March 31, 2019

## NOTE 51

Disclosure pursuant to Para 6 of the IndAS 11 for Service Concession Arrangements

Name Of Entity	Description of the arrangement	Significant terms of the arrangement	Financial Assets
			FY2018-19
<b>MEP Longjian ACR Private Limited</b>	The Company is formed as a special purpose vehicle (SPV) to develop, establish, construct, operate and maintain the project relating to Four laning of AUSA- Chakur Section of NH-361 from km 55.835 to km 114.345 (design length 58.510 km) under Bharatmala Pariyojana in the State of Maharashtra on Hybrid Annuity Model.	Period of concession: 2019 - 2036 Investment grant Investment grant from concession grantor : Nil Infrastructure return at the end of concession period : Yes Investment and renewal obligations : Nil Re-Pricing dates: No Basis upon which re-pricing or re-negotiation is determined : Not Applicable Premium payable to grantor : Nil	432.15
<b>MEP Longjian CLR Private Limited</b>	The Company is formed as a special purpose vehicle (SPV) to develop, establish, construct, operate and maintain the project relating to Four laning of Chakur-Loha Section of NH-361 from km 114.600 to km 187.800 (Design length 73.345 km) under Bharatmala Pariyojana in the State of Maharashtra on Hybrid Annuity Model.	Period of concession: 2019 - 2036 Investment grant Investment grant from concession grantor : Nil Infrastructure return at the end of concession period : Yes Investment and renewal obligations : Nil Re-Pricing dates: No Basis upon which re-pricing or re-negotiation is determined : Not Applicable Premium payable to grantor : Nil	508.49
<b>MEP Longjian Loha Waranga Road Private Limited</b>	The Company is formed as a special purpose vehicle (SPV) to develop, establish, construct, operate and maintain the project relating to Four laning of Loha-Waranga Section of NH-361 from km 187.800 to km 244.369 (Design length 56.569 km) under Bharatmala Pariyojana in the State of Maharashtra on Hybrid Annuity Model.	Period of concession: 2019 - 2036 Investment grant Investment grant from concession grantor : Nil Infrastructure return at the end of concession period : Yes Investment and renewal obligations : Nil Re-Pricing dates: No Basis upon which re-pricing or re-negotiation is determined : Not Applicable Premium payable to grantor : Nil	555.86
<b>MEP Longjian VTR Private Limited</b>	The Company is formed as a special purpose vehicle (SPV) to develop, establish, construct, operate and maintain the project relating to Eight laning of existing 4 lane Vadape to Thane from km 539.202 to km 563.000 section of NH-3 (new NH-848) in the State of Maharashtra to be executed on Hybrid Annuity Model.	Period of concession: 2019 - 2037 Investment grant Investment grant from concession grantor : Nil Infrastructure return at the end of concession period : Yes Investment and renewal obligations : Nil Re-Pricing dates: No Basis upon which re-pricing or re-negotiation is determined : Not Applicable Premium payable to grantor : Nil	608.23

# Notes to Financial Statements as at March 31, 2019

## NOTE 52

One of the subsidiary's toll collection activity was suspended by the Authority on February 27, 2019. Aggrieved by the decision of the Authority, the Company had invoked arbitration proceedings under concession agreement and the matter is currently under arbitration.

## NOTE 53

### Going Concern

Considering the Long term business outlook and future growth plans of the MEP Group, Management is of the opinion that the losses in subsidiary companies namely MEP Nagzari Toll Road Private Limited, MEP IRDP Solapur Toll Road Private Limited, MEP Chennai Bypass Private Limited, MEP Roads & Bridges Private Limited, Raima Toll Road Private Limited, Raima Toll & Infrastructure Private Limited and MEP Hyderabad Bangalore Toll Road Private Limited, are temporary in nature and overall going concern of the business is not adversely affected.

## NOTE 54

Previous year's figures have been regrouped, rearranged and reclassified wherever necessary to conform current year's classification

₹ in lakhs

Particulars	Note No	31 March 2018	Adjustments	31 March 2018	Remarks
Deferred tax assets	8(iv)	13,219.98	1.46	13,221.44	Mat credit entitlement
Other non current assets	9	33,823.19	(1.46)	33,821.73	Mat credit entitlement
Current Financial assets - loans	13	4,016.36	(2,500.00)	1,516.36	Advance to unrelated parties
Current Financial assets - others	14	48,379.86	(5,775.22)	42,604.64	Advance to unrelated parties & Unbilled revenue
Other current assets	15	41,990.62	8,275.22	50,265.84	Unbilled revenue

As per our report of even date attached

**For G.D. Apte & Co.**  
Chartered Accountants  
Firm's Registration No: 100515W

**Chetan. R. Sapre**  
Partner  
Membership No: 116952

Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Limited**  
CIN : L45200MH2002PLC136779

**Jayant D. Mhaiskar**  
Managing Director  
(DIN: 00716351)

**M. Sankaranarayanan**  
Chief Financial Officer

Place: Mumbai  
Date: 23<sup>rd</sup> May 2019

**Anuya J. Mhaiskar**  
Director  
(DIN: 00707650)

**Harshad Pusalkar**  
Company Secretary









# Corporate Information

## BOARD OF DIRECTORS

**Jayant D. Mhaiskar**

*Chairman & Managing Director*

**Sudha D. Mhaiskar**

*Non-Independent and Non-Executive Director*

**Anuya J. Mhaiskar**

*Non-Independent and Non-Executive Director*

**Murzash Manekshana**

*Deputy Managing Director*

**Khimji Pandav**

*Independent Director*

**Vijay Agarwal**

*Independent Director*

**Deepak Chitnis**

*Independent Director*

**Mira Mehrishi**

*Independent Director*

## CHIEF EXECUTIVE OFFICER – ROADS & INFRASTRUCTURE

P. B. Dandawate

## CHIEF EXECUTIVE OFFICER – TOLL OPERATIONS

Subodh Garud

## CHIEF FINANCIAL OFFICER

M. Sankaranarayanan

## COMPANY SECRETARY & COMPLIANCE OFFICER

Harshad Pusalkar

## STATUTORY AUDITORS

G. D. Apte & Co.

Chartered Accountants

## REGISTERED OFFICE AND CORPORATE OFFICE

A 412, boomerang, Chandivali Farm Road,  
Near Chandivali Studio, Andheri (East),  
Mumbai 400 072.

Tel: 022 61204800 | Fax: 022 61204804

email: investorrelations@mepinfra.com

Website: www.mepinfra.com

## LENDERS TO OUR COMPANY & SUBSIDIARIES

IDFC First Bank Limited

Canara Bank

IIFCL

HDFC Limited

L&T Infrastructure Finance Company Limited

IDBI Bank

Allahabad Bank

Bank of India

Bank of Baroda

Yes Bank Ltd

Dombivli Nagari Sahakari Bank Limited

The Kalyan Janata Sahakari Bank Limited

Janakalyan Sahakari Bank Limited

TJSB Sahakari Bank Limited

The Ambernath Jai-Hind Co-op Bank Limited

IFCI Limited

PMC Bank

Mumbai District Central Co-operative Bank Ltd.

Bank of Maharashtra

IndusInd Bank



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