

T +91 22 2414 2776

● 2102, Floor - 21 st, Plot - 62, Kesar Equinox,

F +91 22 2414 4454 Sir Bhalchandra Road, Hindu Colony, Dadar (E), Mumbai - 400014,

E: investorrelations@mepinfra.com

W: www.mepinfra.com

CIN: L45200MH2002PLC136779

MEPIDL/OUT/2023-24/  
6<sup>th</sup> September, 2023

<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 21<sup>st</sup> Annual General Meeting Notice and Annual Report under Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to the requirements of Regulation 30 of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, we wish to inform you that the **21<sup>st</sup> Annual General Meeting (AGM)** of the Members of the Company will be held on **Saturday, the 30<sup>th</sup> day of September, 2023 at 11.30 a.m.** through video conferencing ("VC")/ other audio visual means ("OAVM") facility in line with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Notice and Annual Report for the Financial Year 2022-23 for your ready reference.

Further, in accordance with the MCA Circulars and said SEBI Circular, the Notice of the AGM along with the Annual Report is being sent only by electronic mode to all the members whose name(s) appeared on the Register of Members and whose email addresses are registered with the Company / Depository Participants as on 1<sup>st</sup> September, 2023. The same will also be available on the Company's website at www.mepinfra.com.

The requirement of sending Physical copy of the Notice of the 21<sup>st</sup> AGM and Annual Report to the members have been dispensed with the MCA Circulars and SEBI Circular.

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 21<sup>st</sup> AGM of the Company, the Registrar of Members and Share Transfer Books of the Company will remain closed from **Sunday, 24<sup>th</sup> September, 2023 to Saturday, 30<sup>th</sup> September, 2023 (both days inclusive).**

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

Thanking You.

Yours faithfully,

For **MEP INFRASTRUCTURE DEVELOPERS LIMITED**

**VIKRAM VINAY** Digitally signed by VIKRAM

**MUKADAM** VINAY MUKADAM

**MUKADAM**

Date: 2023.09.06 22:27:29  
+05'30'

**VIKRAM MUKADAM**

**COMPANY SECRETARY & COMPLIANCE OFFICER**



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



INFRASTRUCTURE  
DEVELOPERS LTD.

# Turning a new leaf

MEP Infrastructure Developers Limited  
Annual Report 2022-23



# Corporate Information

## BOARD OF DIRECTORS

**Jayant D. Mhaiskar**

*Chairman & Managing Director*

**Anuya J. Mhaiskar**

*Non-Independent and Non-Executive Director*

**Deepak Gadgil**

*Whole-time Director*

**Prakash Naringrekar**

*Independent Director*

**Neeraj Hardikar**

*Independent Director*

*(w.e.f. 14/11/2022)*

**Anand Desai**

*Independent Director*

*(w.e.f. 14/11/2022)*

**Uttam Pawar**

*Non-Independent and Executive Director*

*(Upto 14/11/2022)*

**Sandhya Borase**

*Independent Director*

*(Upto 14/11/2022)*

**Savli Mangle**

*Independent Director*

*(Upto 14/11/2022)*

## CHIEF EXECUTIVE OFFICER – TOLL OPERATIONS

**Subodh Garud**

## CHIEF FINANCIAL OFFICER

**Rajendra Pawar**

*(w.e.f. 19/10/2022)*

**Naresh Sasanwar**

*(Upto 19/10/2022)*

## COMPANY SECRETARY & COMPLIANCE OFFICER

**Vikram Mukadam**

*(W.e.f 27/10/2022)*

**Ruchita Shah**

*(Upto 27/10/2022)*

## STATUTORY AUDITORS

**GMJ & Co.**

*Chartered Accountants*

## LENDERS TO OUR COMPANY & SUBSIDIARIES

IDBI Bank

Bank of India

Yes Bank Ltd

Bank of Maharashtra

SREI Equipment Finance Limited

Indian Bank

IDFC First Bank

Canara Bank

IIFCL

HDFC Limited

L&T Finance Limited (Phoenix ARC Pvt Ltd)

IFCI Limited

Mumbai District Central Co-operative Bank Limited

Dombivli Nagari Sahakari Bank Limited

The Kalyan Janata Sahakari Bank Limited

TJSB Sahakari Bank Limited

The Ambernath Jai-Hind Co-op Bank Limited

Raigad Sahakari Bank Limited

Deogiri Nagari Sahakari Bank Ltd

Asset Care & Reconstruction Enterprises Ltd. (ACRE)

Anand Rathi Global Finance Ltd.

Mahindra & Mahindra Financial Services Limited

Tata Motors Finance Ltd.

Axis Bank Ltd.

## REGISTERED OFFICE AND ADDRESS OTHER THAN R/O WHERE ALL OR ANY BOOKS OF ACCOUNT AND PAPERS ARE MAINTAINED

2102, Floor-21st, Plot-62, Kesar Equinox, Sir Bhalchandra Road, Hindu Colony, Dadar (E), Mumbai – 400014

E-mail: [investorrelations@mepinfra.com](mailto:investorrelations@mepinfra.com) · Website: [www.mepinfra.com](http://www.mepinfra.com)

Tel: 91 22 2414 2776 · Fax: 91 22 2414 4454

B1-406, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri (East), Mumbai 400 072.

Tel: 022 67412222 | Fax: 022 67412244





## Mep Infrastructure Developers Limited

CIN: L45200MH2002PLC136779

Regd. Office: 2102, Floor-21st, Plot-62, Kesar Equinox, Sir Bhalchandra Road, Hindu Colony, Dadar (E), Mumbai – 400014

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

Tel: 91 22 2414 2776 · Fax: 91 22 2414 4454

# Notice

NOTICE is hereby given that the 21st Annual General Meeting of the Members of **MEP INFRASTRUCTURE DEVELOPERS LIMITED** will be held on Saturday, the 30th day of September, 2023 at 11.30 a.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), to transact the following businesses:

### ORDINARY BUSINESS:

- To receive, consider and adopt:
  - the Audited Standalone Financial Statements for the Financial Year ended 31st March, 2023 together with the Reports of the Directors and Auditors thereon.
  - the Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2023 together with the Reports of the Directors and Auditors thereon.
- To appoint a Director in place of Mr. Jayant D. Mhaiskar (DIN: 00716351), who retires by rotation at 21st Annual General Meeting and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

- Ratification of payment of remuneration to Ms. Sumana Ganguli, Cost and Management Accountant, Cost Auditors for the Financial Year 2023-24.**

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 ₹1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus applicable taxes and actual out-of-pocket expenses payable for the Financial Year 2023-24 to Ms. Sumana Ganguli, Cost and Management

Accountant (Membership No.F24406) having their office at Flat No. 6-7, 1st Floor, B-Wing, Pretty Himalayas CHS, Station Road, Santacruz (East), Mumbai – 400 055 who is 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 31st March, 2024.”

**“RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company be and is hereby authorised to give the Certified True Copy of this Resolution to the concerned person and they do act upon the same.”

- Approval of borrowing limits of the Company under of Section 180(1)(c) of the Companies Act, 2013**

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

**“RESOLVED THAT** in supersession of the resolution passed at the 16th Annual General Meeting by the shareholders of the Company held on 2nd August, 2018, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Amendment) Act, 2017, as amended from time to time, and the Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee thereof) to borrow any sum or sums of money as and when required, from banks and/or financial institution/s and/or foreign lender/s and/or any body corporate/s entity/ entities and/or authority/authorities and/ or through suppliers credit, or any other instruments either in Indian rupees or in such other foreign currencies as may be permitted by law from time to time for the purpose of the Company or its subsidiaries/joint venture(s)/special purpose vehicle, upon such terms and conditions and with/without security, as the Board of Directors may, in its absolute discretion, think fit and proper,

notwithstanding the fact that the money or monies to be borrowed together with the monies already borrowed by the company (apart from the cash credit arrangement, discounting of bills and other business temporary loans obtained from the company's bankers in the ordinary course of business) may exceed, at any time, the aggregate of the paid up capital of the Company and its free reserves, (that is to say, reserved not set apart for any specific purpose), apart from the temporary loans obtained from the Company's banker in the ordinary course of business, provided, however, that the total amount of such borrowings shall not exceed, at any time, a sum of ₹8000 Crores (Rupees Eight Thousand Crores only) apart from cash credit arrangement, discounting of bills and other temporary loans obtained from Company's bankers in the ordinary course of business and the Board of Directors be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest repayment, security or otherwise howsoever as it may think fit."

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby further authorised to create mortgages and/or charges on such properties of the Company as it may think fit and for that purpose to execute such documents, papers, deeds, and writings containing such conditions and covenants as the Board may think fit and to take all such steps as may be necessary or desirable to give effect to this Resolution."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to severally delegate all or any of its power herein conferred to any Committee of Directors or any of the Director(s) or any other officer of the Company, in order to give effect to the above resolution."

**"RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company be and is hereby authorised to give the Certified True Copy of this Resolution to the concerned person and they do act upon the same."

5. **Approval for creation of Charges on the assets of the Company under of Section 180(1)(a) of Companies Act, 2013**

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

**"RESOLVED THAT** in supersession of the special resolution passed at the 16th Annual General Meeting by the shareholders of the Company held on 2nd August, 2018, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Amendment) Act, 2017, as amended from time to time, consent of the Members be and is hereby accorded to the Board

of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) to create mortgages/ charges/ hypothecation/pledge and floating charges (in addition to the existing mortgages/charges/ hypothecation/pledge created by the Company in favour of the lenders), on such terms as the Board may determine on all or any of the immovable and movable properties, tangible and/or intangible properties of the Company, wherever situated, both present and future or the whole or substantially the whole of the undertaking or undertakings of the company together with the power to take over management of the business and concern of the Company in certain events of default in favour of the Banks, Financial Institutions, Insurance Companies, Investment Institutions, other investing agencies, Bodies Corporate incorporated under any statute and trustees for the holders of debentures/secured premium notes/ bonds/other securities/debt instruments, and other secured lenders or any other person(s) etc. (hereafter known as lenders) for securing the borrowings of the Company or its subsidiaries/ affiliate / associate / joint venture(s)/special purpose vehicle availed/ to be availed for an amount not exceeding ₹8000 Crores (Rupees Eight Thousand Crores only) and / or equivalent thereto in any foreign currency together with interest at respective agreed rates, and all other monies payable in terms of loan agreements or any other document entered into/ to be entered into between the Company and the lenders in respect of such loans / borrowings and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the lender(s)."

**"RESOLVED FURTHER THAT** The Board of Directors be and is hereby authorised to undertake all such acts, deeds and things to finalise and execute all such deeds, documents and writings for creating aforesaid mortgages / charges / hypothecation/ pledge as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution and to settle any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to severally delegate all or any of its power herein conferred to any Committee of Directors or any of the Director(s) or any other officer of the Company, in order to give effect to the above resolution."

**"RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company be and is hereby authorised to give the Certified True Copy of this Resolution to the concerned person and they do act upon the same."

6. **Approval for giving Loan or Guarantee or providing Security in connection with loan availed by any of the Company's Subsidiary(ies) or any other person specified under Section 185 of the Companies Act, 2013**

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 Section 177, 179 and 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/ or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Step Down Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), up to a sum not exceeding ₹1000 Crores [Rupees One Thousand Crores Only] outstanding at any point in time, excluding loan/guarantee/security exempted or to be exempted under the Act other Applicable Laws, if any, in one or more tranches, from time to time, provided that such loan(s) is/are utilised by the Borrowing Companies for their respective principle business activities only, in its absolute discretion deem beneficial and in the best interest of the Company."

**"RESOLVED FURTHER THAT** the powers be delegated to the Board of the Company and the Board is hereby authorised to negotiate, finalise agree the terms and conditions of the aforesaid loan/ guarantee/ security and to do all such acts, deeds and things as may be necessary and incidental including signing and/or execution of any deeds /documents/undertakings/ agreements/papers/writings for giving effect to this Resolution."

**"RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company be and is hereby authorised to give the Certified True Copy of this Resolution to the concerned person and they do act upon the same."

7. **Increase in the Authorised Share Capital of the company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder, including any statutory modification(s) thereof, read with the enabling provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from ₹525,00,00,000/- (Rupees Five Hundred and Twenty Five Crores Only) divided into 52,50,00,000 (Fifty Two Crores and Fifty Lakhs) Equity shares of ₹10/- (Rupees Ten Only) each to ₹1000,00,00,000/- (Rupees One Thousand Crores Only) divided into 100,00,00,000 (One Hundred Crores) Equity shares of ₹10/- (Rupees Ten Only) each by creation of additional ₹475,00,00,000/- (Rupees Four Hundred Seventy Five Crores only) divided into 47,50,00,000 (Forty Seven Crores and Fifty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each ranking pari passu with the existing equity shares in all respects, to create adequate headroom for considering the said fund raising."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things as may be necessary and incidental for giving effect to this Resolution including filing of all forms, documents with Registrar of Companies and for all the matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company."

8. **Alteration of the capital clause in the memorandum of association 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 13, 61 and 64 of the Companies Act, 2013 the existing clause V(a) of the Memorandum of Association is substituted by the following figures and words namely:

'The Authorised Share Capital of the Company is ₹1000,00,00,000/- (Rupees One Thousand Crores Only) divided into 100,00,00,000 (One Hundred Crores) Equity shares of ₹10/- (Rupees Ten Only).'

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things as may

be necessary and incidental for giving effect to this Resolution including filing of all forms, documents with Registrar of Companies and for all the matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company.”

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

Place: Mumbai  
Date: 5th September, 2023

**Vikram Mukadam**  
*Company Secretary*

**Regd. Office:**

2102, Floor-21st, Plot-62, Kesar Equinox,  
Sir Bhalchandra Road, Hindu Colony,  
Dadar (E), Mumbai – 400014  
CIN: L45200MH2002PLC136779  
Tel: 91 22 2414 2776  
Fax: 91 22 2414 4454  
E-mail: investorrelations@mepinfra.com  
Website: www.mepinfra.com

## NOTES:

1. Pursuant to General Circular No. 20/2020 dated 5th May, 2020 issued by the Ministry of Corporate Affairs (“MCA”) read together with MCA General Circular Nos. 14 & 17/2020 dated 8th April, 2020 and 13th April, 2020, Circular No. 02/2021 dated 13th January, 2023 and Circular No. 10/2022 & Circular No. 11/2022 (“MCA Circulars”), the Company will be conducting this Annual General Meeting (“AGM” or “Meeting”) through Video Conferencing/Other Audio Visual Means (“VC”/“OAVM”).
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning above business to be transacted is annexed hereto. The relevant details as required under Regulations 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 as Director under Item No. 2 of the Notice, is also annexed.
3. Pursuant to the above-mentioned MCA Circulars, physical attendance of the Members is not required at the AGM, and attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013 (“the Act”).
4. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 24th September, 2023 to Saturday, 30th September, 2023 (both days inclusive).
5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/her behalf and the Proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, pursuant to the applicable MCA Circulars read with Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and MCA Circular No. 14/2020 dated 8th April, 2020 physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice of the 21st AGM will be available on the website of the Company at [www.mepinfra.com](http://www.mepinfra.com), on the websites of National Stock Exchange of India Limited and BSE Limited at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), respectively, and also on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. National Securities Depository Limited (“NSDL”) will be providing facility for voting through remote e-Voting for participation in the 21st AGM through VC/OAVM Facility and e-Voting during the AGM.
8. Members may join the 21st AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 11:15 a.m. IST i.e. 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the AGM. The Company reserves the right to limit the number of Members asking questions depending on the availability of time at the AGM.
9. In case of joint holders, 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 at the AGM.
10. Members may note that the VC/OAVM Facility, provided by NSDL, allows participation of at least 1,000 Members on a first-come-first serve basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come first-served principle.
11. Attendance of the Members participating in the AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Members are requested to note that, dividend, if any, not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (“IEPF”). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. For details, please refer to information mentioned on Company’s website viz. [www.mepinfra.com](http://www.mepinfra.com).
13. 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 Registrar and Transfer Agent, 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.



14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with their DPs / Link Intime.
15. 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 remote e-voting and e-voting at the AGM in a fair and transparent manner.
16. 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) working days of passing of the resolutions at the AGM of the Company and the same will also be communicated to the Stock Exchanges.
17. The instructions for remote e-voting are as under:
  - i 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, and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020 and 5th May 2020 the Company is providing facility of remote

e-Voting to its Members in respect of the business to be transacted at the EGM/AGM, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by NSDL on all the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below:

- ii. The remote e-Voting period will commence on Wednesday, 27th September, 2023 (9:00 am IST) and will end on Friday, 29th September, 2023 (5:00 pm IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, 23rd September, 2023, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- iii The process and manner for remote e-Voting are explained herein below: 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.





## Step 1: Access to N-Voting system

### (A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>
	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> <b>App Store</b>    <b>Google Play</b></p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 – 4886 7000 and 022- 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**(B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. 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 Digit 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 Digit 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 folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders 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. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit 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, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. 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).

c) 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 etc.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 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 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 e-mail to svpfc@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 /1800 224 430 or send a request at evoting@nsdl.co.in. In case of any grievances connected with facility for e-voting, please contact Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. Email: evoting@nsdl.co.in or call on.: 022 – 4886 7000 and 022- 2499 70004 430).

## Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investorrelations@mepinfra.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investorrelations@mepinfra.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting

for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

## INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.



2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investorrelations@mepinfra.com. The same will be replied by the company suitably.

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

<b>Link Intime India Private Limited</b>	<b>Registered Office and Communication details of the Company:</b>
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	2102, Floor-21st, Plot-62, Kesar Equinox, Sir Bhalchandra Road, Hindu Colony, Dadar (E), Mumbai – 400014 CIN: L45200MH2002PLC136779 Tel: 91 22 2414 2776 Fax: 91 22 2414 4454 E-mail: investorrelations@mepinfra.com Website: www.mepinfra.com

# Explanatory statement pursuant to Section 102 of the Companies Act, 2013

## Item No. 3

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor Ms. Sumana Ganguli, Cost and Management Accountant (Membership No. F24406) having their office at Flat No. 6-7, 1st Floor, B-Wing, Pretty Himalayas CHS, Station Road, Santacruz (East), Mumbai – 400 055 for conducting the audit of the cost records maintained by the Company for the Financial Year ending on 31st March, 2024, at a remuneration of ₹150000/- (Rupees One Lakh 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. 3 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.

## Item Nos. 4 & 5

Considering, the Company's existing and future financial requirements to support its business operations, the Company needs additional funds either by way of term loan, external commercial borrowing, issue of debentures / bonds, etc. For this purpose, the Company is desirous of raising finance from banks and/or financial institution(s) and/or investment institutions and/or foreign lender(s) and/or bodies corporate incorporated under any statute in India or Abroad and/or insurance companies and/or trustees for the holders of debentures/secured premium notes/ bonds/ other securities/debt instruments, and/or other secured lenders (domestic or overseas) or any other person(s) or entities, including recognised non-resident entities governed under the RBI framework, etc. and/or other Investment agencies (hereafter known as Lenders) either in Indian rupees or in such other foreign currencies as may be permitted by law from time to time as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company. Hence, it is proposed to increase the maximum borrowing limits upto ₹8000 Crores (Rupees Eight Thousand Crores only).

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves and securities premium at any one time except with the consent of the members of the Company in a general meeting.

In order to secure the borrowing(s) made by the Company, it would be necessary to create charge on the assets or whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the general meeting.

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.

The Board recommends the Special Resolution set forth in Item Nos. 4 & 5 of the Notice for approval of the shareholders.

## Item No. 6

Pursuant to the provisions of Section 185 of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) [‘the Act’] a company may advance any loan including loan represented by way of a book debt to and/or give any guarantee and/or provide any security in connection with any loan taken/to be taken by any person in whom any of the director of the company is interested, subject to compliance with (i) If a special resolution is passed by the company in general meeting; and (ii) The loan(s) are utilised by the borrowing companies for their principal business activities.

Further as per the provisions of Section 185 of the Act in case of any loan made by a Holding Company to its Wholly-Owned Subsidiary Company or any guarantee given or security provided by a Holding Company in respect of any loan made to its Wholly-Owned Subsidiary Company; or any guarantee given or security provided by a Holding Company in respect of loan made by any bank or financial institution to its Subsidiary Company, the said transaction is exempted.

The Company renders its support for the business requirements of its Subsidiary Companies or Step Down Subsidiary(ies) or Associate(s) or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the “Entities”), for their principal business activities and the matters connected thereto from time to time.

However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Company was unable to extend financial assistance by way of loan to such Entities.

Further, in view of the business prospects of the Company's subsidiary(ies) [including step-down subsidiary(s)] or such other entity/person, in which any of the Director of the Company is interested or deemed to be interested, the Board of Directors seek consent of the Members by way of a Special Resolution pursuant to Section 185 of the Act (as amended by the Companies (Amendment) Act, 2017) for making loan(s) or providing financial assistance or providing guarantee or securities in connection with the loans taken or to be taken by the Entities for the capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

The Members may note that Board of Directors would carefully evaluates proposal(s) to provide such loan(s) (including to provide any guarantee/security in connection with the loan) through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities (including the matter connected thereto) of the subsidiaries or Step Down Subsidiary of the Company or such other entity/person, in which any of the Director of the Company is interested or deemed to be interested, excluding loan/guarantee/security exempted under the provisions of the Act, in one or more tranches, outstanding at any point of time and the same will be in the ordinary course of business and in the interest of the Company.

Hence, in order to enable the Company providing the above said financial assistance by way of loans (including to provide any guarantee/security in connection with the loan) upto ₹1000 Crores (Rupees One Thousand Crores Only) at any point of time [excluding loan/guarantee/security exempted or to be exempted under the provisions of the Act] to its subsidiaries (including step-down subsidiary) or such other entity/person, in which any of the Director of the Company is interested or deemed to be interested, directly or indirectly, under Section 185 of the Act and rules made thereunder, it is proposed to obtain approval of the Members of the Company by way of a Special Resolution.

Except Mr. Jayant D. Mhaiskar and Mrs. Anuya J. Mhaiskar being common Directors/Members, as the case may be, including their relatives to the extent of their shareholding in the Company, if any, none of the other Directors or the Key Managerial Personnel or their relatives are in any way

interested or concerned, financially or otherwise in this Special Resolution set out in this Notice.

### **Item No. 7 and 8**

The Board of Directors at their meeting held on 2nd February, 2023 had approved the Fund Raising options by way of Rights Issue/ADR/GDR/QIP/Preferential Placement or any other method linked to equity/preference shares/any instrument or securities representing convertible securities subject to approval of Members of the Company as applicable and any regulatory/statutory approvals, if any. Further the Company had received the consent of the Members vide Special Resolution passed in the Postal Ballot Notice on 8th March, 2023 for raising of funds upto ₹500 Crores by issue of securities.

Currently, the Authorised Share Capital as per the Memorandum of Association ("MOA") does not have adequate headroom, therefore, the Authorised Share Capital of the Company needs to be increased from existing ₹525,00,00,000/- (Rupees Five Hundred and Twenty Five Crores Only) divided into 52,50,00,000 (Fifty Two Crores Fifty Lakhs) Equity shares of ₹10/- (Rupees Ten Only) each to ₹1000,00,00,000/- (Rupees One Thousand Crores Only) divided into 100,00,00,000 (One Hundred Crores) Equity shares of ₹10/- (Rupees Ten Only) each, by creation of additional ₹475,00,00,000/- (Rupees Four Hundred Seventy Five Crores only) divided into 47,50,00,000 (Forty Seven Crores and Fifty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each ranking pari passu with the existing equity shares in all respects, to create adequate headroom for considering the said fund raising.

Consequently, the Capital Clause V (a) of the Memorandum of Association of the Company requires to be altered which requires members approval.

Therefore, approval of the Members of the Company is being sought by way of special resolution for alteration of the Capital Clause of the Memorandum of Association of the Company.

The draft amended copy of the Memorandum of Association of the Company is available for inspection at the Registered Office of the Company on all working days between 10:00 a.m. to 1:00 p.m.

The Board commends the Resolutions set out at Item No. 7 and 8 of the Notice for the approval of the Members.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, are concerned or interested in the above said resolution, except as a member of the Company.

**Information required as per Regulation 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**

<b>Particulars</b>	<b>Mr. Jayant Dattatray Mhaiskar</b>
Brief Resume, Qualification and Experience	Mr. Jayant D. Mhaiskar has completed the first year of his Bachelor's degree in Commerce from K. V. Pendharkar College of Arts, Science & Commerce.
Date of First Appointment on the Board	08/08/2002
DIN	00716351
Age	48 years
Expertise in specific functional areas	Tolling and Infrastructure Industry
Relationship with any Director(s) of the Company	Spouse of Mrs. Anuya J. Mhaiskar
Number of Meetings of the Board attended during the year	Attended all the 11 (Eleven) Board Meetings held during the Financial Year.
Other Directorship	<ol style="list-style-type: none"> <li>1. Ideal Toll &amp; Infrastructure Private Limited</li> <li>2. Mhaiskar Landmarks Private Limited</li> <li>3. Ideal Infoware Private Limited</li> <li>4. Chitpavan Foundation</li> </ol>
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL
Number of Shares held in the Company	12358526*
Remuneration	Nil

\* Includes 11227920 equity shares held jointly with Mrs. Anuya J. Mhaiskar.

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

**Vikram Mukadam**  
Company Secretary

Place: Mumbai  
Date: 5th September, 2023  
Regd. Office:  
2102, Floor-21st, Plot-62, Kesar Equinox,  
Sir Bhalchandra Road, Hindu Colony,  
Dadar (E), Mumbai – 400014  
CIN: L45200MH2002PLC136779  
Tel: 91 22 2414 2776  
Fax: 91 22 2414 4454  
E-mail: investorrelations@mepinfra.com  
Website: www.mepinfra.com



# Management Discussion and Analysis Report

## Overview of Infrastructure Sector in India & Economic Environment:

Development in the infrastructure segment has been a priority area for the Government of India and has witnessed increasing public investments and budgetary support. Further, the government has also undertaken several reforms and initiatives in the infrastructure sector which has resulted in robust secular growth in most of the segments within the sector.

While considering the overall spends of the Government or in its budgetary allocation, the focus is being always on the Road Segment. Within the infrastructure space, road projects will be a critical investment driver from fiscals 2023-27.

## Key growth drivers for the infrastructure industry

The growth in capex for fiscal 2023 is in continuing momentum from FY2022 where despite challenges due to coronavirus variant, the sector showed an estimated rise of 35-40% on a low base in FY21. In FY22 the sector returned to normalcy and challenges faced during the lockdown. Growth in FY23 is attributable to rise in state and central government expenditures in various sectors such as roads, urban infra, railways etc.

Industry expects investments in roads to rise 12-16% in fiscal 2023 led by a strong pipeline of awarded and under execution national highway projects, execution of higher value expressways and recovery in state road investments. Investments in National highways led by expressway execution are projected to rise 20-25% while state road investments are projected growing 8-10% in FY23.

But at the same time, the Indian equity market was muted due to decadal high inflation, aggressive monetary policy. The stance by global central banks and Russia-Ukraine crisis the Indian equity markets which pre-dominantly remain muted.

Even as the global conflict remained geographically distant from India, ripples comprised increased oil import bills, inflation, cautious government and a sluggish equity market.

But overall, India's economic growth is at 7.2% in FY 2022-23. India emerged as the second fastest-growing G20 economy in FY 2022-23. India overtook UK to become the fifth-largest global economy. India surpassed China to become the world's most populous nation (Source: IMF, World Bank)

India's auto industry grew 21% in FY23; passenger vehicle (UVs, cars and vans) retail sales touched a record 3.9 million units in FY23, crossing 3.2 million units in earlier FY's. The commercial vehicles segment grew 33%. This will have a significant impact on the Road Sector & its need vis-à-vis growth.

Road infrastructure, including national highways, state highways, district roads, rural roads and urban roads, plays a crucial role in connecting and transporting the diverse population of consumers and businesses. It provides last-mile connectivity to remote areas and compliments other modes of transportation.

India boasts the world's second-largest road network, spanning 6.3 million km and catering to over 90% of passenger traffic and 64.5% of freight traffic. In FY 2020-21, the pace of national highway construction reached a record high of 37 km per day but subsequently decreased to 30.11 km per day in FY 2022-23. During FY 2022-23, the construction of national highways in India reached 10,993 kilometers, falling short of the government's target of 12,500 kilometers by 13.70%. Target of 12,200 km set for construction of National Highways (NHs) in the country during the current financial year 2022-23. Overall road projects exceeding 65,000 km in length, costing more than INR 11 Lakh Crore, are in progress, of which projects of more than 39,000 km length has been completed and length of more than 26,000 km works are in progress. NHs of 5,774 km length has been constructed during the first nine months of FY 2022-23. 100% Foreign Direct Investment is allowed under the automatic route in the road and highways sector. The government aims to construct 23 new national highways by 2025.

Bharatmala Pariyojana Projects under the government's flagship Bharatmala Pariyojana is expected to be completed by 2026-27 at a higher cost of H10.63 trillion as against the original investment of H5.35 trillion. Till date, projects spanning a length of 22,302 km and entailing a cost of H6.9 billion have been awarded under the programme while 9,548 km of length has been completed. In addition, expenditure of H2.29 trillion has been incurred. Under Bharatmala Pariyojana Phase I, the NHIDCL has been assigned to develop 5,070 km of roads. This project will improve connectivity among border highways and the economic corridor.

To achieve India's goal of becoming a \$5 trillion economy by 2025, infrastructure development is crucial. The government has introduced the National Infrastructure Pipeline (NIP) along with initiatives like 'Make in India' and the production-linked incentives (PLI) scheme to accelerate the growth of the infrastructure sector.

As an integral part of Atmanirbhar Bharat, the various relief measures have been taken by the MoRTH for providing relief to Contractors/ Developers/Concessionaires of Road Sector from the impact of COVID, subsequent lockdown and other measures taken to prevent spread of COVID thereafter. Mandatory Electronic toll collection through FASTag with effect from February 15, 2021.

With the Government permitting 100% Foreign Direct Investment (FDI) in the road sector, several foreign companies have formed

partnerships with Indian players to capitalise on the sector's growth. National Electronic Toll Collection (FASTag) programme, the flagship initiative of MoRTH and NHAI has been implemented on pan India basis in order to remove bottlenecks and ensure seamless movement of traffic and collection of user fee as per the notified rates, using passive Radio Frequency Identification (RFID) technology.

## Business Overview for the Fiscal

### Company overview

MEP Infrastructure Developers Limited (MEP IDL) established in year 2002 and listed since 2015 has become a recognized name in the Indian road infrastructure segment. The Company along with its subsidiary companies has a strong presence in Maharashtra, Rajasthan and Madhya Pradesh. The company is primarily involved in the integrated road infrastructure development and is a key player for OMT, EPC and Toll Collection projects in India.

MEP IDL further added a portfolio of various Toll collection & OMT projects.

The company along with its subsidiaries has a successful track record in executing large OMT Projects for the Government including the State Governments.

The Company's material Subsidiary viz MEP Infrastructure Private Limited (MIPL), achieved Profit After Tax of Rs. 3,986.69 ( FY 2019-20 ), Rs. 8,275.97 ( FY 2020-21 ), Rs. 11,412.35 Lakhs (FY 2021-22). However, the said subsidiary incurred Loss of Rs. (919.67) Lakhs (FY 2022-23) and currently considered as Asset Held for Sale due to restructuring plan. MIPL suffered a loss of toll revenue due to successive lockdowns declared by government since March 2020. The reduction in traffic at Mumbai Entry Points in turn impacted the toll collection and liquidity of MIPL. The Company filed claims of Rs. 597 Crores under Force Majeure (clause of 54.2 (v) of Volume III of the concession agreement) for loss in toll revenue during March 2020 to May 2021.

### Financial overview Analysis of the profit and loss statement

(Rs. in Lakhs)

Particulars	Standalone Results		Consolidated Results	
	For the year ended as at March 31, 2023	For the year ended as at March 31, 2022	For the year ended as at March 31, 2023	For the year ended as at March 31, 2022
Total Revenue	7,212.98	22,267.18	26,909.78	1,00,212.02
Total Expenses	20,358.22	31,022.19	51,592.96	1,00,857.36
Profit/(Loss) Before Tax and Exceptional Item	(13,145.24)	(8,755.01)	(24,683.18)	(645.34)
Exceptional Item	-	4,399.31	-	4,302.05
Profit/(Loss) Before Tax	(13,145.24)	(4,355.70)	(26,705.93)	(17,249.87)
Tax Expense (Net)	(5.09)	197.35	48.42	(5,296.66)
Net Profit /(Loss) After Tax	(13,140.15)	(4,553.05)	(26,754.35)	(22,546.53)
Earnings Per Share (Rs.)	(7.16)	(2.48)	(12.24)	(12.29)

### Revenue & Profit

- On a standalone basis, During FY 2022-23 Total Revenue (Revenue from Operations and Other income) was Rs.7,212.98 Lakhs, Loss Before Tax was Rs. 13,145.24 Lakhs and the Loss After Tax was Rs. 13,140.15 Lakhs.
- On a consolidated basis, During FY 2022-23 Total Revenue (Revenue from Operations and Other income) was Rs.26,909.78 Lakhs , Loss Before Tax was Rs. 24683.18 Lakhs and the Loss After Tax was Rs.26,754.35 Lakhs.

### Reasons for increase in loss during current year compared to last year

#### A) In MEPIDL standalone statement

- During FY 2022-23, Revenue earned by MEPIDL was reduced from Rs. 22,267.18 Lakhs in FY 2021-22 to Rs. 7,212.98 Lakhs in FY 2022-23 due to harmonized substitution of HAM project during previous years.

- After Harmonized substitution of HAM projects, Expenses like Material Consumption, Operating & Maintenance Expense, Employee Benefits, and Depreciation etc. significantly reduced from Rs. 21,412.28 Lakhs in FY 2021-22 to Rs. 6,281.42 Lakhs in FY 2022-23. Apart from this, Finance Cost is also reduced from Rs. 4,238.31 Lakhs in FY 2021-22 to Rs. 4,170.15 Lakhs in FY 2022-23 due to repayment of principal of various loan accounts during current financial year. However, during FY 2022-23, to comply with provisions of IND-AS and to ensure prudent accounting practices being followed by the company, provision was made for impairment losses on various investments and old outstanding receivable due to which Other cost is increased from Rs. 5,371.60 Lakhs in FY 2021-22 to Rs. 9,906.65 Lakhs in FY 2022-23 which has partially offset the favorable impact from decrease in expenses on the losses of FY 2022-23.

## B) In MEPIDL consolidated statement

- 1) Due to harmonized substitution of HAM project, revenue earned by MEPIDL was reduced from Rs. 1,00,212.02 Lakhs in FY 2021-22 to Rs. 26,909.78 Lakhs in FY 2022-23. Apart from this, due to the proposed dilution of investment up to 51% in its wholly owned subsidiary (viz. MEP Infrastructure Private Limited (MIPL)), the Company has classified the investment of MIPL as Asset held for sale and separate disclosures are made accordingly. During FY 2022-23, as required by IND-AS 105 the Revenue earned by MIPL was excluded from consolidated revenue of MEPIDL.
- 2) After Harmonized substitution of HAM projects and exclusion of expenses related to MIPL for separate disclosure, Expenses like Material Consumption, Operating & Maintenance Expense, Employee Benefits and Depreciation etc. significantly reduced from Rs.60,714.70 Lakhs in FY 2021-22 to Rs. 29,249.47 Lakhs in FY 2022-23. Apart from this, Finance Cost is also reduced from Rs. 28,886.16 Lakhs in FY 2021-22 to Rs. 6,664.32

Lakhs in FY 2022-23 due to repayment of principal of various loan accounts during current financial year. However, during FY 2022-23, to comply with provisions of IND-AS and to ensure prudent accounting practices being followed by the company, provision was made for impairment losses on various investments and receivables due to which other cost is increased from Rs. 11,256.50 Lakhs in FY 2021-22 to Rs. 15,679.17 Lakhs in FY 2022-23 which has partially offset the favorable impact from decrease in expenses on the losses of FY 2022-23.

### Effect on Net Worth

- On a standalone basis, due to the losses incurred during FY 2022-23, the Net worth of the Company decreased from Rs. 40,391.03 Lakhs as on March 31, 2022, to Rs.29,685.37 Lakhs as on March 31, 2023.
- On Consolidated basis, due to the losses incurred during FY 2022-23, the Net worth of the company was decreased from Rs. (10,623.73 Lakhs) as on March 31, 2022, to Rs. (46,664.00 Lakhs) as on March 31, 2023.

## KEY FINANCIAL INDICATORS

### A) MEPIDL standalone statement

Numerator	Denominator		As at March	As at March	Variance %	Remarks
			31, 2023	31, 2022		
Current Ratio (times)	Current Assets	Current liabilities	0.58	0.59	-1%	-
Debt Service Coverage Ratio (times)	Profit after tax + Finance cost + Depreciation and Amortisation	Interest + Lease Payments + Principal Repayments	(0.51)	0.56	-191%	Note 1
Return on Equity Ratio (%)	Profit for the year after tax	Average Shareholders' equity	-37.50%	-10.45%	259%	Note 1
Net capital turnover ratio (times)	Net Sales	Working Capital	(0.12)	(0.40)	-70%	Note 1
Trade payable turnover ratio (times)	O&M and cost of material consumed	Average Trade payables	0.05	0.14	-61%	Note 7
Trade receivables turnover ratio (times)	Revenue from Operation	Average Trade receivables	5.54	2.53	119%	Note 2
Inventory Turnover Ratio (times)	Cost of Material consumed	Average Inventory	0.63	5.08	-88%	Note 3
Debt to Equity (times)	Total Debt (Borrowings)	Total Equity	0.87	0.68	27%	Note 6
Net Profit Ratio (%)	Profit for the year after tax	Revenue from operations	-220.72%	-23.45%	841%	Note 4
Return on Capital Employed (%)	Profit before tax + Finance cost	Tangible Net Worth + Total Debt + Deferred Tax Liability	-21.09%	-7.69%	174%	Note 5

**Note 1:** Variation in debt service coverage ratio, return on equity ratio, net capital turnover ratio due to decrease in revenue from operation in the current year.

**Note 2:** Variation in trade receivables turnover ratio is due to decrease in revenue from operation in the current year.

**Note 3:** Variation in inventory turnover ratio is due to decrease in cost of material consumed in the current year.

**Note 4:** Variation in net profit ratio is due to increase loss and lower revenue from operation in the in the current year.

**Note 5:** Variation in return on capital employed is due to increase loss and repayment of debt.

**Note 6:** Variation in debt to equity ratio due to current year losses.

**Note 7:** Variation in Trade payable turnover ratio due to decrease in operating and maintaining expenses.

#### B) MEPIDL Consolidated statement :

Numerator	Denominator		As at March	As at March	Variance %	Remarks
			31, 2023	31, 2022		
Current Ratio (times)	Current Assets	Current liabilities	0.82	0.49	66%	Note 1
Debt Service Coverage Ratio (times)	Profit before tax + Finance cost + Depreciation and Amortisation	Debt service	(0.48)	1.21	-139%	Note 2
Return on Equity Ratio (%)	Profit for the year after tax	Average Shareholders equity	93%	-4051%	-102%	Note 2
Trade payable turnover ratio	O&M and other expenses	Average Trade payables	0.17	0.26	-32%	Note 7
Trade receivables turnover ratio	Revenue from operations (Excluding Toll collection and Claim from authority)	Average Trade receivables	1.90	2.08	-9%	Note 3
Inventory Turnover Ratio	Cost of Material consumed	Average Inventory	0.63	5.08	-88%	Note 4
Net Profit Ratio (%)*	Profit for the year after tax	Revenue from operations	-109%	-23%	369%	Note 5
Net capital turnover ratio	Net Sales	Working Capital	(0.37)	(0.69)	-46%	Note 2
Return on Capital Employed (%)*	Profit before tax + Finance cost	Tangible Net Worth + Total Debt + Def Tax Liab	49%	7%	564%	Note 6

**Note 1:** Variation in Current Ratio is due to due to increase in Current Assets in the current year.

**Note 2:** Variation in debt service coverage ratio, return on equity ratio, net capital turnover ratio due to decrease in revenue from operation in the current year.

**Note 3:** Variation in trade receivables turnover ratio is due to decrease in revenue from operation in the current year.

**Note 4:** Variation in inventory turnover ratio is due to decrease in cost of material consumed in the current year.

**Note 5:** Variation in net profit ratio is due to increase loss and lower revenue from operation in the in the current year.

**Note 6:** Variation in return on capital employed is due to increase loss and repayment of debt.

**Note 7:** Variation in Trade payable turnover ratio due to decrease in operating and maintaining expenses.



### Issues and challenges for road sector

Given the share of roads in the overall transport of goods and passenger traffic, it is critical to develop the roads sector. Although the government has been continuously making efforts to give a fillip to the sector, several issues and challenges hamper the pace of development.

Traffic risk Revenue assessment of project to be done every 5 years instead of 10 years (or once in a life time of a project) earlier. In case of traffic either exceeding or seeing a shortfall from the Target traffic, the concession period would be adjusted according providing more comfort to lenders & developers

Funding constraints and financial stress have thwarted the pace of development in the roads sector. In the subsequent years, developers faced viability issues with the projects. Issues pertaining to subdued financing, lower traffic, high gearing ratio and delayed execution have stressed their balance sheets.

Simultaneously, during the year under review, your Company continued its focus on improving operational efficiency through increased automation of services.

### Industry/ policy risk:

The Company's business is highly dependent on road and bridge projects in India undertaken or awarded by Government Authorities and other entities funded by the Government. Any change in Government policies resulting in a decrease in the amount of road and bridge projects undertaken or a decrease in private sector participation in road and bridge projects adversely affects our business and results of operations. Our business may be affected by changes in interest rates, changes in Government policy, taxation, exchange rates and controls, social and civil unrest and political, economic or other developments in or affecting India.

### Human Resource Management

Talent management has always been the crucial factor for the Company, as your Company believes that its continued success will depend on its ability to attract and retain key personnel with relevant skills and experience in the Road Sector. It has always ensured that all employee related matters are handled through an established and well-defined HR policy to drive the employees to perform on the organizational vision by providing talent development, and constantly improving on employee engagement. The Company has already automated most of its HR processes and practices such as hiring employees, segregating employees based on various factors such as department level, payment days, payment details etc. leading to increase in its efficiency and response time of HR function. Most of the employee records are now being digitally maintained. The excellent demonstration of team work by HR & Operations department led controlling hospitalization of employees, its dependent amid pandemic at the same time keeping round the clock support to

toll site teams on day to day work affairs maintaining adequate control in the toll road maintenance segment.

The company promotes a healthy work-life balance, fosters a sense of pride and belonging among its employees, and supports their growth and development. The Company's employee strength stood at 111 as on 31st March, 2023.

### Outlook

The road sector in India is experiencing a positive growth trajectory. Factors such as healthy traffic growth, expressway development under Gati Shakti, sustainability and multimodal connectivity and private capital influx contribute to its bright prospects. Private investments in the sector are expected to reach H1 trillion by 2030. Regulatory interventions, optimistic investor sentiment and a focus on improved mobility will further accelerate the sector's development

Adoption of digital technology enables daily activity monitoring, and improves operational efficiency. These measures will optimize resource utilization, leading to margin expansion and robust financial performance.

Risk management: The Company has implemented a robust risk management framework to identify and mitigate operational and business risks. The senior management along with operations & HR Team regularly review major risk areas. Comprehensive policies and procedures are in place to identify, mitigate and monitor risks at various levels. The company conducts a risk review through an external agency, which provides recommendations to the Board on risk management strategies and possible controls.

### Internal control systems and their adequacy

The Company has a strong internal audit system in place, which is regularly monitored and updated to safeguard assets, comply with regulations and promptly address any issues. The audit committee diligently reviews internal audit reports, takes corrective action as required and maintains open communication with both statutory and internal auditors to ensure the effectiveness of internal control systems. This robust internal audit framework ensures that the company operates with integrity, transparency and accountability, while mitigating risks and safeguarding the interests of stakeholders.

### CAUTIONARY STATEMENT

Statement made in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand, supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the government regulations, tax laws, other statutes, and other incidental factors.

# Directors' Report

To,  
The Members,

Your Directors' present their 21st Annual Report together with Audited Financial Statements of your Company for the Financial Year ended 31st March, 2023.

In compliance with the applicable provisions of Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, this report covers the financial performance and other developments during the financial year 2022-23 and upto the date of the Board Meeting held on 5th September, 2023 to approve this report in respect of the Company on a standalone basis as well as on a consolidated basis comprising of its subsidiaries.

## FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	Standalone Results For the year ended as at		Consolidated Results For the year ended as at	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
Total Revenue	7,212.98	22,267.18	26,909.78	1,00,212.02
Total Expenses	20,358.22	31,022.19	51,592.96	1,00,857.36
Profit/(Loss) Before Tax and Exceptional Item	(13,145.24)	(8,755.01)	(24,683.18)	(645.34)
Exceptional Item	-	4,399.31	-	4,302.05
Profit/(Loss) Before Tax	(13,145.24)	(4,355.70)	(26,705.93)	(17,249.87)
Tax Expense (Net)	(5.09)	197.35	48.42	(5,296.66)
Net Profit / (Loss) After Tax	(13,140.15)	(4,553.05)	(26,754.35)	(22,546.53)
Earnings Per Share (₹)	(7.16)	(2.48)	(12.24)	(12.29)

## PERFORMANCE OF THE COMPANY

On Standalone basis, revenue from operations and other income for the financial year under review were ₹7,212.98 Lakhs. During the year under review, the loss before tax was ₹13,145.24 Lakhs and the loss after tax was ₹13,140.15 Lakhs.

On Consolidated basis, revenue from operations and other income for the financial year under review were ₹26,909.78 Lakhs. The loss before tax was ₹26,705.93 Lakhs and the loss after tax was ₹26,754.35 Lakhs.

Your Company strategically decided to shift gears and revamp its future plans and accordingly explored the possibilities of divestment of the investments in one of its wholly owned subsidiary viz. MEP Infrastructure Private Limited, also a material subsidiary ("MIPL") in the best interest of the subsidiary. Accordingly the Members at the by way of a special resolution accorded their approval on 22nd May, 2022 vide a Postal Ballot to sell or transfer or otherwise dispose-off in one or more tranches, the entire investment i.e. 37,42,80,000 equity shares constituting 100 % of the share capital held by the Company in MEP Infrastructure Private Limited, a material and wholly owned subsidiary ("MIPL") to another Wholly Owned Subsidiary viz. Mhaiskar Toll Road Private Limited ("MTRPL") at a consideration of ₹374.28 Crores (Rupees Three Hundred and Seventy Four Crores and Twenty

Eight Lakhs only) or on such terms and conditions as may be mutually decided upon by the Company and Mhaiskar Toll Road Private Limited. Your Company has obtained the requisite approval from the shareholders for its subsidiary company i.e. MEP Infrastructure Private Limited to act as the Step Down Subsidiary of your Company and it's Intermediate Holding Company will be Mhaiskar Toll Road Private Limited. According to the consent of the Members the said transaction was to be completed within 6 (Six) months from the date of the Approval. However since the other requisite approval could not be obtained within the stipulated time, due to factors beyond the control of your Company, the said Disinvestment could not be completed.

## DIVIDEND

Your Directors do not recommend any dividend for the financial year under review. In terms of Regulation 43A of the SEBI (LODR), Regulations 2015, ("the Regulations"), including amendments thereunder, the Dividend Distribution Policy is available on the Company's website at [www.mepinfra.com](http://www.mepinfra.com).

## TRANSFER TO RESERVES

Your Company has not transferred any amount of profits to reserves for the financial year 2022-23.

## TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, the Company has transferred unpaid/unclaimed dividend of ₹30,172/- pertaining to the Interim Dividend paid for the Financial Year 2015-16, to the Investor Education and Protection Fund (IEPF) Authority of the Central Government of India. Details of outstanding and unclaimed dividends previously declared and paid by the Company are given under the Corporate Governance Report.

## PREFERENTIAL ALLOTMENT

Your Company had sent Postal Ballot Notice to the Shareholders on 7th October, 2022 for issue upto 6,00,00,000 share warrants each convertible into, or exchangeable for one equity share of the company within the period of 18 (eighteen months) on preferential basis to Non-Promoter entities in accordance with the applicable laws ("share warrants). The Results were declared on 9th November, 2022. Your Company has obtained the In-principle approvals from The National Stock Exchange Limited (NSE) and BSE Limited vide their letters dated 23rd January, 2023.

On receipt of the Subscription Amount for said warrants equivalent to 25 % of the issue price the Board of Directors allotted the Equity Convertible Share Warrants to the Non-Promoter Allottees (Public Category) on 2nd February, 2023 and 6th February, 2023.

The Share Warrant Holder(s) are entitled with a right to apply for and get allotted one fully paid-up equity share of the Company of face value of ₹10/- each ("Equity Share") at a premium of ₹5.90/- per share against each Share Warrant held, in one or more tranches within a maximum period of 18 (eighteen) months from the date of allotment of Warrants, on payment of ₹11.92/- (Rupees Eleven and Ninety Two Paise only) which is equivalent to 75% (Seventy five per cent) of the Warrant Issue Price, for each Share Warrant proposed to be converted, in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this issue, provisions of ICDR Regulations, or other applicable laws in this respect

Your Company had allotted 17,50,000 shares to one of the Allottee(s) upon receipt from the Warrant Holder(s) (i) written notice to convert/ exchange his warrants into/for equity shares of ₹10/- each of the Company and (ii) Warrant Exercise Price for the warrants so opted for conversion by the Allottee, as per the terms of issue of Warrants.

## SHARE CAPITAL

During the year under review, there was no change in the Authorised Share Capital of your Company and it stood ₹525,00,00,000/- (divided into 52,50,00,000 Equity shares of ₹10/-each) There was no change in the Paid-up Equity Share Capital of the Company and it remained at ₹1,83,44,60,510/- (divided into 18,34,46,051 equity shares of ₹10/- each).

Pursuant to the Allotment as mentioned above, which was made post end of the Financial Year, the Paid-up Share

Capital stands increased to ₹185,19,60,510/- (divided into 18,51,96,051 equity shares of ₹10/- each). The Listing and Trading approval for the increased capital is awaited from the Exchange(s).

The Company has not issued shares with differential voting rights nor granted stock options nor sweat equity during the years.

## OPERATIONS

On-going Projects EPC / Hybrid Annuity Mode

### THANE VADAPE EPC

Project Details	6/8 lanning of existing 4 lane road from Vadape to Thane from 539.202 km to 563.00 km of NH3
Authority	Maharashtra State Road Development Corporation (MSRDC)
Major Scope of Work	8 laning of Highway with major structures Major Bridge on sea creek – 2 nos., Underpasses – 8 nos., Flyover – 1 no., Rail Over Bridge (ROB) – 1 no., Box Culverts – 82 nos.). Major Bridges include
State	Maharashtra

### SOLAPUR OUTER RING ROAD (IN JV WITH OZONE LAND) ON HAM

Project Details	Improvement to Solapur Outer Ring Road - Solapur
Authority	Public Works Division, Solapur
Major Scope of Work	Improvement, strengthening and reconstruction of 2 lane with paved shoulder
State	Maharashtra

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 2022-23.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, the Change in the Board of Directors and Key Managerial Personnel (KMP) are enumerated below:

### Change in the Board of Directors

Board Meeting held on	Purpose	Name of the Director	Independent/ Executive/ Non-Executive	Recommendation of Nomination & Remuneration Committee
14/11/2022	Appointment	Mr. Neeraj V. Hardikar (DIN: 02126476)	Independent Director (See Note 1)	Yes
14/11/2022	Appointment	Mr. Anand Desai (DIN: 00251803)	Independent Director (See Note 1)	Yes
14/11/2022	Appointment	Mr. Deepak D Gadgil (DIN: 07979905)	Whole-time Director (See Note 2)	Yes
14/11/2022	Resignation	Mrs. Savli Mangle (DIN: 07414487)	Independent Director (See Note 3)	Not required
14/11/2022	Resignation	Mrs. Sandhya Borase (DIN: 08874647)	Independent Director (See Note 3)	Not required
14/11/2022	Resignation	Mr. Uttam Pawar (DIN: 03381300)	Executive Director (See Note 4)	Not required

#### Notes:

- Mr. Neeraj V. Hardikar (DIN:02126476) and Mr. Anand Desai (DIN:00251803) who were appointed as an Additional Director (Non-Executive in the capacity of Independent Director) on 14th November, 2022 were confirmed as an Independent Director of the Company by the Members at the Extra Ordinary General Meeting of the Company held on 13th February, 2023.
- Mr. Deepak D. Gadgil (DIN: 07979905) was appointed as the Additional Director (in the capacity of Whole-time Director) of the Company w.e.f 14th November, 2022. His appointment as Whole-time Director was confirmed by the Members at the Extra Ordinary General Meeting of the Company held on 13th February, 2023.
- Mrs. Sandhya Borase (DIN: 08874647) who was appointed as Non-Executive Independent Director of the Company w.e.f 15th September, 2020 for a period of 2 (Two) years and Mrs. Savli Mangle (DIN: 07414487) who was appointed as Non-Executive Independent Director of the Company w.e.f 9th September, 2021 resigned and accordingly ceased to be as the Independent Director(s) of the Company and Committees of the Board w.e.f close of business hours on 14th November, 2022. They both resigned due to pre-occupation and there was no material reason for their resignation.
- Mr. Uttam Pawar (DIN:03381300) who was appointed as Executive Director of the Company w.e.f. 13th December, 2020 resigned from the office of Directors of the Company and respective Committees from the close of business hours on 14th November, 2022.

Your Directors hereby place their sincere appreciation for the valuable contribution made by Mrs. Sandhya Borase, Ms. Savli Mangle and Mr. Uttam Pawar during their tenure as the Directors on the Board of the Company.

### Change in Key Managerial Personnel (KMP):

Date of Change	Purpose	Name of the KMP	Independent/ Executive/ Non-Executive	Recommendation of Audit Committee and Nomination & Remuneration Committee
19/10/2022	Appointment	Mr. Rajendra Pawar	Chief Financial Officer (See Note 1)	Yes
19/10/2022	Resignation	Mr. Naresh Sasanwar	Chief Financial Officer (See Note 1)	Not required
27/10/2022	Appointment	Mr. Vikram Mukadam	Company Secretary (See Note 2)	Yes
27/10/2022	Resignation	Ms. Ruchita Shah	Company Secretary (See Note 2)	Not required

#### Note:

- The Board of Directors on the recommendation of the Audit Committee and Nomination and Remuneration Committee at its Meeting held on 14th November, 2022 ratified the appointment of Mr. Rajendra Pawar as Chief Financial Officer and relieved Mr. Naresh Sasanwar as the Chief Financial Officer of the Company w.e.f 19th October, 2022.
- The Board of Directors on the recommendation of the Nomination and Remuneration Committee at its Meeting held on 14th November, 2022 ratified the Appointment of Mr. Vikram Mukadam as the Company Secretary & Compliance Officer of the Company and relieved Ms. Ruchita Shah as Company Secretary and Compliance Officer of the Company w.e.f. 27th October, 2022

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Jayant D. Mhaskar (DIN: 00716351) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Your Board of Directors on the recommendation of the Nomination and Remuneration Committee have recommended his re-appointment to the Shareholders for their approval.

### **DECLARATION BY INDEPENDENT DIRECTORS**

All Independent Directors have submitted the declaration of independence, pursuant to the provisions of Section 149(7) of the Act and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations"), stating that they meet the criteria of independence as provided in Section 149(6) of the Act and Regulations 16(1)(b) of the SEBI Listing Regulations and they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective, independent judgment and without any external influence.

All the Independent Directors ("IDD") of the Company have complied with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and any amendments therefor.

Further, there has been no change in the circumstances affecting their status as IDD's of the Company.

### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

Details of Familiarisation Programme for the Independent Directors are provided separately in the Corporate Governance Report.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committees of the Board.

### **DECLARATION BY THE COMPANY**

None of the Directors of the Company are disqualified from being appointed as Directors as specified in Section 164(2) of the Act read with Rule 14 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirements under Section 134(5) of the Act with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i) in the preparation of the annual financial statements for the Financial Year ended 31st March, 2023, the applicable Accounting Standards had been followed along with

proper explanation relating to material departures, if any;

- (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 31st March, 2023 and of the loss of the Company for the year ended on that date;
- (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 financial statement for the financial year ended March 31, 2023 on a going concern basis;
- (v) the directors had laid down proper 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**

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively. During the year under review, the Company was in compliance with the Secretarial Standards (SS) i.e., SS-1 and SS- 2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively.

### **ACCOUNTING STANDARDS**

The Company has prepared the Financial Statements for the year ended 31st March, 2023 as per Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

### **PERFORMANCE EVALUATION OF THE DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, 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 in Form MGT-7 as provided under sub-section (3) of Section 92 of the Companies Act, 2013, is available on the Company's website on <https://mepinfra/investors/annual-return-22-23>.

As required under Section 134 (3)(a) of the Act, the Annual Return for the year 2022-23 is put up on the Company's website and can be accessed <https://mepinfra/investors/annual-return-22-23>.

## ANNUAL REPORT

The MCA has issued Circular No. 10/2022 & Circular No. 11/2022 dated December 28, 2022, read with General circular No. 02/2022 dated May 05, 2022, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 28/2020 dated August 17, 2020, General Circular No.20/2020 dated May 05, 2020, General Circular No.18/2020 dated April 21, 2020 and the SEBI has issued Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/ HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, SEBI/HO/ CFD/PoD-2/P/ CIR/2023/4 dated January 05, 2023 in relation to 'Relaxation from compliance with certain provisions of the Listing Regulations in view of the prevailing situation and owing to the difficulties involved in dispatching of physical copies of the Annual Report and the Notice convening the AGM.'

Members who wish to have physical copy may write to the Company Secretary of the Company at [investorrelations@mepinfra.com](mailto:investorrelations@mepinfra.com) or submit a written request to the Registered Office of the Company. In accordance with the aforesaid circulars, the web link of the Annual Report and the Notice convening the AGM of the Company is being sent in electronic mode only to members whose e-mail address are registered with the Company or the Depository Participant(s). Those members, whose email address are not registered with the Company or with their respective Depository Participant(s) and who wish to receive the Notice of the AGM and the Annual Report for the financial year ended March 31, 2023, can get their email address registered by following the steps as detailed in the Notice convening the AGM

The Annual Report of the Company and its subsidiaries are available on the Company website [www.mepinfra.com](http://www.mepinfra.com)

## NUMBER OF MEETINGS OF THE BOARD

There were 11 (Eleven) Meetings of the Board held during the year. Detailed information is given in the Corporate Governance Report.

## BOARD COMMITTEES

There are various Board Committees constituted as stipulated under the Companies Act, 2013 and the SEBI Listing Regulations namely Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee. Brief details pertaining to the composition, terms of reference, meetings held and attendance of these Committees during the year have been enumerated in Corporate Governance report forming part of the Annual 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. During the year under review, all the recommendations made by the Audit Committee were accepted by the Board.

## CORPORATE GOVERNANCE

A separate section on the 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 Regulations, as amended from time to time.

## AUDITORS

### • STATUTORY AUDITORS

M/s. GMJ & Co, Chartered Accountants, (Firm Registration No.103429W), were appointed as the Statutory Auditors of the Company at the 20th Annual General Meeting for a period of 5 (Five) years from the conclusion of the 20th Annual General Meeting till the conclusion of the 25th Annual General Meeting of the Company. Their appointment as Statutory Auditor will continue for the aforesaid term of 5 (Five) years, without seeking any ratification by the Members of the Company till the conclusion of their tenure and that the Board of Directors shall fix their remuneration for the said period in addition to reimbursement of actual out-of-pocket expenses as may be incurred by them in performing their duties.

The Board of Directors of the Company at their Meeting held on 8th September, 2022, on the recommendation of the Audit Committee, after evaluating all proposals and considering various factors such as independence, industry experience, technical skills, geographical presence, audit team, audit quality reports, etc., have appointed M/s. GMJ & Co, Chartered Accountants, (Firm Registration No.103429W) as the 'Statutory Auditors' of the Company. The Annual Remuneration for the Statutory Auditors was fixed at ₹50 Lakhs (Limited Review certification) with authority to the Board

to revise mutually during the tenure of five years, if required. There is a no increase or decrease in the proposed fees from that of the fees paid to the erstwhile Statutory Auditors. The rationale for this was arrived at after the Audit Committee considered a few profiles of other firms alongside the profile of M/s. GMJ & Co, Chartered Accountants, (Firm Registration No.103429W) with relevant professional exposure and experience for comparative analysis and found M/s. GMJ & Co, Chartered Accountants, (Firm Registration No.103429W) most appropriate with respect to the cost, experience and their professional expertise.

Pursuant to Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Company has received written Consent from M/s. GMJ & Co, Chartered Accountants, (Firm Registration No.103429W) covering the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

M/s. GMJ & Co, Chartered Accountants, (Firm Registration No.103429W) has confirmed that they hold a valid 'Certificate' dated 9th April, 2021 (valid upto 31st March, 2024) issued by the Peer Review Board of ICAI.5

The Statutory Auditors of the Company has issued the Auditors' Report on the financial statement of the Company for the Financial Year ended 31st March, 2023 with modified opinion. The Statement on Impact of Audit Qualifications for the Financial Year ended 31st March 2023 on (Standalone and Consolidated separately) Financial Statements was annexed with the Outcome of the Board Meeting wherein the 4th Quarter and Annual Results as approved by the Audit Committee were subsequently approved by the Board. The same is available in the website of the Company at <https://www.mepinfra.com/pdf/financial-reports/financial-result/quarterly-results/Outcome-of-BM-30.05.2023.pdf>

- **COST AUDITORS**

Pursuant to 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 Company has been carrying out the audit of cost records relating to road maintenance activity every year.

The Board of Directors on the recommendation of the Audit Committee has appointed Ms. Sumana Ganguli Cost and Management Accountant (Firm Registration No. F24406), as the Cost Auditors to audit the cost accounts of the Company for the Financial Year 2023-24. 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.

- **SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder and Regulation 24A of the Listing Regulations, CS Dinesh Joshi, KANJ & Co. LLP, (Membership No. 3752) Company Secretaries in Practice were appointed as the Secretarial Auditor of the Company and its Material Subsidiary viz. MEP Infrastructure Private Limited for the Financial Year 2022-23. Secretarial Audit Report for the Financial Year 2022-23 as issued by him in the prescribed Form MR-3 for the Company and its Material Subsidiary are annexed to this Report. There were few observations in his report which are similar observations made in the Annual Secretarial Compliance Report (ASCR) and Management's Comments also is part of the ASCR which is available in the website of the Company at <https://www.mepinfra.com/pdf/corporate-announcement/Annual-Secretarial-Compliance-22-23.pdf>

## **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.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year ended 31st March, 2023, no complaints pertaining to sexual harassment have been received.

## **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**

Pursuant to Section 135 of the Companies Act, 2013 and rules thereunder, as amended from time to time, since your Company has incurred losses in the preceding Financial Year(s), your Company was not required to spend on CSR activities. The Annual 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 were not material as per the Related Party Transaction Policy of the Company 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 No. 37 to the financial statement which sets out related party disclosures.

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

All Related Party Transactions were placed before the Audit Committee for approval. Omnibus approval of the Audit Committee was obtained for the transactions which were of a repetitive nature. The transactions entered into pursuant to the omnibus approval so granted were reviewed and statements giving details of all related party transactions were placed before the Audit Committee on a quarterly basis. Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013.

## **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 is a part of this Annual Report.

## **PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197(12) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said Rules are provided in the Annual Report. 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 and the same will be furnished on request.

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

In accordance with Section 177 of the Act and the Listing Regulations, 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>.

## **CONSOLIDATED FINANCIAL STATEMENTS**

The consolidated financial statements of your Company for the financial year 2022-23, are prepared in compliance with applicable provisions of the Companies Act, 2013, Accounting Standards and as prescribed by Securities and Exchange Board of India (SEBI) under Listing Regulations. The consolidated financial statements have been prepared on the basis of audited financial statements of the Company and its subsidiary / joint venture companies, as approved by their respective Board of Directors.

## SUBSIDIARY/JOINT VENTURE/CONSORTIUM

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

Wholly Owned Subsidiary (100%)	Subsidiaries (% of holding)
MEP Infrastructure Private Limited	MEP Hyderabad Bangalore Toll Road Pvt Ltd (99.99%)
Raima Ventures Private Limited	MEP Sanjose Kante Waked Road Private Limited (74%)
Rideema Toll Private Limited	MEP Nagpur Ring Road 1 Private Limited (74%)
MEP Nagzari Toll Road Private Limited	MEP Sanjose Nagpur Ring Road 2 Private Limited (74%)
MEP IRDP Solapur Toll Road Private Limited	MEP Sanjose Arawali Kante Road Private Limited (74%)
Raima Toll Road Private Limited	MEP Sanjose Talaja Mahuva Road Private Limited (60%)
MEP Chennai Bypass Toll Road Private Limited	MEP Sanjose Mahuva Kagavadar Road Pvt Ltd (60%)
MEP Highway Solutions Private Limited	MEP Longjian ACR Private Limited (51%)
MEP RGSL Toll Bridge Private Limited	MEP Longjian CLR Private Limited (51%)
Raima Toll & Infrastructure Private Limited	MEP Longjian Loha Waranga Road Private Limited (51%)
MEP Tormato Private Limited	MEP Infra Consultants Private Limited (51%)
MEP Roads & Bridges Private Limited	MEP Foundation (99.90%) <sup>1</sup>
Mhaiskar Toll Road Private Limited	MEP Likpin Infrastructure Private Limited (70%) <sup>2</sup>
MEP Infra Constructions Private Limited	<b>Step Down Subsidiaries (% of holding)</b>
MEP Toll & Infrastructure Private Limited	Balaji Toll Road Private Limited (Formerly Bhalaji Toll Road Private Limited) (99.99%)
MEP Infraprojects Private Limited	(Rideema Toll Pvt. Ltd. is the Holding Company)
Victory Infra L.L.C <sup>3</sup>	
MEP UK LLC LTD <sup>4</sup>	
<b>Associate</b>	
KVM Technology Solutions Pvt Ltd	

- MEP Foundation which is a Section 8 registered Company under the Companies Act, 2013, with the main objective of conducting CSR activities.
- MEP Likpin Infrastructure Private Limited which was incorporated on 9th September, 2021 has not commenced its business till the date of this report. since the Company has not received the Contribution from Subscribers to the Memorandum of the Association, your Company is in a process of voluntary Strike- Off of the Company.
- Victory Infra L.L.C was incorporated on 20th February, 2023 as a Limited Liability Company under the Meydan - Free Zone regulations in Dubai, U.A.E
- MEP UK LLC Ltd was incorporated on 21st June, 2023 under the Companies Act, 2006, as a Private Company that is limited by shares under the Registrar of Companies for England and Wales

MEPIDL Enterprises LLC which was incorporated as Limited Liability Company on 22nd March, 2018 was issued a license valid upto 21st March, 2019 which was subsequently renewed upto 5th January, 2022. However considering that no activities have been undertaken in the said Company, your Company has initiated steps to close the Company and surrender the Licence.

SMYR Consortium LLP an jointly controlled associate is non-operative LLP and your Company is in discussion with other Designated Partners to wind up the LLP in due course of time.

### MATERIAL CHANGES FROM END OF FINANCIAL YEAR TILL THE DATE OF REPORT

Your Board again explored the possibilities of divestment of the investments in one of its wholly owned subsidiary in MEP Infrastructure Private Limited, also a material subsidiary ("MIPL") as per the strategic decision and future plans envisaged by the Company in the best interest of the Subsidiary. Accordingly your Company had approached the

Members to seek their consent and approval by way of a Special Resolutions. The approval sought was to sell or transfer or otherwise dispose-off in one or more tranches, the entire investment i.e. 37,42,80,000 equity shares constituting 100 % of the share capital held by the Company in MEP Infrastructure Private Limited, a material and wholly owned subsidiary ("MIPL") to another Wholly Owned Subsidiary viz. Mhaiskar Toll Road Private Limited ("MTRPL") at a consideration of ₹374.28 Crores (Rupees Three Hundred and Seventy Four Crores and Twenty Eight Lakhs only) or on such terms and conditions as may be mutually decided upon by the Company and Mhaiskar Toll Road Private Limited.

Your Company has obtained the requisite approval from the shareholders of its Subsidiary Company i.e. MEP Infrastructure Private Limited to act as the Step Down Subsidiary of your Company. It's Intermediate Holding Company will be Mhaiskar Toll Road Private Limited.

Your Company is awaiting for other requisite approvals and will proceed further in the matter during the current financial year i.e. Financial Year 2023-24

## 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. As per the provisions of Section 136(1) of the Companies Act, 2013, a copy of the audited financial statements of the said companies will be made available to any shareholder on request. A Cash Flow Statement for the year 2022-23 is attached to the Balance Sheet.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Securities and Exchange Board of India ('SEBI'), in May, 2021, introduced new sustainability related reporting requirements to be reported in the specific format of Business Responsibility and Sustainability Report ('BRSR'). BRSR is a notable departure from the existing Business Responsibility Report ('BRR') and a significant step towards giving platform to the companies to report the initiatives taken by them in areas of environment, social and governance. Further, SEBI has mandated top 1,000 listed companies, based on market capitalization, to transition to BRSR from FY23 onwards. Your Company is committed to present it to the stakeholders as and when the same shall be statutorily applicable.

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

Your 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(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014. During the year under review, the Company did not have any foreign exchange earnings and foreign exchange outgo.

## 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.

## PREVENTION OF INSIDER TRADING

The Company has also adopted a code of conduct for prevention of insider trading. All the Directors, Senior Management employees and other employees who have access to the unpublished price sensitive information of the Company are governed by this code. During the year under

report, there has been due compliance with the said code of conduct for prevention of insider trading based on the SEBI (Prohibition of Insider Trading) Regulations 2015.

## 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.

## CONFIRMATIONS

There has been no change in the nature of business of the Company during the Financial Year 2022-23.

There have been no instances of frauds reported by the auditors under Section 143(12) of the Companies Act, 2013 and the Rules framed thereunder, either to the Company or to the Central Government.

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the period from 31 March 2023 and the date of this Directors' Report.

## Details of an application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year.

Your Company has not made any application during the year, however there were certain applications made under the Insolvency and Bankruptcy Code, 2016 (IBC) during the year under review. However your Company had challenged the same and the Hon'ble National Company Law Tribunal has dismissed the Applications as they did not fall within the stipulated limits under the IBC.

There was no instance of one time settlement of loan obtained from the Banks or Financial Institutions

## 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

The Board sincerely thanks the Ministry of Corporate Affairs, BSE Limited, The National Stock Exchange of India Limited, Securities and Exchange Board of India, Reserve Bank of India, and various government agencies for their continued support, cooperation and advice.

The Board expresses sincere thanks to all its consultants, bankers, vendors, auditors, lawyers for their continued partnership and confidence in the Company.

The Board members also wish to place on record their appreciation for the dedication and contribution made by the KMP's and look forward for their support in future as well. We are committed to creating a positive and supportive work environment that values and cares for our employees.

Further, the Board expresses its gratitude to you as Shareholders for the confidence reposed in the management of the Company.

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

**Jayant D. Mhaskar**

*Chairman & Managing Director*

DIN: 00716351

Place: Mumbai

Date: 5th September, 2023

## ANNEXED TO THIS REPORT

1	ANNEXURE-A	ANNUAL REPORT ON CSR ACTIVITIES
2	ANNEXURE-B	SECRETARIAL AUDIT REPORTS IN FORM MR-3
3	ANNEXURE-C	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
4	ANNEXURE-D	A STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ASSOCIATE COMPANIES/ JOINT VENTURES IN PRESCRIBED FORM AOC-1
5	CORPORATE GOVERNANCE REPORT	

## Annexure A

# Annual Report on Corporate Social Responsibility Activities

(Pursuant to the Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014)

### 1. Brief outline on CSR policy of the Company:

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.

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:

Sr. No.	Name of Director	Designation	Nature of Directorship
1	Mrs. Anuya J. Mhaiskar	Chairperson	Non-Executive Director
2	Mr. Deepak Gadgil	Member	Whole time Director
3	Mr. Neeraj Hardikar	Member	Independent Director

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. <https://www.mepinfra.com/about-us/CSR-philanthropy.aspx>
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable. **Not applicable.**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any : **Not Applicable.**
6. Average net profit of the company as per section 135(5) : **NIL. There was a Loss in three preceding financial years.**
7. (a) Two percent of average net profit of the company as per section 135(5) : **Not Applicable**  
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.: **Not Applicable**  
 (c) Amount required to be set off for the financial year, if any : **Not Applicable**  
 (d) Total CSR obligation for the financial year (7a+7b-7c) : **Not Applicable**
8. a. CSR amount spent or unspent for the financial year : **Not Applicable**  
 b. Details of CSR amount spent against ongoing projects for the financial year : **Not Applicable**  
 c. Details of CSR amount spent against other than ongoing projects for the financial year: **Not Applicable**  
 d. Amount spent in Administrative Overheads : **Not Applicable**  
 e. Amount spent on Impact Assessment, if applicable: **Not Applicable**  
 f. Total amount spent for the Financial Year (8b+8c+8d+8e) : **Not Applicable**  
 g. Excess amount for set off, if any: **Not Applicable**
9. (a) Details of Unspent CSR amount for the preceding three financial years : **Not Applicable**  
 (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not Applicable**

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : **Not Applicable**
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): **Not Applicable**

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

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

**Anuya J. Mhaiskar**  
*Chairperson, Csr Committee*  
DIN: 00707650

Place: Mumbai  
Date: 5th September, 2023

**Form No. MR-3**  
**Secretarial Audit Report**

**For the Financial Year ended 31st March, 2023**

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

To,  
The Members,  
**MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779  
Add: 2102, Floor-21st Plot-62, Kesar Equinox,  
Sir Bhalchandra Road, Hindu Colony, Dadar (East)  
Mumbai-400014, Maharashtra, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MEP Infrastructure Developers Limited (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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 and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31st March 2023, generally complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2023, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:-

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) The Securities Exchange Board of India (Share Based Employee Benefits) Regulations, 2021: There were no events occurred during the period which attracts provisions of these guidelines, hence not applicable.
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: There were no events occurred during the period which attracts provisions of these guidelines, 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: There were no events occurred during the period which attracts provisions of these guidelines, hence not applicable.
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: There were no events occurred during the period which attracts provisions of these guidelines, hence not applicable.
- h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018: There were no events occurred during the period which attracts provisions of these guidelines, hence not applicable.
- (vi) Other laws as applicable specifically to the Company. As per information provided to us and 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 and Regulations to the Company, 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 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 the Acts, Rules, Regulations, Guidelines & Standards, etc. as mentioned above subject to the following observations:

**A. Observations under Companies Act, 2013 read with rules made thereunder:**

1. The Company has filed certain forms and returns beyond the time limit specified under Companies Act, 2013 read with rules made thereunder.
2. The Company has obtained a certificate from its Company Secretary certifying the compliances with requirements of Schedule V, however such certificate was not incorporated in Form MR-1 required to be filed with the Registrar of Companies under Section 196(4) of the Companies Act, 2013 as required under of Part III of Schedule V.

**B. Observations under Securities and Exchange Board of India (Listing Obligations and Disclosures requirements) Regulations, 2015:**

3. For disposing off shares held by Company in its Material Subsidiary which resulted into cessation of control over the Material Subsidiary, the approval of Shareholders, as required under Regulation 24(5), has been obtained vide postal ballot and not at general meeting.
4. There has been a delay in furnishing prior intimation about the meeting of the Board of Directors for the Meeting held on 6th October 2022 for fund raising by way of issue of 6,00,00,000 Share Warrants.
5. The Company has filed information regarding following events beyond specified time:
  - Newspaper advertisement of postal ballot notice dated 7th October 2022.

- Newspaper advertisement of notice of Extra-Ordinary General Meeting held on 13th February 2023.

6. The Company has not made simultaneous submission of following notices given to shareholders by advertisement to Stock Exchanges:

- Postal ballot notice dated 21st April 2022 which was published in newspaper on 23rd April 2022; the submission to Stock Exchanges was made on 25th April 2022.
- Postal ballot notice dated 7th October 2022 which was published in newspaper on 8th October 2022; the submission to Stock Exchanges was made on 10th October 2022.
- Notice of Extra Ordinary General Meeting which was published in newspaper on 21st January 2023; the submission to Stock Exchanges was made on 23rd January 2023.

**C. Observations under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018:**

7. The Company has not submitted a Certificate from the Statutory Auditors to the Stock Exchanges stating that the Company as required under Regulation 169 (5) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

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

Adequate notice is given to all directors to schedule the Board meetings including Committees thereof, along with agenda and detailed notes on agenda 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 by the directors.

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 processes 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, etc.

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

1. During the Financial Year 2022-23, the Company has offered, issued and allotted 6,00,00,000 (Six Crores) Convertible Warrants each carrying a right to subscribe one Equity Share per Warrant, at a price of ₹15.90/- per Warrant ('Warrant Price'), aggregating to ₹95,40,00,000/- (Indian Rupees Ninety-Five Crores Forty Lacs Only), to the investor who are not a Promoter and who does not

belong to the Promoter(s) and Promoter Group of the Company, for cash, by way of preferential allotment.

For **Kanj & Co. LLP**

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**Dinesh Joshi**

*Designated Partner,*

*Company Secretaries,*

FCS No. 3752 C P No.: 2246

UDIN: F003752E000726584

Peer Review Number: 1331/2021

Date: 2nd August 2023

Place: Pune

To,  
The Members,  
**MEP Infrastructure Developers Limited**  
CIN: L45200MH2002PLC136779  
Add: 2102, Floor-21st, Plot-62, Kesar Equinox,  
Sir Bhalchandra Road, Hindu Colony, Dadar (East)  
Mumbai MH 400014 IN

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

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.

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.

We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

Whenever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

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

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

For **Kanj & Co. LLP**

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**Dinesh Joshi**

*Designated Partner,*

*Company Secretaries,*

FCS No. 3752 C P No.: 2246

UDIN: F003752E000726584

Peer Review Number: 1331/2021

Date: 2nd August 2023

Place: Pune

**Form No. Mr-3**  
**Secretarial Audit Report**

**For the Financial Year ended 31st March, 2023**

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

To,  
The Members,  
**MEP Infrastructure Private Limited**  
CIN: U45203MH2010PTC199329  
Add: B1-406, Boomrang, Chandivali Farm Road,  
Nr Chandivali Studio, Andheri (E)  
Mumbai-400072, Maharashtra, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MEP Infrastructure Private Limited (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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 and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31st March 2023, generally complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2023, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:-

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) The Securities Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

For the clauses (ii) to (v) above, since the company is an Unlisted Public Company and since there are no events which have occurred during the period under review which would attract the provisions of these Acts, Regulations & guidelines, hence not applicable.

- (vi) Other laws as applicable specifically to the Company. As per information provided to us and 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 and Regulations to the Company, there are no laws which specifically apply to the Company except for Indian Tolls Act, 1851.

We have also examined the compliance with Secretarial Standards issued by the Institute of Company Secretaries of India, the applicable Secretarial Standards were generally complied with by the Company during the period under review.

Since during the period, the Company's shares are not listed on any stock exchanges, the provisions of the Listing Agreement shall not be applicable.

During the period under review, the Company has generally complied with the provisions of the Acts & Standards as mentioned above subject to the following observations:

1. The Company has filed certain forms and return beyond the time specified in Companies Act, 2013 read with rules made thereunder.
2. The Company has not appointed Key Managerial Personnel as per the requirements of Section 203 of the Act.

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

Adequate notice is given to all directors to schedule the Board meetings including Committees thereof, along with agenda and detailed notes on agenda 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 by the directors.

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 processes 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, etc.

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

For **Kanj & Co. LLP**

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**Dinesh Joshi**

*Designated Partner,*

*Company Secretaries,*

FCS No. 3752 C P No.: 2246

UDIN: F003752E000726672

PEER REVIEW NUMBER: 1331/2021

Date: 2nd August 2023

Place: Pune

To,  
The Members,  
**MEP Infrastructure Private Limited**  
CIN: U45203MH2010PTC199329  
Add: : B1-406, Boomrang, Chandivali Farm Road,  
Nr Chandivali Studio, Andheri (E)  
Mumbai-400072, Maharashtra, India

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

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.

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.

We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

Whenever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

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

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

For **Kanj & Co. LLP**

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**Dinesh Joshi**

*Designated Partner,  
Company Secretaries,*

FCS No. 3752 C P No.: 2246

UDIN: F003752E000726672

PEER REVIEW NUMBER: 1331/2021

Date: 2nd August 2023

Place: Pune



## Annexure C

### 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.	-
Mrs. Sandhya Borase <sup>3</sup>	3.10	N.A.	-
Ms. Savli Mangle <sup>3</sup>	2.72	N.A.	-
Mr. Prakash Naringrekar	4.50	N.A.	-
Mr. Neeraj Hardikar <sup>4</sup>	1.25	N.A.	-
Mr. Anand Desai <sup>4</sup>	1.80	N.A.	-
<b>EXECUTIVE DIRECTOR</b>			
Mr. Jayant D. Mhaiskar <sup>5</sup>	Nil	N.A.	-
Mr. Uttam S. Pawar <sup>6</sup>	Nil	N.A.	-
<b>KEY MANAGERIAL PERSONNEL</b>			
Mr. Subodh Garud	74.04	N.A.	-
Mr. Rajendra Pawar <sup>7</sup>	13.09	N.A.	-
Mr. Naresh Sasanwar <sup>7</sup>	26.67		
Mr. Vikram Mukadam <sup>8</sup>	1.77	N.A.	-
Ms. Ruchita Shah <sup>8</sup>	6.21	N.A.	-
Mr. Deepak D. Gadgil <sup>10</sup>	Nil	N.A.	

#### Notes:

1. Non-Executive Directors remuneration represents only sitting fees.
2. 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.
3. Mrs. Sandhya Borase (DIN: 08874647) who was appointed as Non-Executive Independent Director of the Company w.e.f 15th September, 2020 for a period of 2 (Two) years and Mrs. Savli Mangle (DIN: 07414487) who appointed as Non-Executive Independent Director of the Company w.e.f 9th September, 2021 resigned and accordingly ceased to be as the Independent Directors of the Company and Committees of the Board w.e.f close of business hours on 14th November, 2022. They both resigned due to pre-occupation and there was no material reason for their resignation.
4. Mr. Neeraj V. Hardikar (DIN:02126476) and Mr. Anand Desai (DIN:00251803) who were appointed as an Additional Director (Non-Executive in the capacity of Independent Director) on 14th November, 2022 were confirmed as an Independent Director of the Company by the Members at the Extra Ordinary General Meeting of the Company held on 13th February, 2023.
5. Mr. Jayant D. Mhaiskar has not been paid any remuneration during the year 2022-23.
6. Mr. Uttam Pawar (DIN:03381300) who was appointed as Executive Director of the Company w.e.f. 13th December, 2020 resigned from the office of Directors of the Company and respective Committees from the close of business hours on 14th November, 2022. Mr. Uttam Pawar, has not been paid any remuneration during his tenure for the year 2022-23
7. The Board of Directors on the recommendation of the Audit Committee and Nomination and Remuneration Committee at its Meeting held on 14th November, 2022 ratified the appointment of Mr. Rajendra Pawar as Chief Financial Officer and relieved Mr. Naresh Sasanwar as the Chief Financial Officer of the Company w.e.f 19th October, 2022.
8. The Board of Directors on the recommendation of the Nomination and Remuneration Committee at its Meeting held on 14th November, 2022 ratified the Appointment of Mr. Vikram Mukadam as the Company Secretary & Compliance Officer of the Company and relieved Ms. Ruchita Shah as Company Secretary and Compliance Officer of the Company w.e.f. 27th October, 2022

9. Percentage increase in remuneration is not comparable as the remuneration to the KMP was paid for part of the year.
10. Mr. Deepak D. Gadgil (DIN: 07979905) who was appointed as an Additional Director in the capacity of Whole-time Director on 14th November, 2022 was confirmed as Whole-time Director of the Company by the Members at the Extra Ordinary General Meeting of the Company held on 13th February, 2023.

The Requirement and Disclosure are given below:

<b>REQUIREMENT</b>	<b>DISCLOSURE</b>
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.	: 111 employees as at 31st March, 2023.
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 5%. 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.

## Annexure - D

# 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 date of the relevant Financial year in the case of foreign subsidiary	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Investments	TurnOver (Revenue from Operations + Other Income)	Profit / (Loss) before taxation	Provision for taxation	Profit / (Loss) after taxation	Proposed Dividend	% of shareholding
1	MEP Infrastructure Private Limited	-	-	37,428.00	484.42	2,24,513.51	1,86,601.09	-	46,011.59	(1,122.83)	(203.16)	(919.67)	-	100%
2	Raima Ventures Private Limited			1,150.00	(94.52)	1,064.56	9.08	-	22.91	21.21	0.84	20.37	-	100%
3	Rideema Toll Private Limited			2,500.00	(4,195.24)	7,230.35	8,925.60	4,699.01	11.46	(247.72)	-	(247.72)	-	100%
4	Baramati Tollways Private Limited			4,474.50	738.75	11,644.37	6,431.12	-	22,367.96	794.43	-	794.43	-	100%
5	Rideema Toll Bridge Private Limited			-	-	-	-	-	-	-	-	-	-	100%
6	MEP Nagzari Toll Road Private Limited			64.00	(705.56)	278.87	920.44	0.50	-	(106.29)	-	(106.29)	-	100%
7	MEP IRDP Solapur Toll Road Private Limited			82.00	(271.42)	329.78	519.20	0.02	-	(101.94)	34.16	(136.10)	-	100%
8	Raima Toll Road Private Limited			1,846.50	(513.59)	1,351.87	18.96	-	0.47	(135.23)	-	(135.23)	-	100%
9	MEP Hyderabad Bangalore Toll Road Private Limited			3,507.50	(7,468.55)	5,732.19	9,693.25	-	52.18	(1,037.82)	-	(1,037.82)	-	100%
10	MEP Chennai Bypass Toll Road Private Limited			516.00	(11,045.37)	890.03	11,419.40	-	0.25	(51.84)	-	(51.84)	-	100%
11	MEP Highway Solutions Private Limited			918.50	(609.55)	18,773.36	18,464.41	-	1,957.23	(809.50)	2.95	(812.45)	-	100%
12	MEP RGSL Toll Bridge Private Limited			4,388.00	(16,189.96)	18,468.80	30,270.76	48.57	1,034.11	(6,668.20)	-	(6,668.20)	-	100%

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 Financial year in the case of foreign subsidiary	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Investments	TurnOver (Revenue from Operations + Other Income)	Profit / (Loss) before taxation	Provision for taxation	Profit / (Loss) after taxation	Proposed Dividend	% of shareholding
13	Raima Toll & Infrastructure Private Limited			700.00	1,236.41	10,518.24	8,581.82	5.00	263.33	216.08	38.05	178.03	-	100%
14	MEP Tormato Private Limited			1,300.00	(6,167.26)	225.48	5,092.74	-	1.27	(1,499.56)	-	(1,499.56)	-	100%
15	MEP Roads & Bridges Private Limited			1.00	189.22	190.72	0.50	8.53	0.63	-	-	-	-	100%
16	Mhaiskar Toll Road Private Limited			1.00	(3.82)	0.25	3.07	-	-	(0.72)	-	(0.72)	-	100%
17	MEP Infra Constructions Private Limited			1.00	(3.89)	0.10	2.99	-	-	(0.26)	-	(0.26)	-	100%
18	MEP Toll & Infrastructure Private Limited			1.00	(2.21)	18.79	20.00	-	-	(0.74)	-	(0.74)	-	100%
19	MEP Infraprojects Private Limited			1.00	(171.68)	3,554.72	3,725.40	8.25	8.96	(233.97)	(22.49)	(211.48)	-	100%
20	MEP Foundation			1.00	(1.04)	0.20	0.24	-	2.93	(0.12)	-	0.12	-	100%
21	MEP Longjian ACR Private Limited			1.00	(518.54)	25.31	542.85	-	1.78	(45.33)	-	(45.33)	-	51%
22	MEP Longjian CLR Private Limited			1.00	(644.03)	24.06	667.09	-	-	(3.22)	-	(3.22)	-	51%
23	MEP Longjian Loha Waranga Road Private Limited			1.00	(719.67)	28.10	746.77	-	2.04	(4.47)	-	(4.47)	-	51%
24	MEP Longjian VTR Private Limited			4,490.80	(1,219.49)	5,682.53	2,411.22	-	3,305.84	(144.44)	-	(144.44)	-	51%
25	MEPIDL Enterprises LLC*		AED 18.8699	26.47	(4.16)	22.31	-	-	-	-	-	-	-	49%

\* Subsidiary by control of composition of Board

## Part “B”: Associates and Joint Ventures

(₹ in Lakhs)

Sr. No.	Name of Associates/Joint Ventures	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.	KVM Technology Solutions Private Limited	Ozoneland MEP Solapur Ring Road Private Limited	SMYR Consortium LLP*
1	Latest audited Balance Sheet Date	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023
2	Shares of Associate/Joint Ventures held by the company on the year end									
	- No.	5,89,56,261	4,98,15,061	3,49,52,400	4,78,88,170	3,89,36,000	3,52,56,000	3,300	2,600	
	- Amount of Investment in Associates/ Joint Venture	5,895.63	4,981.51	3,495.24	4,788.82	3,893.60	3,525.60	0.33	0.26	
	- Extend of Holding %	74%	74%	74%	74%	60%	60%	33%	26%	25%
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	To the extent of its holding
4	Reason why the associate/ joint venture is not Consolidated	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
5	Net worth attributable to Shareholding as per latest audited Balance Sheet	₹1081.18	₹994.13	₹1678.01	₹944.88	₹1678.57	₹(139.18)	₹(92.02)		
6	Profit / (Loss) for the year									
	i. Considered in Consolidation	₹656.27	₹(106.51)	₹1017.75	₹(126.91)	₹(1927.83)	₹(1535.51)	-	-	Nil
	ii. Not Considered in Consolidation							₹(12.42)	-	-

By and on behalf of the Board of Directors of  
**Mep Infrastructure Developers Limited**  
(CIN: L45200MH2002PLC136799)

**Sd/-**  
**Jayant D. Mhaikar**  
Managing Director  
DIN: 00716351

**Sd/-**  
**Anuya J. Mhaikar**  
Director  
DIN:00707650

**Sd/-**  
**Rajendra V. Pawar**  
Chief Financial Officer

**Sd/-**  
**Vikram Mukadam**  
Company Secretary

Place: Mumbai  
Date: September , 2023

# Report on Corporate Governance

Your Directors' present the Company's report on Corporate Governance for the year ended 31st March, 2023, 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.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

## 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 6 (Six) Directors is in conformity with the Companies Act, 2013 and also Regulation 17 of the SEBI (LODR) Regulations, 2015.

During the year under review, 11 (Eleven) Board Meetings were held on 21st April, 2022, 28th May, 2022, 12th August, 2022, 8th September, 2022, 6th October, 2022, 14th November, 2022, 6th January, 2023, 2nd February, 2023, 6th February, 2023, 14th February, 2023 and 11th March, 2023. 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 <sup>4</sup>	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 <sup>2</sup>	M <sup>5</sup>		
Mr. Jayant D. Mhaiskar <sup>3</sup> Chairman & Managing Director	00716351	Promoter & ED <sup>1</sup>	11	4	-	-	Yes	-
Mrs. Anuya J. Mhaiskar <sup>3</sup> Director	00707650	NED1	11	11	-	-	Yes	-
Mr. Deepak Gadgil <sup>6</sup> Whole-Time Director	07979905	ED1	4	0	-	-	NA	-
Mr. Uttam Pawar <sup>7</sup> Director	03381300	ED1	6	10	-	-	Yes	-
Mr. Prakash Naringrekar Independent Director	05253458	NED(I) <sup>1</sup>	11	3	-	-	Yes	-
Mr. Neeraj Hardikar <sup>8</sup> Independent Director	02126476	NED (I) <sup>1</sup>	4	2	-	-	NA	-



Name and Designation of Director	DIN	Category	No. of Board Meetings Attended	No. of Directorships held in other Companies <sup>4</sup>	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 <sup>2</sup>	M <sup>5</sup>		
Mr. Anand Desai <sup>8</sup> Independent Director	00251803	NED (I) <sup>1</sup>	4	0	-	-	NA	-
Mrs. Sandhya Borase <sup>9</sup> Independent Director	08874647	NED (I) <sup>1</sup>	6	1	-	-	Yes	-
Ms. Savli Mangle <sup>9</sup> Independent Director	07414487	NED (I) <sup>1</sup>	6	0	-	-	Yes	-

**Notes:**

- ED - Executive Director/NED (I) - Non-Executive Director (Independent)/NED - Non-Executive Director.
- Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders' Relationship Committee in Listed Companies other than MEP Infrastructure Developers Limited.
- Mr. Jayant Dattatray Mhaiskar and Mrs. Anuya Jayant Mhaiskar are related to each other. No other Directors are related inter se.
- Includes Directorship in Private Limited Companies and Companies formed under Section 8 of the Companies Act, 2013.
- Member includes Chairman.
- Mr. Deepak Gadgil was appointed as an Additional Director (in the capacity as Whole-time Director) of the Company and Members at the Extra Ordinary General Meeting held on 13th February, 2023 confirmed his appointment as Whole Time Director of the Company
- Mr. Uttam Pawar, Executive Director of the Company has ceased to hold office as Executive Director w.e.f 14th November, 2022
- Mr. Neeraj Hardikar and Mr. Anand Desai were appointed as Additional Director (Non-Executive Independent Director) on the Board of the Company with effect from 14th November, 2022 and Members at the Extra Ordinary General Meeting held on 13th February, 2023 confirmed his appointment as Non-Executive Independent Director(s) of the Company.
- Mrs. Sandhya Borase and Ms. Savli Mangle, Non-Executive Independent Director(s) have ceased to hold office as Independent Director of the company w.e.f. 14th November, 2022.

**Shareholding of Non-Executive Director(s)**

Name of Director	No. of Shares held	% of total share capital
Mrs. Anuya J. Mhaiskar	18038997	9.83
Mr. Neeraj Hardikar	600	0.0003

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, roles, 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 web-link of the familiarization programme for the Independent Directors, is available on the Company's website on <https://www.mepinfra.com/investor/corporate-governance.aspx>.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the SEBI (LODR) Regulations, 2015, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of

independence as mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and that they are independent of the management.

### Core Skills/ Expertise/Competencies of the Board of Directors

The Board of Directors have identified the following required list of core skills/expertise/competencies for the effective functioning of the Company and the names of the Directors who have such skills/ expertise/competencies are as given below:

	Jayant D. Mhaiskar	Anuya J. Mhaiskar	Deepak Gadgil	Prakash D. Naringrekar	Neeraj Hardikar	Anand Desai
Business Knowledge	✓	✓	✓	✓	✓	✓
Strategy and Planning	✓		✓	✓	✓	
Governance	✓	✓		✓	✓	✓
Financial and Management skills	✓		✓	✓	✓	✓
Development Skills	✓	✓	✓	✓		✓

### Detailed reasons for the resignation of an independent director who resigns before the expiry of his/her tenure along with a confirmation by such director that there are no other material reasons other than those provided.

Mrs. Sandhya Borase and Ms. Savli Mangle, Non-Executive Independent Director(s) resigned and accordingly ceased to hold the office as Independent Director of the company w.e.f. 14th November, 2022. They informed the Board that due to pre-occupation, they would not be able to continue as an Independent Director of the Company. There is no material reason for their Resignation.

### 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 the 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 2022-23 is placed at the end of this report.

### Insider Trading Code

As per the 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.

### Selection and Appointment of New Directors

The Board of Directors, appointed and approved by the shareholders of the Company, serves as the highest governing body responsible for overseeing the overall functioning of the Company. It provides strategic direction, leadership, and guidance to the Company’s management and monitors its performance with the objective of creating long-term value for the Company’s stakeholders.

The Nomination and Remuneration Committee of the Board (“NRC”) is entrusted with the responsibility for developing competency requirements for the Board, based on the infrastructure industry and strategy(ies) of the Company.

The Board composition analysis reflects an in-depth understanding of the Company, including its strategies, environment, operations, financial condition, and compliance requirements. The NRC advises the Board on the appointment and reappointment of Directors, and also conduct periodic gap analyses to refresh the Board and reviewing potential candidates’ profiles to ensure they have the required competencies.

The NRC also undertakes reference and due diligence checks and meets potential candidates before making recommendations to the Board. The appointee is briefed on the specific requirements for the position, including expected expert knowledge. Once a suitable candidate is identified, the NRC recommends their appointment to the Board for approval. Upon receiving the NRC’s recommendation, the Board considers and appoints the individual as an additional director and proposes the appointment to the shareholders for their approval.

Each Director of the Company is appointed with the approval of the Board and Shareholders. Directors seek periodic re-appointment by the shareholders.

### 3. AUDIT COMMITTEE

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

During the year under review, 6(Six) Meetings of the Audit Committee were held on 28th May, 2022, 12th August, 2022, 8th September, 2022, 14th November, 2022, 14th February, 2022 and 11th March, 2023.

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

Name of Director	Nature of Directorship	Designation	No. of meetings attended
Ms. Sandhya Borase*	Independent Director	Chairman*	4
Mr. Neeraj Hardikar*	Independent Director	Chairman*	2
Mr. Anand Desai *	Independent Director	Member	1
Mr. Jayant D. Mhaiskar	Managing Director	Member	6
Mr. Prakash Naringrekar	Independent Director	Member	6

*\*During the year under review, the Audit Committee was re-constituted at the Board Meeting held on 14th November, 2022 as Ms. Sandhya Borase, Chairman of the Committee has ceased to hold office as Independent Director of the Company vis-à-vis the Chairman of the Audit Committee with effect from 14th November, 2022. Mr. Neeraj Hardikar and Mr. Anand Desai who were appointed as the Non-Executive Independent Director of the Company with effect from 14th November, 2022 were respectively appointed as Chairman and Member of the Committee, respectively.*

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.

The meetings of the Audit Committee were also attended by Chief Financial Officer, Statutory and Internal Auditors as special invitees. The Company Secretary acts as a Secretary to the Audit Committee. 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.

The Statutory Auditors, Internal Auditors and other relevant Senior Management persons are invited to attend the meetings of Audit Committee. Quarterly Reports are placed before the members of the Committee on matters relating to the Insider Trading Code.

In accordance with the provisions of the Act and the Listing Regulations, the role of the Audit Committee of Directors include the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;

- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- Reviewing, with the management, the Annual Financial Statements and Auditor's report thereon before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Directors Responsibility Statement to be included in the Board's Report in terms of Clause (c) of Sub-section (3) of Section 134 of the Act;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the Financial Statements arising out of Audit findings;
  - Compliance with Listing and other Legal requirements relating to Financial Statements;
  - Disclosure of any Related Party Transactions; and
  - Modified opinion(s) in the draft Audit Report.
- Reviewing, with the management, the quarterly Financial Statements before submission to the Board for approval;
- Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making

- appropriate recommendations to the Board to take up steps in this matter;
- Reviewing and monitoring the Auditors independence and performance, and effectiveness of Audit process;
  - Approval or any subsequent modification of transactions of the Company with Related Parties;
  - Scrutiny of inter-corporate loans and investments;
  - Valuation of undertakings or assets of the Company, wherever it is necessary;
  - Evaluation of Internal Financial Controls and Risk Management Systems;
  - Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the Internal Control Systems;
  - Reviewing the adequacy of Internal Audit Function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit;
  - Discussion with Internal Auditors of any significant findings and follow up there on;
  - Reviewing the findings of any Internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of Internal Control systems of a material nature and reporting the matter to the Board;
  - Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  - To look into the reasons for substantial defaults in the payment to the Depositors, Debenture holders, Shareholders (in case of non-payment of declared Dividends) and Creditors;
  - To review the functioning of the Whistle Blower Mechanism;
  - Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
  - Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
  - Reviewing the utilisation of loans and/or advances from/investment by the Company in its subsidiary(if any) exceeding ₹100 Crores or 10% of the asset size of the subsidiary/associate, whichever is lower including existing loans/advances/ investments;
  - consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders; and
  - Such other terms as may be prescribed under the Act or the Listing Regulations.

#### 4. NOMINATION AND REMUNERATION COMMITTEE

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

During the year under review, 1(One) Meeting of the Nomination and Remuneration Committee was held on 14th November, 2022.

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

Name of Director	Nature of Directorship	Designation	No. of meetings attended
Ms. Savli Mangle *	Independent Director	Chairman*	1
Mr. Neeraj Hardikar*	Independent Director	Chairman*	-
Mr. Prakash Naringrekar	Independent Director	Member	1
Mrs. Anuya J. Mhaiskar	Non-Executive Director	Member	1

*\*During the year under review, the Nomination and Remuneration Committee was re-constituted at the Board Meeting held on 14th November, 2022 as Ms. Savli Mangle, Chairman of the Committee has ceased to hold office as Independent Director of the Company vis-à-vis as the Chairman of the Committee with effect from 14th November, 2022. Mr. Neeraj Hardikar who was appointed as the Non-Executive Independent Director of the Company with effect from 14th November, 2022 was appointed as Chairman of the Committee.*

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;

- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
- 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, 2015; 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 30th 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 the 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 and 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 duly informed to the Board.

## 5. 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 27th April, 2022, 16th July, 2022, 21st October, 2022 and 20th January, 2023.

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

Name of Director	Nature of Directorship	Designation	No. of meetings attended
Mrs. Anuya J. Mhaiskar	Non-Executive Director	Chairperson	4
Mr. Jayant D. Mhaiskar	Managing Director	Member	4
Ms. Savli Mangle *	Independent Director	Member	3
Mr. Anand Desai*	Independent Director	Member	1

\*During the year under review, the Stakeholders Relationship Committee was re-constituted at the Board Meeting held on 14th November, 2022 as Ms. Savli Mangle, ceased to hold office as Independent Director of the Company vis-à-vis as the Member of the Committee with effect from 14th November, 2022. Mr. Anand Desai who was appointed as the Non-Executive Independent Director of the Company with effect from 14th November, 2022 was appointed as Member of the Committee.

Mr. Vikram Mukadam, Company Secretary of the Company is the Compliance Officer appointed with effect from 27th October, 2022.

Particulars	2022-23	2021-22
Number of shareholders' complaints received during the financial year	NIL	NIL
Number of complaints not solved to the satisfaction of shareholders	NIL	NIL
Number of pending Complaints at the end of the Financial Year	NIL	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.

## 6. RISK MANAGEMENT COMMITTEE

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

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

Name of Director	Nature of Directorship/ Position held	Designation	No. of meetings attended
Mr. Jayant D. Mhaiskar	Managing Director	Chairperson	NA
Mr. Uttam Pawar	Director	Member	NA
Mrs. Sandhya Borase*	Independent Director	Member	NA
Mr. M. Sankaranarayanan*	Head-Finance & Strategy	Member	NA
Mr. Dinesh Padalkar	Vice President-Audit	Member	NA
Mr. Neeraj Hardikar*	Independent Director	Member	NA
Mr. Deepak Gadgil*	Whole Time Director	Member	NA

\*Mrs. Sandhya Borase Independent Director, Mr. Uttam Pawar, Director and Mr. M. Sankaranarayanan, Head-Finance & Strategy ceased to be a Member of the Committee w.e.f. 14th November, 2022. Mr. Neeraj Hardikar, Independent Director and Mr. Deepak Gadgil, Whole Time Director were appointed as Member(s) of the Committee w.e.f. 14th November, 2022



### Terms of reference:

- Formulate and recommend to the Board, a risk management policy which shall indicate the activities to be undertaken by our Company for risk management under various statutory enactments;
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
- Power to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
- Any other matter as the Risk Management Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

## 7. 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 the 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 the 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, the Non-Executive Independent Directors were paid sitting fees at the rate of ₹35,000/- and ₹20,000/- for attending Board Meeting and Committee Meetings each time, respectively. The

total remuneration paid to the Independent Directors for the financial year ended 31st March, 2023 is as below:

Name	₹ in Lakhs
Ms. Sandhya Borase <sup>1</sup>	3.10
Ms. Savli Mangle <sup>1</sup>	2.73
Mr. Prakash Naringrekar	4.50
Mr. Anand Desai <sup>2</sup>	1.80
Mr. Neeraj Hardikar <sup>2</sup>	1.25
<b>Total</b>	<b>13.37</b>

- Ms. Sandhya Borase and Ms. Savli Mangle, Non-Executive Independent Directors have resigned and ceased to hold office as Independent Director of the

company w.e.f. 14th November, 2022.

- Mr. Anand Desai and Mr. Neeraj Hardikar were appointed as Non-Executive Independent Director on the Board of the Company with effect from 14th November, 2022.

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

No remuneration were paid to Executive Directors for the financial year 2022-23 as they have waived their remuneration provided / paid during the year.

## 8. GENERAL BODY MEETINGS

### I 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
2021-22	Through Video Conference	30/09/2022 at 11.30 a.m.	N.A.
2020-21	Through Video Conference	30/09/2021 at 11.30 a.m.	N.A.
2019-20	Through Video Conference	22/10/2020 at 11.30 a.m.	N.A.

### II DETAILS OF THE EXTRAORDINARY GENERAL MEETINGS HELD DURING THE PRECEDING AND SPECIAL RESOLUTIONS PASSED THEREAT ARE GIVEN BELOW:

Financial Year	Venue	Date and Time	Details of Special Resolution Passed
2022-23	Through Video Conference	13/02/2023 at 11.30 a.m.	<ol style="list-style-type: none"> <li>Regularisation of Appointment of Mr. Deepak Gadgil (DIN: 07979905) as a Whole-time Director of the Company.</li> <li>Regularisation of Appointment of Mr. Anand Desai (DIN: 00251803) as a Non-Executive Independent Director of the Company.</li> <li>Regularisation of Appointment of Mr. Neeraj Hardikar (DIN: 02126476) as a Non-Executive Independent Director of the Company.</li> </ol>

### III. DETAILS OF POSTAL BALLOT AND SPECIAL RESOLUTIONS PASSED THROUGH POSTAL BALLOT ARE GIVEN BELOW:

During the year 2022-23, the Company successfully completed the process of obtaining the approval of members by way of postal ballot on two occasions in respect of the following special resolutions:

Sr. No.	Particulars of Resolutions	Passed on
1.	Approval for sale of investment of equity shares in MEP Infrastructure Private Limited, a Wholly Owned Subsidiary by way of special resolution under section 180(1)(a) of the companies act, 2013 to another Wholly Owned Subsidiary of the Company.	22nd May, 2022

Sr. No.	Particulars of Resolutions	Passed on
2.	Approval of disposal of 100% shareholding in MEP Infrastructure Private Limited, a Material and Wholly Owned Subsidiary of the company by way of Special Resolution under regulation 24(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to another Wholly Owned Subsidiary of the Company.	22nd May,2022
3.	To approve disinvestment upto 60% of the equity shares held in MEP Infrastructure Private Limited (MIPL), a Stepdown Subsidiary (material subsidiary) of the Company:	22nd May,2022
4.	Issue of upto 90,00,000 Share Warrants each Convertible into, or exchangeable for, One Equity Share of the Company within the period of 18 (Eighteen Months) in accordance with the Applicable Law ("Warrants") to certain Identified Promoter / Promoter Group.	22nd May,2022
5.	To Offer, Issue and Allot Equity Shares of the Company on Preferential Basis to Non-Promotor/Entities.	22nd May,2022
6.	Issuance of upto 6,00,00,000 Share Warrants each Convertible into, or exchangeable for One Equity Share of the Company within the period of 18 (Eighteen Months) on Preferential Basis to Non-Promoter entities in accordance with the applicable laws ("Warrants").	7th November, 2022
7.	Raising of Funds upto ₹500 Crores by Issue of Securities.	8th March, 2023

The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, and General Circular no. 11/2022 dated 28 December 2022, issued by the Ministry of Corporate Affairs

## 9. 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) Financial result:

The quarterly, half-yearly and annual results are regularly submitted to the Stock Exchanges in accordance with the SEBI (LODR) Regulations, 2015. These are also posted by the Company on its website and published in the Newspapers.

### (ii) Newspaper Publication:

The Financial Results are 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) Website:

Comprehensive information about the Company, and its business operations and investors' information can be viewed at the Company's website viz. [www.mepinfra.com](http://www.mepinfra.com).

### (iv) 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.

### (v) 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.

## 10. GENERAL SHAREHOLDER INFORMATION

<b>Annual General Meeting</b>	
- Day	Saturday
- Date	30th September, 2023
- Time	11:30 a.m.
- Venue	Through Video Conferencing
Financial year	1st April, 2022 to 31st March, 2023
Date of Book Closure	24th September, 2023 to 30th September, 2023 (both days inclusive)
Financial Results Calendar:	
- First Quarter results by	14th August, 2023
- Second Quarter results by	14th November, 2023
- Third Quarter results by	14th February, 2024
- Fourth Quarter results by	30th May, 2024
Listing on Stock Exchanges	<b>National Stock Exchange of India Limited (NSE)</b> Exchange Plaza, 5th 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.
Scrip Code	NSE – MEP BSE – 539126
Corporate Identification Number (CIN)	L45200MH2002PLC136779
ISIN for Equity Shares	INE776I01010

Note: Annual Listing Fees for the year 2022-23 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 2022-23 are as follows:

	BSE				NSE			
	MEP		SENSEX		MEP		NIFTY	
	High Price	Low Price	High	Low	High Price	Low Price	High	Low
Apr-22	29.50	19.40	60845.10	56009.07	29.45	19.40	18114.65	16824.70
May-22	30.95	20.35	57184.21	52632.48	30.90	20.50	17132.85	15735.75
Jun-22	23.30	16.20	56432.65	50921.22	22.90	16.15	16793.85	15183.4
Jul-22	20.60	16.70	57619.27	52094.25	20.45	16.55	17172.80	15511.05
Aug-22	20.00	15.90	60411.2	57367.47	19.85	16.05	17992.20	17154.80
Sep-22	17.75	10.60	60676.12	56147.23	17.45	10.50	18096.15	16747.70
Oct-22	16.42	10.70	60786.7	56683.4	16.45	10.55	18022.80	16855.55
Nov-22	20.05	14.35	63303.01	60425.47	20.05	14.25	18816.05	17959.20
Dec-22	21.30	16.30	63583.07	59754.1	21.20	16.50	18887.60	17774.25
Jan-23	20.55	15.20	61343.96	58699.2	20.70	15.10	18251.95	17405.55
Feb-23	17.25	13.70	61682.25	58795.97	17.70	13.65	18134.75	17255.20
Mar-23	17.43	11.55	60498.48	57084.91	17.45	11.50	17799.95	16828.35

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

### Registrar 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 8th June, 2018, amended Regulation 40 of the SEBI (LODR) Regulations, 2015 pursuant to which after 1st 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 31st March, 2023

i. Distribution of shareholding as on 31st March, 2023:

Shares Range From - To	No. of Shareholders	Percentage of Shareholders	No. of Shares	Percentage of Shares
1 - 500	19395	68.261	3033533	1.6536
501 - 1000	3447	12.1318	2970389	1.6192
1001 - 2000	2094	7.3699	3369118	1.8366
2001 - 3000	870	3.062	2273171	1.2391
3001 - 4000	457	1.6084	1663275	0.9067
4001 - 5000	480	1.6894	2308624	1.2585
5001 - 10000	770	2.71	5948928	3.2429
10001 & above	900	3.1676	161879013	88.2434
<b>Total</b>	<b>28413</b>	<b>100.00</b>	<b>183446051</b>	<b>100.00</b>

ii. Category of Shareholding as on 31st March, 2023

Category	Number of Shares	Shareholding Percentage
Corporate Bodies (Promoter Co)	27597927	15.0442
Clearing Members	141549	0.0772
Other Bodies Corporate	13703610	7.4701
Directors	15450	0.0084
Hindu Undivided Family	4610239	2.5131
Mutual Funds	9427151	5.1389
Non Resident Indians	1509050	0.8226
Non Resident (Non Repatriable)	378051	0.2061
Public	67896386	37.0116
Promoters	49624211	27.0511
Relatives Of Director	56373	0.0307
Body Corporate - Ltd Liability Partnership	1135612	0.619
Foreign Portfolio Investors (Corporate) - I	5912029	3.2228
Investor Education And Protection Fund	805	0.0004
Foreign Portfolio Investors (Corporate) - II	1437608	0.7837
	<b>183446051</b>	<b>100.00</b>

\*includes Promoter Group

### Dematerialisation of shares

As on 31st March, 2023 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 i.e. MEP Infrastructure Private Limited 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](http://www.mepinfra.com).

As on 31st March, 2023, the Material Subsidiary has one Independent Director of the Company (MEP) on their Board in compliance with Regulation 24 of the Listing Regulations. The Subsidiaries of the Company function independently, with an adequately empowered Board of Directors and adequate resources. The Company is in compliance with regulation 24A of the Listing Regulations. The Company's unlisted Material Subsidiary undergone Secretarial Audit, and also form part of this Annual Report. The Secretarial Audit Report of Material Subsidiary does not contain any qualification, reservation or adverse remark. The Audit Committee and Board of the Company reviews the financial statements & significant transactions of the subsidiaries, and minutes of these subsidiaries are also placed before the Board.

### Address for Correspondence

B1-406, Boomerang, Chandivali Farm Road,  
Near Chandivali Studio, Andheri (E), Mumbai - 400072  
Tel.: 91 22 2414 2776 Fax: 91 22 2414 4454  
E-mail: [investorrelations@mepinfra.com](mailto:investorrelations@mepinfra.com)

### Credit Rating

The details of the Credit Rating are available on the website of the Company viz. [www.mepinfra.com](http://www.mepinfra.com).

## 11 Transfer of unclaimed amounts /shares to the investor education and protection fund (IEPF):

As per Sections 124 and 125 of the Act, read with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 (collectively referred to as "IEPF Rules"), any dividends or proceeds from the sale of fractional shares that remain unclaimed/unpaid for a period of seven years must be transferred to the IEPF. Additionally, shares with unclaimed dividends for seven consecutive years must be transferred to the Demat Account of the IEPF Authority, except when a court or statutory authority restrains transfer. During FY 2022-23, the Company has transferred unclaimed Interim unclaimed/unpaid Dividend for FY 2015-16 and shares on which dividend(s) remained unclaimed from FY 2015-16 to FY 2022-23 to the IEPF. Information about the transferred dividends and shares is available on the Company's website- [www.mepinfra.com](http://www.mepinfra.com)

The Company sends reminders to shareholders periodically, urging them to claim their unclaimed dividends to avoid transfer to the IEPF Authority. Notices are also published in newspapers, and the details of unclaimed dividends and shareholders whose shares are eligible for transfer to the IEPF Authority are available on the Company's website at - [www.mepinfra.com](http://www.mepinfra.com)

Please note that the unclaimed dividend declared for FY 2015-16 on 4th August, 2016, along with underlying shares on which dividend remained unclaimed for seven consecutive years, will be transferred to the IEPF by September/ October 2023. Shareholders who have not encashed the dividend(s) from FY 2015-16 onwards can forward their claims to the Company's Registrar and Transfer Agents before September 13, 2023, to avoid the transfer of dividend or shares to the IEPF Authority. However, shareholders can claim back their shares and unclaimed dividends transferred to the IEPF by following the prescribed procedure under the IEPF Rules. The shareholder/claimant must make an online application to the IEPF Authority in e-Form No. IEPF-5 (available at [www.iepf.gov.in](http://www.iepf.gov.in)) and submit the necessary documents to the Company. The following table provides information about outstanding dividends/sale proceeds from fractional shares and their respective due dates for claiming it from the Company.

The following table demonstrates the outstanding/unclaimed Dividend on Shares and respective due dates for claiming it from the Company.

Period Ended	Date of Declaration	Nature of Payment	Last Date to Claim
2015-16	4th August, 2016	Final Dividend	11th September, 2023
2016-17	13th February, 2017	Interim Dividend	22nd March, 2024
2016-17	27th July, 2017	Final Dividend	2nd September, 2024
2017-18	2nd August, 2018	Final Dividend	8th September, 2025
2018-19	6th September, 2019	Final Dividend	13th October, 2026



## 12. 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 in Note No. 37 to the financial statements in the Annual Report. The web-link for Policy for determining material subsidiaries and the policy on related party transaction is available on the Company's website on <https://www.mepinfra.com/investor/corporate-governance.aspx>.

### Loan and Advances by the Company and its Subsidiaries

The Company and its subsidiaries have not granted any loans and advances in the nature of loans to firms/companies in which directors of the Company are interested except the loan to wholly owned subsidiaries by the Company.

### 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 is annexed.

### Fees to Statutory Auditor

Details relating to fees paid to the Statutory Auditors is given in Note 40 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 other regulations and guidelines of the SEBI. However the Exchange(s) had sought clarification pursuant of Regulation 29 of SEBI (LODR) Regulations, 2015 with regard to prior intimation to stock exchange about the meeting of the Board of Directors in which Fund Raising was considered. The Company had vide intimation letter dated 29th September, 2022 mentioned that the Board will consider, approve, review, evaluate and finalise

proposal/various business strategies for alignment of long term business plans, which gives liberty to the Board inter alia, to decide upon Preferential Allotment or by way of any other mode under the fund raising concept and in line with the same the Outcome was submitted on 6th October, 2022 in which it was categorically mentioned and covered the element of fund raising i.e. through preferential allotment which is covered under the ambit of evaluating and finalizing the proposal for business strategies for alignment of long term businesses. Consequently the Company then complied with the directions given by the Exchange(s) as per the SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated 22nd January, 2020 (SOP Circular).

No other 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](http://www.mepinfra.com). None of the personnel has been denied access to the Audit Committee.

During the Financial Year 2022-23, 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 requirements of the SEBI (LODR) Regulations, 2015 which is being reviewed by the Board from time to time.

### Utilization of funds raised through Public Issues, Right Issues, Preferential Issues etc

During the year under review, the Company have raised the proceeds through preferential issue from Non-Promoter Public entities under Regulation 32(7A) of the Listing Regulations & utilized the said proceeds towards the objects as mentioned in the Notice & as approved by the members of the Company.

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.

The Statutory Auditors have issued the Auditors' Report for the year ended 31st March, 2023 with unmodified opinion and it doesn't contain any qualifications.

#### 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 for the Financial Year 2022-23

(a)	Number of complaints filed during the financial year	NIL
(b)	Number of complaints disposed of during the financial year	NIL
(c)	Number of complaints pending as on 31st March, 2022	NIL

### 13. Corporate Governance requirement(s) under the SEBI (LODR) Regulations, 2015:

The Company has complied with Corporate Governance Requirements specified under Regulation 17 to Regulation 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 is also available on your Company's website viz. [www.mepinfra.com](http://www.mepinfra.com). The Company has adopted a well defined code and Policies & its framework & the details of which are available on the Company portal.

### 14. 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

Registration No. of the Company: L45200MH2002PLC136779

Nominal Capital: ₹5,25,00,00,000/-

To,

The Members,

**MEP Infrastructure Developers Limited**

Add: 2102, Floor-21st Plot-62, Kesar Equinox, Sir Bhalchandra Road,

Hindu Colony, Dadar (East) Mumbai-400014, Maharashtra India

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 March 31, 2023 as per the relevant provisions of 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 the 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 the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **KANJ & CO. LLP**  
Company Secretaries

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**Dinesh Joshi**

Designated Partner

Membership No.: 3752

CP No.: 2246

UDIN: F003752E000726639

Peer Review Certificate No.: 1331/2021

Date: 2nd August 2023

Place: Pune

# 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 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 2022-23 has been obtained from all the Directors and Senior Managers.

By Order of the Board of Directors  
For **MEP Infrastructure Developers Limited**

Place: Mumbai  
Date: 30th May, 2023

**Sd/-**  
**Jayant D. Mhaikar**  
*Chairman & Managing Director*

To,  
The Members,  
**MEP Infrastructure Developers Limited**  
Add: 2102, Floor-21st Plot-62, Kesar Equinox, Sir Bhalchandra Road,  
Hindu Colony, Dadar (East) Mumbai-400014, Maharashtra India

This is to certify that on verification of declarations made by the all Directors and records maintained by **MEP Infrastructure Developers Limited** ("the Company"), none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities Exchange Board of India (SEBI) /Ministry of Corporate Affairs or any such Statutory Authority, as per the requirements of point 10(i) of Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

For **KANJ & Co LLP**  
*Company Secretaries*

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**Dinesh Joshi**

*Designated Partner*

Membership No.: F3752

CP No.: 2246

UDIN: F003752E000726641

Peer Review Certificate No.: 1331/2021

Date: 2nd August 2023  
Place: Pune

## MD and CFO's Certificate

To  
Board of Directors  
**MEP Infrastructure Developers Limited**  
Mumbai

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015

- A. We have reviewed financial statements and the cash flow statement for the period ended 31st March, 2023 and that to the best of their 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 listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of their knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity'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 listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we 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 listed entity's internal control system over financial reporting.

For **Mep Infrastructure Developers Limited**

Date: 30th May, 2023  
Place: Mumbai

sd/-  
**JAYANT D. MHAISKAR**  
CHAIRMAN & MANAGING DIRECTOR

sd/-  
**RAJENDRA PAWAR**  
CHIEF FINANCIAL OFFICER



## INDEPENDENT AUDITORS' REPORT

To The Members of MEP Infrastructure Developers Limited

### Report on the Audit of the Standalone Financial Statements

#### Qualified 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, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flows for the year ended on that, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, 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, 2023 and its loss, total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

#### Basis for Qualified Opinion

- a) The company has carried gross investment in equity and preference shares of 10 subsidiaries amounting to INR 13,264.22 Lakhs and in equity shares of 4 jointly controlled entities amounting to INR 19,161.19 Lakhs respectively aggregating INR 32,425.41 Lakhs. The management has on the basis of an internal evaluation provided for loss allowance of INR 2,431.91 Lakhs in the current year. However, in the absence of impairment analysis by an independent valuation expert, we are unable to comment on the management estimate for loss allowance amounting to INR 2,431.91 Lakhs and carrying value of INR 29,993.50 Lakhs in the standalone financial statements.
- b) The company has given advances to 2 parties amounting to INR 24,378.11 Lakhs, out of which majority of the balances are outstanding for a long time. The management has on the basis of an internal evaluation provided for loss allowance of INR 1,828.36 Lakhs in the current year. However, in view of no substantive operations in the projects for which advances have been given, we are unable to comment on the management estimate for loss allowance amounting to INR 1,828.36 Lakhs and the recoverability of balance outstanding amounting to INR 22,549.75 Lakhs carried in these standalone financial statements.

- c) The company is carrying receivables from various subsidiaries and jointly controlled entities amounting to INR 5,896.58 Lakhs majorly on account of loans given and other receivables. In view of long outstanding receivables and in the absence of any significant recovery, we are unable to comment on the recoverability of these outstanding amounting to INR 5,896.58 Lakhs carried in these standalone financial statements.

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

### **Emphasis of Matter**

a) As depicted in Note 40 of the standalone financial statements, the company has initiated the process of dilution of investment upto 51% in its wholly owned subsidiary in April 2022, the transaction is yet to be concluded and the asset continues to be carried as "asset held for sale".

b) The company is carrying claims receivable and other receivables amounting to INR 18,687.97 Lakhs, which is long outstanding of various authorities. As depicted in Note 14 of the standalone financial statements, on account of various claims filed by company against the authorities based on the contractual provisions of the agreements, the management is confident about recovery of these outstanding balances amounting to INR 18,687.97 Lakhs.

c) The company is carrying gross investment in equity shares of 2 subsidiaries amounting to INR 4,903.98 Lakhs. As depicted in Note 5 of standalone financial statements, considering the long-term business outlook and future growth plans of the subsidiaries, the management is confident that no diminution in the value of investment is required and the same is fully recoverable.

d) The company is carrying gross investment in equity shares of 2 jointly controlled entities amounting to INR 7,419.20. As depicted in Note 47 of the standalone financial statements, the company has submitted their statement of claims to the Conciliation committee of independent experts and the management is confident that no diminution in the value of investment is required and the same is fully recoverable.

e) The company is carrying advance to creditors and related party receivables amounting to INR 855.71 Lakhs and INR 7,584.93 Lakhs respectively to various parties, which are long outstanding. The management is confident about recovery of these outstanding aggregating INR 8,440.64 Lakhs.

f) As depicted in Note 18 of the standalone financial statements, the company has defaulted in repayment of borrowings and hence account with 10 lenders have been classified as Non-Performing Asset by the lenders.

Our opinion is not modified in respect of above matters.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Basis for Qualified Opinion* section, 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.	<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 and</li> <li>• These contracts may involve onerous obligations on the</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> <li>➤ Verified the budget by technical</li> </ul> </li> </ul>

	<p>Company that require critical estimates to be made by management.</p>	<p>experts of the management to review estimates of costs to complete for sample contracts; and</p> <ul style="list-style-type: none"> <li>➤ Performed test of details including analytics to determine reasonableness of contract costs.</li> </ul>
<p>2.</p>	<p><b>Recoverability of claim receivables from Government Authorities:</b></p> <p>As a part of concession agreement with authority for tolling projects, 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.</p> <p>Consequently, the company has recorded claim receivables from authority amounting to INR 11,505.98 lakhs as at March 2023.</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>	<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, the policy of credit losses including the history of amounts claimed as against 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> <p>(Refer point b of Emphasis of Matter)</p>
<p>3.</p>	<p><b>Provisions and contingent liabilities</b></p> <p>The Company has disclosed significant open legal cases and other contingent liabilities in Note 35.</p> <p>The assessment of the existence of the present legal or constructive obligation, analysis of the probability of the related payment and analysis of a reliable</p>	<p>As part of our audit procedures we have assessed management's processes to identify new possible obligations and changes in existing obligations for compliance with IND AS 37 requirements.</p> <p>We have analysed significant changes from prior periods and obtain a detailed understanding of these items and assumptions applied.</p>

	<p>estimate, requires management's judgement to ensure appropriate accounting or disclosures.</p> <p>Due to the level of judgement relating to recognition, valuation and presentation of provisions and contingent liabilities, this is considered to be a key audit matter.</p>	<p>We have obtained legal representation letters on the main outstanding legal cases.</p> <p>As part of our audit procedures we have reviewed minutes of board meetings, including the sub-committees.</p> <p>We have held regular meetings with management and legal counsels.</p> <p>We have assessed the appropriateness of presentation of the most significant contingent liabilities in the standalone financial statements.</p>
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### **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 of 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. The above stated reports are expected to be made available to us after the date of this auditor's report.

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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

## **Responsibilities of Management and Those charged with Governance 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, including other comprehensive income changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India and the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 standalone 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.

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

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 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 statements of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.



## Other Matters

The standalone financial statements of MEP Infrastructure Developers limited for the year ended March 31, 2022, were audited by another auditor who expressed an unmodified opinion on those statements on May 28, 2022.

### Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- II. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and except for the matters described in Basis for Qualified Opinion section above, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) Except for the possible effects of the matters described in the Basis for Qualified Opinion section above, 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 company does not have any branch and hence section 143(8) does not apply to the company.
  - d) 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.
  - e) Except for the possible effects of the matters described in the Basis for Qualified Opinion section above, in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
  - f) Except for the possible effects of the matters described in the Basis for Qualified Opinion section above, in our opinion, there are no financial transactions or matters which have any adverse effect on the functioning of the company.
  - g) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - h) There is no adverse remark relating to the maintenance of accounts and other matters connected therewith.

i) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

j) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, no remuneration has been paid by the company to its directors during the year and hence provisions of section 197 of the Act are not applicable to the company.

k) 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 has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note 35 to the standalone financial statements.

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, if any, to the Investor Education and Protection Fund by the Company.

iv.

a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year, therefore the provisions of section 123 of the Act is not applicable.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**For GMJ & Co**  
**Chartered Accountants**  
**FRN: 103429W**

**CA Madhu Jain**  
**Partner**  
**M. No.: 155537**  
**UDIN: 231555 37BGWQ GT3873**  
**Place: Mumbai**  
**Date: May 30, 2023**

**ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT ON STANDALONE IND AS FINANCIAL STATEMENTS OF MEP INFRASTRUCTURE DEVELOPERS LIMITED**

**(Referred to in paragraph I under "Report on Other Legal and Regulatory Requirements" section of our report to the members of MEP Infrastructure Developers Limited of even date)**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i.
  - a)
    - 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 does not have any Intangible assets. Hence reporting under clause iii(a)(B) of the report is not applicable.
  - 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. According to the information and explanations given to us no material discrepancies were noticed on such verification.
  - c) According to the information and explanations given to us, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company.
  - d) The company has neither revalued its PPE (including Right of Use assets) nor intangible assets or both during the year.
  - e) As per the information and explanation provided to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii.
  - a) 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.
  - b) According to the information and explanations given to us, company has not obtained any working capital limit in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Hence, reporting under clause 3(ii)(b) of the Order is not applicable.

- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the current year, the Company has not made any investments in, provided any guarantee or security or granted secured loans to companies, firms, limited liability partnership or any other parties. The Company has not provided any unsecured loans or advances in the nature of loans to firms, limited liability partnership.

The Company has provided unsecured loans to in respect of which the requisite information is stated in sub-clause (a) below.

a)

- A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided loans to subsidiaries and jointly controlled entities as below:

(INR in Lakhs)

Particulars	Guarantees	Loans
<b>Aggregate amount granted/provided during the year:</b>		
Subsidiaries	-	8,812.15
Jointly Controlled Entities		101.69
<b>Balance Outstanding as at Balance sheet date in respect of cases for current and previous years:</b>		
Subsidiaries	2,03,866.63	10,396.79
Jointly controlled entities	52,562.44	1,667.36

- B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted unsecured loans or advances in the nature of loans to parties other than subsidiaries and jointly controlled entities as below:

(INR in Lakhs)

Particulars	Loans
<b>Aggregate amount granted/provided during the year:</b>	
Others	4,677.87
<b>Balance Outstanding as at Balance sheet date in respect of cases for current and previous years:</b>	
Others	19.43

- b) According to the explanation and information given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are, prima facie not prejudicial to the company's interest.

- c) According to the information and explanation given to us,
- with respect to interest free loans amounting to Rs. 8,913.84 Lakhs, given by the company to its subsidiaries and jointly controlled entities, during the year, the clause for repayment of principal has been stipulated. In few cases, the principal amount has been repaid on or before the stipulated date and in other cases the same has been renewed for further period.
  - with respect to interest bearing loans amounting to Rs. 4,601.81 Lakhs, given by the company to other entities, during the year, the clause for repayment of principal has been stipulated. The entire loan has been repaid as on the balance sheet date.
  - with respect to loans and advances to employees amounting to Rs. 76.06 Lakhs, given by the company, during the year, for which the terms and conditions for the re-payment are stipulated and the repayments during the year are regular.
- d) According to the information and explanation given to us, and further to clause iii(c) above, there are no amounts overdue for more than 90 days.
- e) According to the information and explanation given to us, loan or advance in the nature of loan granted amounting to Rs. 12,064.15 Lakhs have fallen due during the year, has been renewed or extended and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year is as follows.

<b>Name of parties</b>	<b>Aggregate amount of overdues of existing loans renewed or extended or settled by fresh loans</b>	<b>Percentage* of aggregate to the total loans and advances in nature of loans granted during the year</b>
Subsidiaries	10,396.79	76.49%
Joint Controlled Entities	1,667.36	12.27%

- f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment. Further, the Company has not given any advances in the nature of loans to any party during the year.
- iv. In our opinion and according to the information and explanations given to us and based on the audit procedures conducted by us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to unsecured loans granted, guarantees provided and investments made by the Company. The Company has not given any security under Section 185 and 186 of the Act.
- 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 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. There are no outstanding dues as on the last day of the financial year for a period of more than six months from the date they become payable except mentioned below:

<b>Name of Statute</b>	<b>Nature of dues</b>	<b>Amount (INR In Lakhs)</b>
Employees ' State Insurance Act, 1948	Employers Contribution	1.63
The Income Tax Act, 1961	Tax deducted at Source (Salary)	116.54
The Income Tax Act, 1961	Tax deducted at Source (Non Salary)	30.00
The Income Tax Act, 1961	Interest on TDS (Salary)	8.05
The Income Tax Act, 1961	Interest on TDS (Non Salary)	21.60
The Building and Other Construction Workers' Welfare Cess Act,1996	Labour Cess	43.33

- b) 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 except for the following.

<b>Name of the Statute</b>	<b>Nature of Dues</b>	<b>Amount (INR InLakhs)</b>	<b>Period to which the amountrelates</b>	<b>Forum where the Dispute ispending</b>
Income-Tax Act-1961	Income Tax	1,647.32	2017-18	CIT(A)
Income-Tax Act-1961	Income Tax	49.28	2013-14	CIT(A)

- viii. According to the information and explanations given to us, no transaction or income, not recorded inthe books of accounts, have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act., 1961 (43 of 1961).



ix.

- a) In our opinion and according to the information and explanation given to us, the company has defaulted in repayments of dues to financial institutions and banks during the year. Details of loans overdue as on March 31, 2023 are given in the table below. The company does not have any loans or borrowings from the Government, and has not issued any debentures.

(Amount in lakhs)

Particulars	Amount of default as at Balance Sheet Date		Period of Default
	Principal	Interest	
<b><u>From Banks</u></b>			
ICICI Bank	8.81	-	More than 90 days
Bank of Maharashtra	427.58	28.02	From 0 to 60 days
IDBI Bank	1,017.33	826.44	More than 90 days
Bank of India	5,486.50	756.70	More than 90 days
Deogiri Nagari Sahakari Bank	513.80	35.99	More than 90 days
Dombivli Nagari Sahakari Bank	12.29	25.79	From 0 to 89 days
Kalyan Janta Sahakari Bank	187.94	7.33	More than 90 days
Ambarnath Jaihind Bank	222.49	1.37	More than 90 days
Thane Janata Sahakari Bank	1,749.66	170.78	More than 90 days
Axis Bank	8.33	-	More than 90 days
Federal Bank	62.46	-	From 0 to 60 days
Raigad Bank		5.35	From 0 to 60 days
HDFC Bank	11.29		From 0 to 60 days
<b>Sub-Total</b>	<b>9,708.48</b>	<b>1857.77</b>	
<b><u>From Financial Institutions</u></b>			
Srei Equipment Finance Ltd	551.96	316.02	More than 90 days
Mahindra & Mahindra Financial Services Ltd	2.23	-	More than 90 days
Tata Motors	9.51	-	From 0 to 60 days
<b>Sub-Total</b>	<b>563.70</b>	<b>316.02</b>	
<b>Total</b>	<b>10,272.18</b>	<b>2,173.79</b>	

- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.
- c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- d) According to the information and explanations given to us, the funds raised on short term basis have not been utilised for long term purposes.
- e) According to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

- f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x.
- a) According to the information and explanations given to us and on the basis of examination of records of the Company, the company has not raised any money by way of initial public offer or further public offer during the year. Hence the reporting requirement under clause 3(x)(a) is not applicable to the company.
- b) According to the information and explanations given to us and on the basis of examination of records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Hence the reporting requirement under clause 3(x)(b) is not applicable to the company.
- xi.
- a) 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.
- b) According to the information and explanations given to us, during the year, no report U/s 143(12) of the Companies Act, 2013 has been filed by secretarial auditor, Cost auditor or by Statutory auditors in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) According to the information and explanation given to us, no whistle-blower complaints have been received during the year by the company.
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of Clause 3(xii)(a) to 3(xii)(c) of the order are not applicable to the Company and hence not commented upon.
- 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.
- a) According to the information and explanation given to us, the company has an internal audit system commensurate with the size and nature of its business.
- b) The reports of the Internal Auditors of the company issued till date for the period under audit were considered by us.
- 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 covered under the provisions of sec 192 of the Act and accordingly the provisions of clause (xv) of the Order are not applicable to the Company.

xvi.

- a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934. Accordingly, clause 3(xvi)(a) and (xvi)(b) of the Order is not applicable.
- c) According to the information and explanation given to us, the company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Hence the clause 3(xvi)(c) of the Report is not applicable.
- d) The company is not part of any Group. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

xvii. According to the information and explanation given to us, the company has incurred cash losses in the current and immediately preceding financial year. The amount of cash losses incurred during the year is INR 2,728.51 Lakhs (previous year: INR 545.45 Lakhs)

xviii. According to the information and explanation given to us, there is no resignation of the statutory auditors during the year.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, total liabilities exceeds the total assets maturing within one year from the balance sheet date. These facts cause us to believe that there exists material uncertainty as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

xx.

- a) According to the information and explanation given to us, there are no unspent amount in respect of other than ongoing projects which are required to be transferred to a Fund specified in Schedule VII to the Companies Act, within a period of 6 months of the expiry of the financial year in compliance with second proviso to Sec 135 (5) of the said Act.
- b) According to the information and explanation given to us, there are no unspent amounts in respect of ongoing project which are required to be transferred to special account in compliance with the provision under section 135(6) of the said Act.

**For GMJ & Co**  
**Chartered Accountants**  
**FRN: 103429W**

**CA Madhu Jain**  
**Partner**  
**M. No.: 155537**  
**UDIN: 231555 37BGWQ GT3873**  
**Place: Mumbai**  
**Date: May 30, 2023**

## **ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT ON STANDALONE IND AS FINANCIAL STATEMENTS OF MEP INFRASTRUCTURE DEVELOPERS LIMITED**

**(Referred to in paragraph 1 (i) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the members of MEP Infrastructure Developers Limited of even date)**

**Report on the Internal Financial Controls with reference to Standalone Financials Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls with reference to standalone financial statements of **MEP INFRASTRUCTURE DEVELOPERS LIMITED** (“the Company”) as of March 31, 2023 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 with respect to standalone financial statements 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 (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 Act.

### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements.. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 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 with reference to standalone financial statements.

### **Meaning of Internal Financial Controls with reference to standalone financial statements**

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 with reference to Standalone Financial Statements**

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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **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 with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to standalone financial statements 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 ICAI.

**For GMJ & Co**  
**Chartered Accountants**  
**FRN: 103429W**

**CA Madhu Jain**  
**Partner**  
**M. No.: 155537**  
**UDIN: 231555 37BGWQ GT3873**  
**Place: Mumbai**  
**Date: May 30, 2023**

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Balance Sheet

as at March 31, 2023

	Notes	As at March 31, 2023	As at March 31, 2022
<b>ASSETS</b>			
<b>Non current assets</b>			
Property, Plant and Equipment	3	1,426.66	2,827.56
Right-of-use assets	34	356.22	660.76
Other Intangible assets	4	-	91.68
<b>Financial Assets</b>			
i Investments	5	42,383.78	84,060.60
i Loans	6	2.94	28.40
i Other financial assets	7	298.30	915.44
Deferred tax assets (net)	8	4,958.56	4,970.12
Other non current assets	9	5,867.40	13,940.76
<b>Total non current assets</b>		<b>55,293.86</b>	<b>1,07,495.32</b>
<b>Current assets</b>			
Inventories	10	367.02	490.35
<b>Financial Assets</b>			
i Trade receivables	11	1,752.43	363.34
i Cash and cash equivalents	12	358.75	216.08
i Balances with bank other than (ii) above	12	1,035.47	2,340.89
i Loans	13	12,097.83	10,842.17
\ Other financial assets	14	28,145.56	24,448.29
Other current assets	15	26,549.98	30,413.15
<b>Total current assets</b>		<b>70,307.04</b>	<b>69,114.27</b>
<b>Assets held for sale</b>	40	<b>37,934.05</b>	-
<b>Total Assets</b>		<b>1,63,534.95</b>	<b>1,76,609.59</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	16	18,344.61	18,344.61
Other Equity	17	11,340.76	22,046.42
<b>Total Equity</b>		<b>29,685.37</b>	<b>40,391.03</b>
<b>Liabilities</b>			
<b>Non current liabilities</b>			
<b>Financial liabilities</b>			
i Borrowings	18	5,337.31	9,761.79
i Lease liability	34	126.36	480.45
Provisions	19	145.82	261.09
Other non-current liabilities	20	7,252.31	7,822.09
<b>Total non current liabilities</b>		<b>12,861.80</b>	<b>18,325.42</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
i Borrowings	21	20,418.83	17,321.53
i Lease liability	34	348.06	345.78
i Trade payables	22		
Total outstanding due to micro and small enterprises		68.23	84.55
Total outstanding due to creditors other than micro and small enterprises		75,097.23	74,985.85
i Other financial liabilities	23	14,756.20	14,653.00
Provisions	19	206.62	215.27
Other current liabilities	24	10,092.61	10,287.16
<b>Total current liabilities</b>		<b>1,20,987.78</b>	<b>1,17,893.14</b>
<b>Total liabilities</b>		<b>1,33,849.58</b>	<b>1,36,218.56</b>
<b>Total Equity and Liabilities</b>		<b>1,63,534.95</b>	<b>1,76,609.59</b>

Significant Accounting Policies

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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 GMJ & Co**

**Chartered Accountants**

Firm's Registration No: 103429W

**For and on behalf of the Board of Directors of**

**MEP Infrastructure Developers Limited**

CIN: L45200MH2002PLC136779

**CA Madhu Jain**

**Partner**

Membership No: 155537

UDIN : 231555 37BGWQ GT3873

**Jayant D. Mhaiskar**

*Managing Director*

DIN: 00716351

**Anuya J. Mhaiskar**

*Director*

DIN: 00707650

**Rajendra Pawar**

*Chief Financial Officer*

Mumbai

Date: 30 May 2023

**Vikram Mukadam**

*Company Secretary*

Mumbai

Date: 30 May 2023



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Statement of Profit and Loss

for the year ended March 31, 2023

	Note	For the year ended March 31, 2023	For the year ended March 31, 2022	
<b>I</b>	Revenue from operations	25	5,953.19	19,417.54
<b>II</b>	Other income	26	1,259.79	2,849.64
<b>III</b>	<b>Total Income ( I + II)</b>		<b>7,212.98</b>	<b>22,267.18</b>
<b>IV</b>	<b>Expenses</b>			
	Cost of material consumed	27(a)	268.58	4,911.76
	Operating and maintenance expenses	27(b)	3,822.11	5,382.01
	Employee Benefits Expenses	28	1,395.16	2,908.96
	Finance costs	29	4,170.15	4,238.31
	Depreciation and amortisation expenses	3, 4, 34	795.57	8,209.55
	Other expenses	30	9,906.65	5,371.60
	<b>Total Expenses (IV)</b>		<b>20,358.22</b>	<b>31,022.19</b>
<b>V</b>	<b>Profit/(loss) before exceptional items and (III-IV)</b>		<b>(13,145.24)</b>	<b>(8,755.01)</b>
<b>VI</b>	<b>Exceptional Items</b>		-	(4,399.31)
<b>VII</b>	<b>Profit/(loss) from ordinary activities before tax (V-VI)</b>		<b>(13,145.24)</b>	<b>(4,355.70)</b>
<b>VIII</b>	<b>Tax expenses</b>	8		
	Current tax		-	-
	For current year		-	-
	For earlier years		-	-
	Deferred tax charge/( credit)		(5.09)	197.35
	<b>Total tax expenses</b>		<b>(5.09)</b>	<b>197.35</b>
<b>IX</b>	<b>Loss for the year (VII-VIII)</b>		<b>(13,140.15)</b>	<b>(4,553.05)</b>
<b>X</b>	<b>Other comprehensive income/(loss)</b>			
	(i) Items that will not be reclassified to profit or loss			
	Remeasurement of defined benefit obligations	43	66.14	198.95
	(ii) Income tax relating to above items that will not be reclassified to profit or loss	8	(16.65)	(50.07)
	<b>Other comprehensive income/(loss) for the year (net of taxes)</b>		<b>49.49</b>	<b>148.88</b>
<b>XI</b>	<b>Total comprehensive income/(loss) for the year (IX+X)</b>		<b>(13,090.66)</b>	<b>(4,404.17)</b>
	Basic and diluted earnings per share (Rs.)	33	<b>(7.16)</b>	<b>(2.48)</b>
	[Nominal value of shares Rs. 10 (31 March 2022 : Rs. 10) each]			

Significant Accounting Policies

Notes to Financial Statements

2

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 GMJ & Co

Chartered Accountants

Firm's Registration No: 103429W

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

CIN: L45200MH2002PLC136779

CA Madhu Jain

Partner

Membership No: 155537

UDIN : 231555 37BGWQ GT3873

Jayant D. Mhaikar

Managing Director

DIN: 00716351

Anuya J. Mhaikar

Director

DIN: 00707650

Rajendra Pawar

Chief Financial Officer

Mumbai

Date: 30 May 2023

Vikram Mukadam

Company Secretary

Mumbai

UDIN : 231555 37BGWQ GT3873

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

Audited Standalone Statement of Cash Flow for the Year Ended March 31, 2023

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit/(loss) before tax	(13,145.24)	(4,355.70)
<b>Adjustments for:</b>		
Depreciation and amortisation	795.57	8,209.55
Finance costs	4,170.15	4,238.31
Dividend income	(4.84)	(3.20)
Exceptional Items	-	(4,399.31)
Interest income	(428.72)	(160.85)
Interest income from related parties	-	(766.34)
Loss on Sale of Assets	3.02	-
Profit on Sale of Assets	-	(1,358.85)
Provisions no longer required	(472.92)	(399.68)
Provisions for doubtful claims	749.19	-
Impairment of Investment/assets	5,605.28	-
<b>Operating profit/(loss) before working capital changes</b>	<b>(2,728.51)</b>	<b>1,003.93</b>
<b>Adjustments for changes in working capital:</b>		
(Increase)/Decrease in trade receivables	(1,389.09)	600.54
(Increase)/Decrease in non-current financial assets - loans	25.46	(20.39)
(Increase)/Decrease in non-current financial assets - others	(3.44)	28.21
(Increase)/Decrease in current financial assets - loans	524.88	(2,678.40)
(Increase)/Decrease in current financial assets - others	1,057.08	23,864.07
(Increase)/Decrease in other non current assets	2,452.05	(769.73)
(Increase)/Decrease in other current assets	2,539.40	19,921.43
(Increase)/Decrease in inventories	123.33	952.56
Increase/(Decrease) in trade payables	95.04	(3,177.95)
Increase/(Decrease) in current financial liabilities - other	(1,232.05)	(9,596.45)
Increase/(Decrease) in short term provisions	(8.65)	(33.66)
Increase/(Decrease) in long term provisions	(49.13)	75.33
Increase/(Decrease) in other non-current liabilities	(569.78)	807.57
Increase/(Decrease) in other current liabilities	(194.55)	(45,969.86)
<b>Cash generated from operations</b>	<b>642.04</b>	<b>(14,992.81)</b>
Income tax	(66.48)	(222.70)
<b>Net cash from operating activities (A)</b>	<b>575.56</b>	<b>(15,215.51)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Property Plant and Equipment including capital advances	(73.15)	(108.08)
Sale of Property Plant and Equipment	971.02	2,713.27
Dividend received	4.84	3.20
Loans and advances to related parties - given	(8,913.84)	(5,277.74)
Loans and advances to related parties - repayment received	7,123.07	10,812.25
Loans and advances to others - given	(4,601.82)	(4,662.22)
Loans and advances to others - repayment received	4,601.82	5,519.35
Investment in subsidiary/jointly controlled entity	-	11,149.12
Interest received	149.13	4,185.81
Investment in fixed deposits	(1,312.06)	(2,846.88)
Redemption / maturity of fixed deposits	3,229.04	3,353.95
<b>Net cash (used in) investing activities (B)</b>	<b>1,178.05</b>	<b>24,842.03</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Proceeds from borrowings	12,432.63	5,154.38
Repayment of borrowings	(13,769.14)	(9,737.06)
Repayment of lease liabilities	(361.08)	(839.58)
Interest paid	(2,298.37)	(4,322.07)
Share warrant	2,385.00	-
<b>Net cash generated from/(used in) financing activities (C)</b>	<b>(1,610.95)</b>	<b>(9,744.33)</b>
Net Increase/(Decrease) in cash and cash equivalents (A + B + C)	142.66	(117.81)
Cash and cash equivalents as at the beginning of the year	216.08	333.89
<b>Cash and cash equivalents as at the end of the year</b>	<b>358.75</b>	<b>216.08</b>
<b>Cash and cash equivalents includes:</b>		
Cash on hand	6.18	28.89
Bank balances :		
In current accounts	351.38	158.62
Demand deposits ( less than 3 months maturity )	-	27.38
Unclaimed dividend	0.91	0.91
Unclaimed share application money	0.28	0.28
<b>Total cash and cash equivalents</b>	<b>358.75</b>	<b>216.08</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Change in liability arising from financing activities

Particulars	01 April 2022	Cashflows	Non cash changes	31 March 2023
Borrowing (Refer Note 18 and 21)	27,083.32	(1,336.51)	9.33	25,756.14
Lease liability (Refer Note 34)	826.22	(361.08)	9.28	474.42
	<b>27,909.54</b>	<b>(1,697.59)</b>	<b>18.61</b>	<b>26,230.56</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 GMJ & Co**

**Chartered Accountants**

Firm's Registration No: 103429W

**For and on behalf of the Board of Directors of**

**MEP Infrastructure Developers Limited**

CIN: L45200MH2002PLC136779

**CA Madhu Jain**

**Partner**

Membership No: 155537

UDIN : 231555 37BGWQ GT3873

**Jayant D. Mhaiskar**

*Managing Director*

DIN: 00716351

**Anuya J. Mhaiskar**

*Director*

DIN: 00707650

**Rajendra Pawar**

*Chief Financial Officer*

Mumbai

**Vikram Mukadam**

*Company Secretary*

Mumbai

Date: 30 May 2023

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Statement of Changes in Equity

### A. Equity Share Capital (Refer note 16)

Particulars	Note	Amount
<b>Balance as at March 31, 2021</b>		<b>18,344.61</b>
Changes in equity share capital due to prior period errors		-
<b>Restated Balance as at March 31, 2021</b>		<b>18,344.61</b>
Issue of shares during the year		-
<b>Balance as at March 31, 2022</b>	16	<b>18,344.61</b>
Changes in equity share capital due to prior period errors		-
<b>Restated Balance as at March 31, 2022</b>		<b>18,344.61</b>
Issue of shares during the year		-
<b>Balance as at March 31, 2023</b>	16	<b>18,344.61</b>

### B. Other Equity

Particulars	Reserves and Surplus		Money received against Share Warrants (Refer Note 17 )	Total
	Securities Premium (Refer Note 17 )	Retained earnings (Refer Note 17 )		
<b>Balance as at March 31, 2021</b>	<b>40,354.12</b>	<b>(13,903.54)</b>	-	<b>26,450.58</b>
Profit/(loss) for the year	-	(4,553.05)	-	(4,553.05)
Other comprehensive income	0	148.88	-	148.88
			-	-
<b>Balance as at March 31, 2022</b>	<b>40,354.12</b>	<b>(18,307.70)</b>	-	<b>22,046.42</b>
Profit/(loss) for the year	-	(13,140.15)	-	(13,140.15)
Addition/Reduction during the year	-	-	2,385.00	2,385.00
Other comprehensive income	-	49.49	-	49.49
<b>Balance as at March 31, 2023</b>	<b>40,354.12</b>	<b>(31,398.36)</b>	<b>2,385.00</b>	<b>11,340.76</b>

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

### For GMJ & Co

Chartered Accountants

Firm's Registration No: 103429W

### For and on behalf of the Board of Directors of

MEP Infrastructure Developers Limited

CIN: L45200MH2002PLC136779

### CA Madhu Jain

Partner

Membership No: 155537

UDIN : 231555 37BGWQ GT3873

### Jayant D. Mhaikar

Managing Director

DIN: 00716351

### Anuya J. Mhaikar

Director

DIN: 00707650

### Rajendra Pawar

Chief Financial Officer

Mumbai

Date: 30 May 2023

### Vikram Mukadam

Company Secretary

Mumbai

Date: 30 May 2023

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### 1 Corporate information

MEP Infrastructure Developers Limited (Formerly known as MEP Infrastructure Developers Private Limited) ('MEPIDL' or 'the Company') having its registered office at 2102, Floor- 21st, Plot-62,Kesar Equinox, Sir Bhalchandra Road, Hindu Colony, Dadar (E), Mumbai – 400014, 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, 2023 along with comparative financial information for the year March 31, 2022 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 31st March 2023 were approved for issue in accordance with the resolution of the Board of Directors on 30 May, 2023.

#### 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.

##### 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) Impairment of investments in subsidiaries and jointly controlled entities

The Company reviews its carrying value of investments carried at cost / amortised cost annually, or more frequently when there is an indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the statement of profit and loss.

##### e) Provisions, contingent liabilities :

A provision is recognised when the Company has a present obligation as a result of past event 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. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value unless the effect of time value of money is material and are determined based on best estimate required to settle the obligation at the Standalone Balance sheet date. These are reviewed at each Standalone Balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

**Notes to Financial Statements**  
for the year ended March 31, 2023

### 2 Significant accounting policies (Continued)

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 Rs. 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

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**

**UDIN 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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

**Notes to Financial Statements**  
for the year ended March 31, 2023

## 2 Significant accounting policies (Continued)

### 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.

Assessment of net realisable value is made at each reporting period end and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

### 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.

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:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- 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:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets., and
- 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 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.



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements for the year ended March 31, 2023

### 2 Significant accounting policies (Continued)

#### 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'.

Provision for Impairment of Claims and other receivables is carried out as per the following schedule

Ageing - Upto 5 years - 0 % (Cumulative 0%)
Ageing - 5 to 6 years - 5 % (Cumulative 5%)
Ageing - 6 to 7 years - 10 % (Cumulative 15%)
Ageing - 7 to 8 years - 15 % (Cumulative 30%)
Ageing - 8 to 9 years - 20 % (Cumulative 50%)
Ageing - above 9 years - 50 % (Cumulative 100%)

#### 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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### 2 Significant accounting policies (Continued)

#### Foreign currency transactions

The functional currency and presentation currency of the Company is Indian Rupee.

Transactions in currencies other than the Company's functional currency are recorded on initial recognition using the exchange rate at the transaction date.

At each Balance Sheet date, foreign currency monetary items are reported at the closing spot rate. Non-monetary items that are measured in terms of historical cost in foreign currency are not translated.

Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing spot rate are recognised in the Statement of Profit and Loss in the period in which they arise except for:

A. exchange differences on foreign currency borrowings relating to assets under construction for future productive use, are included in the cost of those assets when such exchange differences are regarded as an adjustment to finance costs on those foreign currency borrowings; and

B. exchange differences on transactions entered into to hedge certain foreign currency risks.

(iii) exchange rate as of the date on which the non-monetary asset or non-monetary liability is recognised on payment or receipt of advance consideration is used for initial recognition of related asset, expense or income.

(iv) Financial statements of foreign operations whose functional currency is different than Indian Rupees are translated into Indian Rupees as follows:

A. assets and liabilities for each Balance Sheet presented are translated at the closing rate at the date of that Balance Sheet;

B. income and expenses for each income statement are translated at average exchange rate for the reporting period; and

C. all resulting exchange differences are recognised in other comprehensive income and accumulated in equity as foreign currency translation reserve for subsequent reclassification to profit or loss on disposal of such foreign operations.

#### vii) Leases

On 30 March 2019, the Ministry of Corporate Affairs ("MCA") through the Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases and other interpretations.

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees.

Effective from 1 April 2019 ("the date of transition"), the Company has applied Ind AS 116 using the modified prospective approach, under which the right-of-use asset is equals to lease liability on 1 April 2019. Accordingly, the comparative information is not restated – i.e. it is presented, as previously reported, under Ind AS 17. Additionally, the disclosure requirements in Ind AS 116 have not generally been applied to comparative information.

On transition to Ind AS 116, the Company elected to apply the practical expedient to grandfather the assessment of which transactions are leases. The Company has applied Ind AS 116 only to contracts that were previously identified as leases under Ind AS 17. Therefore, the definition of a lease under Ind AS 116 was applied only to contracts entered into or changed on or after 1 April 2019.

#### As a lessee

The company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;

- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

- Amounts expected to be payable under a residual value guarantee; and

- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

#### Short-term leases and leases of low-value assets

The company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### Under IND AS 17

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

All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

#### 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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### 2 Significant accounting policies (Continued)

#### 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 recognition

##### Revenue from contracts with customers

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.

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation

Step 5. Recognise revenue when (or as) the entity satisfies a performance obligation.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Significant judgments are used in:

- a. Determining the revenue to be recognised in case of performance obligation satisfied over a period of time; revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation.
- b. Determining the expected losses, which are recognised in the period in which such losses become probable based on the expected total contract cost as at the reporting date.
- c. Determining the method to be applied to arrive at the variable consideration requiring an adjustment to the transaction price.

##### 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.

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.

Claims recognised to the extent that it is probable that they will result in revenue, they are capable of being reliably measured and it is not unreasonable to expect ultimate collection.

###### 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

###### 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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### 2 Significant accounting policies (Continued)

#### 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.

##### 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.

#### 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 those components of the business whose operating results are regularly reviewed by the chief operating decision making body in the Company to make decisions for performance assessment and resource allocation.

The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

Segment accounting policies are in line with the accounting policies of the Company. In addition, the following specific accounting policies have been followed for segment reporting:

- i) Segment revenue includes sales and other operational revenue directly identifiable with/allocable to the segment including inter segment revenue.
- ii) Expenses that are directly identifiable with/allocable to segments are considered for determining the segment result.
- iii) Most of the common costs are allocated to segments mainly on the basis of the respective segment revenue estimated at the beginning of the reporting period.

Income which relates to the Company as a whole and not allocable to segments is included in "unallocable corporate income/(expenditure)(net)".

v) Segment result represents profit before interest and tax and includes margins on inter-segment capital jobs, which are reduced in arriving at the profit before tax of the Company.

vi) Segment result includes the finance costs incurred on interest bearing advances with corresponding credit included in "unallocable corporate income/(expenditure)(net)".

vii) Segment results have not been adjusted for any exceptional item.

viii) Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Company as a whole.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

for the year ended March 31, 2023

#### 2 Significant accounting policies (Continued)

##### xv) Cash Flow Statement:

Cash flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

##### xvi) Assets held for sale

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all of the following criteria's are met:

- (i) decision has been made to sell.
  - (ii) the assets are available for immediate sale in its present condition.
  - (iii) the assets are being actively marketed and
  - (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.
- These are measured at the lower of their carrying amount and fair value less costs to sale.

Non-current assets held for sale are not depreciated or amortised.

##### xv) Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

###### Amendment to Existing issued Ind AS

The MCA has notified below amendments which are effective 1st April 2023:

- Amendments to Ind AS 1, Presentation of Financial Statements
- Amendments to Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
- Amendments to Ind AS 12, Income Taxes

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

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 3 - Property, Plant and Equipment - As at March 31, 2023

	Gross Block ( At Cost)				Accumulated Depreciation			Net Block		
	As at April 1, 2022	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2023	As at April 1, 2022	Charge for the year	Deductions/ Adjustments	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Office premises	1,908.04	-	1,157.46	750.58	410.24	77.04	192.64	294.64	455.94	1,497.80
Vehicles	1,862.02	1.91	35.49	1,828.44	1,486.95	139.36	33.35	1,592.96	235.48	375.07
Computer system	576.49	6.04	-	582.53	559.36	16.79	-	576.15	6.38	17.13
Toll equipments	7.70	-	-	7.70	3.68	0.73	-	4.41	3.29	4.02
Office equipments	311.76	9.56	8.73	312.59	255.80	26.55	8.18	274.17	38.42	55.95
Furnitures and fixtures	724.04	-	-	724.04	455.38	69.30	-	524.68	199.36	268.66
Plant and equipment	1,456.12	-	24.76	1,431.36	847.20	114.60	18.23	943.57	487.79	608.92
<b>Total</b>	<b>6,846.17</b>	<b>17.51</b>	<b>1,226.44</b>	<b>5,637.24</b>	<b>4,018.61</b>	<b>444.37</b>	<b>252.40</b>	<b>4,210.58</b>	<b>1,426.66</b>	<b>2,827.56</b>

\* Refer to Note No.18 and 21 for details of Property, Plant and Equipment that have been pledged as a security/ mortgaged with various Banks/Financial Institutions against loans taken.

### Note 3 - Property, Plant and Equipment - As at March 31, 2022

	Gross Block ( At Cost)				Accumulated Depreciation			Net Block		
	As at April 1, 2021	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2022	As at April 1, 2021	Charge for the year	Deductions/ Adjustments	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Office premises	2,300.70	-	392.66	1,908.04	438.98	83.07	111.81	410.24	1,497.80	1,861.72
Vehicles	3,211.89	26.63	1,376.50	1,862.02	2,080.70	361.74	955.49	1,486.95	375.07	1,131.18
Computer system	2,132.00	6.36	1,561.87	576.49	1,555.15	49.11	1,044.90	559.36	17.13	576.85
Toll equipments	238.49	0.31	231.10	7.70	162.49	1.35	160.16	3.68	4.02	76.01
Office equipments	466.11	19.15	173.50	311.76	381.10	21.67	146.97	255.80	55.96	85.00
Furnitures and fixtures	724.04	-	-	724.04	349.01	106.37	-	455.38	268.66	375.03
Plant and equipment	1,427.85	152.19	123.92	1,456.12	766.25	166.75	85.80	847.20	608.92	661.60
<b>Total</b>	<b>10,501.08</b>	<b>204.64</b>	<b>3,859.55</b>	<b>6,846.17</b>	<b>5,733.68</b>	<b>790.06</b>	<b>2,505.13</b>	<b>4,018.61</b>	<b>2,827.56</b>	<b>4,767.40</b>

\* Refer to Note No.18 and 21 for details of Property, Plant and Equipment that have been pledged as a security/ mortgaged with various Banks/Financial Institutions against loans taken.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 4

#### Intangible assets - As at March 31, 2023

	Gross Block ( At Cost)			Accumulated Amortization			Net Block		
	As at April 1, 2022	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2023	As at April 1, 2022	Charge for the year	Deductions/ Adjustments	As at March 31, 2023	As at March 31, 2023
<b>Intangible Assets:</b>									
Toll Collection Rights	10,629.65	-	-	10,629.65	10,537.97	91.68	-	10,629.65	-
<b>Total</b>	<b>10,629.65</b>	<b>-</b>	<b>-</b>	<b>10,629.65</b>	<b>10,537.97</b>	<b>91.68</b>	<b>-</b>	<b>10,629.65</b>	<b>-</b>

\* Refer to Note No.18 and 21 for details of Intangible assets that have been pledged as a security/ mortgaged with various Banks/Financial Institutions against loans taken.

#### Intangible assets - As at March 31, 2022

	Gross Block ( At Cost)			Accumulated Amortization			Net Block		
	As at April 1, 2021	Additions/ Adjustments	Deductions/ Adjustments	As at March 31, 2022	As at April 1, 2021	Charge for the year	Deductions/ Adjustments	As at March 31, 2022	As at March 31, 2022
<b>Intangible Assets:</b>									
Toll Collection Rights	6,475.55	6,273.00	2,118.90	10,629.65	3,773.70	6,764.27	-	10,537.97	91.68
<b>Total</b>	<b>6,475.55</b>	<b>6,273.00</b>	<b>2,118.90</b>	<b>10,629.65</b>	<b>3,773.70</b>	<b>6,764.27</b>	<b>-</b>	<b>10,537.97</b>	<b>91.68</b>

\* Refer to Note No.18 and 21 for details of Intangible assets that have been pledged as a security/ mortgaged with various Banks/Financial Institutions against loans taken.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### Note 5

##### Non Current Investments

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>(A) Trade Investments</b>		
<b>(Unquoted, fully paid up, at cost)</b>		
In Subsidiary Companies		
Equity shares (Refer note 5(a) below)	17,481.56	55,415.61
Preference shares (Refer note 5(b) below)	2,000.00	2,000.00
In Jointly Controlled Entity and Associates (Refer note 5( c) below)	26,585.98	26,585.98
Less: Impairment in the value of Investments	(3,749.30)	(6.53)
<b>(B) Other Investments</b>		
<b>(Unquoted, fully paid up)</b>		
<b>In equity Instruments at FVTPL</b>		
<b>In Others</b>		
4,000 (previous year : 4,000) equity shares of Jankalyan Sahakari Bank Limited of Rs. 10 each.	0.40	0.40
1,00,000 (previous year : 1,00,000) equity shares of The Kalyan Janata Sahakari Bank Limited of Rs. 25 each.	25.00	25.00
9,980 (previous year : 9,980) equity shares of Thane Janata Sahakari Bank Limited of Rs. 50 each.	4.99	4.99
5,010 (previous year : 5,010) equity shares of Ambernath Jai - Hind Co-Op Bank Limited of Rs. 100 each.	5.01	5.01
20,600 (previous year : 20,600) equity shares of Deogiri Nagari Sahakari Bank Limited of Rs. 25 each.	5.15	5.15
49,970 (previous year : 49,970) equity shares of Dombivli Nagari Sahakari Bank Limited of Rs. 50 each.	24.99	24.99
	<b>65.54</b>	<b>65.54</b>
	<b>42,383.78</b>	<b>84,060.60</b>

##### Non Current Investments

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)	46,133.08	84,060.60
Aggregate amount of impairment in value of investments	3,749.30	6.53

Considering the Long term business outlook and future growth plans of the MEP Group, Management is of the opinion that losses in subsidiary companies namely MEP Chennai Bypass Toll Road Private Limited and MEP RGSL Toll Bridge 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.



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### Note 5(a)

#### In Equity Shares of Subsidiary Companies as at March 31, 2023

Name of the entity	Number of Shares	Face Value (Rs.)	Total (Rs. in lakhs)	Proportion of ownership interest held	Principal activities
<b>Subsidiaries</b>					
MEP Infrastructure Private Limited	-	10	-	99.99%	Collection of toll, road repair and maintenance of structures, flyovers, etc
Raima Ventures Private Limited	1,14,98,850	10	1,149.89	100.00%	Collection of toll
Rideema Toll Private Limited	24,88,500	100	2,599.02	100.00%	Collection of toll
MEP Chennai Bypass Toll Road Private Limited	51,59,980	10	516.00	100.00%	Operation, Maintenance and Collection of toll
MEP Hyderabad Bangalore Toll Road Private Limited	1,50,74,890	10	1,507.49	99.99%	Operation, Maintenance and Collection of toll
Raima Toll Road Private Limited	1,84,64,980	10	1,846.50	100.00%	Operation, Maintenance and Collection of toll
MEP Nagzari Toll Road Private Limited	6,39,800	10	63.98	100.00%	Collection of toll
MEP IRDP Solapur Toll Road Private Limited	8,19,800	10	81.98	100.00%	Collection of toll
MEP Highway Solutions Private Limited	91,84,800	10	967.33	100.00%	Construction and maintenance activities
MEP RGSL Toll Bridge Private Limited	4,38,79,800	10	4,387.98	100.00%	Operation, Maintenance and Collection of toll
Raima Toll and Infrastructure Private Limited	69,99,990	10	700.00	100.00%	Collection of toll
MEP Tormato Private Limited	1,29,99,999	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
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
MEP Longjian ACR Private Limited	5,100	10	0.51	51.00%	Construction and maintenance of roads
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	2,29,03,060	10	2,290.31	51.00%	Construction and maintenance of roads
MEPIDL Enterprises LLC	49	AED 1500	12.97	49.00%	Construction and maintenance of roads
Less: Impairment in the value of Investments*			(2,307.18)		
			<b>15,174.38</b>		

\* During the year the Company has provided impairment against its investment (Refer Note 37).

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### In Equity Shares of Subsidiary Companies as at March 31, 2022

Name of the entity	Number of Shares	Face Value (Rs.)	Total (Rs. in lakhs)	Proportion of ownership interest held	Principal activities
<b>Subsidiaries</b>					
MEP Infrastructure Private Limited	37,42,78,998	10	37,934.05	100.00%	Collection of toll, road repair and maintenance of structures, flyovers, etc
Raima Ventures Private Limited	1,14,98,850	10	1,149.89	100.00%	Collection of toll
Rideema Toll Private Limited	24,88,500	100	2,599.02	100.00%	Collection of toll
MEP Chennai Bypass Toll Road Private Limited	51,59,980	10	516.00	100.00%	Operation, Maintenance and Collection of toll
MEP Hyderabad Bangalore Toll Road Private Limited	1,50,74,890	10	1,507.49	99.99%	Operation, Maintenance and Collection of toll
Raima Toll Road Private Limited	1,84,64,980	10	1,846.50	100.00%	Operation, Maintenance and Collection of toll
MEP Nagzari Toll Road Private Limited	6,39,800	10	63.98	100.00%	Collection of toll
MEP IRDP Solapur Toll Road Private Limited	8,19,800	10	81.98	100.00%	Collection of toll
MEP Highway Solutions Private Limited	91,84,800	10	967.33	100.00%	Construction and maintenance activities
MEP RGSL Toll Bridge Private Limited	4,38,79,800	10	4,387.98	100.00%	Operation, Maintenance and Collection of toll
Raima Toll and Infrastructure Private Limited	69,99,990	10	700.00	100.00%	Collection of toll
MEP Tormato Private Limited	1,29,99,999	10	1,350.58	100.00%	Installation of toll equipments , Cameras, Weigh bridges, etc
UDIN : 231555 37BGWQ GT3873	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
MEP Longjian ACR Private Limited	5,100	10	0.51	51.00%	Construction and maintenance of roads
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	2,29,03,060	10	2,290.31	51.00%	Construction and maintenance of roads
MEPIDL Enterprises LLC	49	AED 1500	12.97	49.00%	Construction and maintenance of roads
Less: Impairment in the value of Investments			(1.53)		
			<b>55,414.08</b>		

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### Note 5 : Non Current Investment (continued)

##### Note 5(b)

##### In Preference Shares of Subsidiary Companies as at March 31, 2023

Name of the entity	Number of Shares	Face Value (Rs.)	Total (Rs. in lakhs)	Proportion of ownership interest held	Principal activities
12% Non-Cumulative redeemable preference shares of MEP Hyderabad Bangalore Toll Road Private Limited	2,00,00,000	10	2,000.00	-	Operation, Maintenance and Collection of toll
<b>TOTAL</b>			<b>2,000.00</b>		

##### In Preference Shares of Subsidiary Companies as at March 31, 2022

Name of the entity	Number of Shares	Face Value (Rs.)	Total (Rs. in lakhs)	Proportion of ownership interest held	Principal activities
12% Non-Cumulative redeemable preference shares of MEP Hyderabad Bangalore Toll Road Private Limited	2,00,00,000	10	2,000.00	-	Operation, Maintenance and Collection of toll
<b>TOTAL</b>			<b>2,000.00</b>		

##### Note 5 ( c )

##### In Equity shares of Jointly Controlled Entities and Associates as at March 31, 2023

Name of the entity	Number of Shares	Face Value (Rs.)	Total (Rs. 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	5,89,56,261	10	5,895.63	74.00%	Construction and maintenance of roads
MEP Sanjose Nagpur Ring Road 2 Private Limited	4,98,15,061	10	4,981.51	74.00%	Construction and maintenance of roads
MEP Sanjose Arawali Kante Road Private Limited	3,49,52,400	10	3,495.24	74.00%	Construction and maintenance of roads
MEP Sanjose Kante Waked Road Private Limited	4,78,88,170	10	4,788.82	74.00%	Construction and maintenance of roads
MEP Sanjose Talaja Mahuva Road Private Limited	3,89,36,000	10	3,893.60	60.00%	Construction and maintenance of roads
MEP Sanjose Mahuva Kagavadar Road Private Limited	3,52,56,000	10	3,525.60	60.00%	Construction and maintenance of roads
Ozoneland MEP Solapur Ring Road Private Limited	2,600	10	0.26	26.00%	Construction and maintenance of roads
SMYR Consortium LLP	NA	NA	5.00	25.00%	Collection of toll
Less: Impairment in the value of Investments			(1,442.12)		
<b>TOTAL</b>			<b>25,143.86</b>		

##### Note 5 ( c )

##### In Equity shares of Jointly Controlled Entities and Associates as at March 31, 2022

Name of the entity	Number of Shares	Face Value (Rs.)	Total (Rs. 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	5,89,56,261	10	5,895.63	74.00%	Construction and maintenance of roads
MEP Sanjose Nagpur Ring Road 2 Private Limited	4,98,15,061	10	4,981.51	74.00%	Construction and maintenance of roads
MEP Sanjose Arawali Kante Road Private Limited	3,49,52,400	10	3,495.24	74.00%	Construction and maintenance of roads
MEP Sanjose Kante Waked Road Private Limited	4,78,88,170	10	4,788.82	74.00%	Construction and maintenance of roads
MEP Sanjose Talaja Mahuva Road Private Limited	3,89,36,000	10	3,893.60	60.00%	Construction and maintenance of roads
MEP Sanjose Mahuva Kagavadar Road Private Limited	3,52,56,000	10	3,525.60	60.00%	Construction and maintenance of roads
Ozoneland MEP Solapur Ring Road Private Limited	2,600	10	0.26	26.00%	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>26,580.98</b>		

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 6

#### Non Current Financial Assets-Loans

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
<b>To parties other than related parties:</b>		
Loans to employees	2.94	28.40
<b>Total</b>	<b>2.94</b>	<b>28.40</b>

Refer to Note 13 for Current Portion of Loans to employees

### Note 7

#### Non Current Financial Assets-Others

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Security deposits	150.11	146.67
(ii) Fixed deposits with banks with maturity period more than twelve months from reporting date (Refer Note 12 )	144.46	756.02
(iii) Others :		
Interest accrued on fixed deposits	3.73	12.75
<b>Total</b>	<b>298.30</b>	<b>915.44</b>

Refer to Note 14 for Current Portion of Security Deposits

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 8

#### Taxation

##### i. Amounts recognised in profit or loss

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Current Tax</b>		
Current year	-	-
Earlier years	-	-
<b>Total current tax</b>	<b>-</b>	<b>-</b>
<b>Deferred tax</b>		
Deferred tax on origination and reversal of temporary differences	(5.09)	197.35
<b>Total deferred tax</b>	<b>(5.09)</b>	<b>197.35</b>
<b>Total Income tax (income) / expense</b>	<b>(5.09)</b>	<b>197.35</b>

##### ii. Income Tax in Other Comprehensive income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Remeasurement of defined benefit obligations	(66.14)	(198.95)
Tax benefit	16.65	50.07
<b>Net of tax</b>	<b>(49.49)</b>	<b>(148.88)</b>

##### iii. Reconciliation of effective tax

The table below explains the differences between the expected tax expense, at the Indian statutory tax rate of 25.168% (Previous year:25.168%) payable by corporate entities in India on taxable profits under tax laws in India, and the Company's total tax expense for the year.

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Profit / (loss) before tax as per Statement of Profit and loss</b>	<b>(13,145.24)</b>	<b>(4,355.70)</b>
Tax using the domestic tax rate of company	(3,308.39)	(1,096.24)
<b>Tax effects of:</b>		
Expenses not deductible for tax purposes	384.65	197.03
Income not chargeable to tax	(302.07)	(36.85)
Others	104.03	143.80
Tax losses	3,116.70	2,096.83
Items on which deferred tax is not created	-	(1,107.22)
<b>Income tax expense</b>	<b>(5.09)</b>	<b>197.35</b>
<b>Effective Tax Rate</b>	<b>0.04%</b>	<b>-4.53%</b>

The Company has elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has started recognised Provision of Income Tax for from the year ended 31 March 2020 and re-measured its Deferred Tax Assets basis the rate prescribed in the said section. The rate prescribed under the section 115BAA is 22 % as increased by applicable surcharge (10%) and cess (4%).

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 8

#### iv. Deferred Tax Disclosure

Particulars	For the year ended March	For the year ended March 31,
<b>Deferred tax assets</b>		
Excess of depreciation on fixed assets provided in accounts over depreciation / amortisation under income tax law	197.61	197.61
Provision for employee benefits	250.59	250.59
Carry forward business loss and unabsorbed depreciation	4,479.00	4,479.00
Right-of-use assets & Lease liability	29.75	41.64
Difference between carrying value and tax base of Security Deposits	3.23	5.24
<b>Total deferred tax assets</b>	<b>4,960.18</b>	<b>4,974.08</b>
<b>Deferred tax liabilities</b>		
Difference between carrying value and tax base of borrowings	1.61	3.96
<b>Total deferred tax liabilities</b>	<b>1.61</b>	<b>3.96</b>
	<b>4,958.56</b>	<b>4,970.12</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### (A) Movement in deferred tax balances

Components of deferred tax assets/ (liabilities) recognised in the balance sheet and statement of profit & loss

Particulars	Net balance March 31, 2021	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2022	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2023
Property, plant and equipment and Intangible asset	430.70	(233.09)	-	197.61	-	-	197.61
Straightling of upfront lease charges paid	-	-	-	-	-	-	-
Right-of-use assets & Lease liability	57.76	(16.12)	-	41.64	(11.89)	-	29.75
Security deposit	10.83	(5.59)	-	5.24	(2.02)	-	3.23
Borrowings	(7.55)	3.60	-	(3.96)	2.35	-	(1.61)
Carry forward business loss and unabsorbed depreciation	4,479.00	-	-	4,479.00	-	-	4,479.00
Provision for employee benefits	246.79	53.87	(50.07)	250.59	16.65	(16.65)	250.59
<b>Tax assets (Liabilities)</b>	<b>5,217.53</b>	<b>(197.33)</b>	<b>(50.07)</b>	<b>4,970.12</b>	<b>5.09</b>	<b>(16.65)</b>	<b>4,958.56</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.

### (B) Unrecognised deferred tax assets

Deferred tax assets have not been recognized in respect of tax losses, because it may not be probable that future taxable profit will be available against which the Company can use the

Nature of loss	March 31, 2023			March 31, 2022		
	Base amount	Deferred Tax	Expiry date	Gross amount	Deferred Tax	Expiry date
Business loss	7,013.29	1,765.10	31.03.2029	7,013.29	1,765.10	31.03.2029
Business loss	2,472.78	622.35	31.03.2030	2,472.78	622.35	31.03.2030
Business loss	11,983.12	3,015.91	31.03.2031	-	-	-
Unabsorbed Depreciation	2,419.01	608.82	No expiry date	2,018.55	508.03	No expiry date

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### Note 9

##### Other non current assets

##### Particulars

##### To parties other than related parties:

(i) Capital advances  
(ii) Advances other than capital advances  
Mobilisation advance  
(iii) Others  
Prepaid expenses  
Income tax assets (net)

##### Total

	As at March 31, 2023	As at March 31, 2022
(i) Capital advances	184.02	128.38
(ii) Advances other than capital advances Mobilisation advance	4,931.24	7,381.59
(iii) Others	1.54	3.24
Prepaid expenses	750.60	6,427.55
Income tax assets (net)		
<b>Total</b>	<b>5,867.40</b>	<b>13,940.76</b>

Refer to Note 15 for Current Portion of Mobilisation advance and Prepaid Expenses.

#### Note 10

##### Inventories

(valued at lower of cost and net realisable value)

##### Particulars

Raw materials

##### Total

	As at March 31, 2023	As at March 31, 2022
Raw materials	367.02	490.35
<b>Total</b>	<b>367.02</b>	<b>490.35</b>

#### Note 11

##### Current Financial Assets-Trade receivables

##### Particulars

Considered good - Unsecured\*

##### Total

	As at March 31, 2023	As at March 31, 2022
Considered good - Unsecured*	1,752.43	363.34
<b>Total</b>	<b>1,752.43</b>	<b>363.34</b>

\*Trade receivables includes Rs. 1221.74 lakhs ( Previous year: Rs. 356.04 lakhs) are due from related parties as below:

##### (a) Trade receivables from related parties

	As at March 31, 2023	As at March 31, 2022
- MEP Sanjose Talaja-Mahuva Road Private Limited	52.59	52.59
<b>Total</b>	<b>52.59</b>	<b>52.59</b>

##### I. Joint Controlled Entities

- MEP Sanjose Talaja-Mahuva Road Private Limited

	52.59	52.59
<b>Total</b>	<b>52.59</b>	<b>52.59</b>

##### II. Subsidiaries

- MEP Infrastructure Private Limited

- MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)

	771.45	
	397.70	303.45
<b>Total</b>	<b>1,169.16</b>	<b>303.45</b>
<b>Total</b>	<b>1,221.74</b>	<b>356.04</b>

##### Total

As at March 31, 2023

Particulars	Outstanding for following period from due date of payment							Total
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	-	1,253.68	135.41	-	-	188.65	174.70	1,752.43

As at March 31, 2022

Particulars	Outstanding for following period from due date of payment							Total
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	-	-	-	-	188.64	114.80	59.90	363.34

##### (b) Notes:

- The carrying amounts of trade receivables as at the reporting date approximate fair value. Trade receivables are non-interest bearing.
- Refer Note 32 for information about credit risk of trade receivables.



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 12

#### (i) Current Financial Assets-Cash and cash equivalents

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Cash on hand	6.18	28.89
Balances with bank		
In current accounts	351.38	158.62
Unclaimed dividend	0.91	0.91
Unclaimed share application money	0.28	0.28
In fixed deposits	-	27.38
<b>Cash and cash equivalents as presented in the Balance sheet</b>	<b>358.75</b>	<b>216.08</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	As at	As at
	March 31, 2023	March 31, 2022
Bank deposits with maturity from 3-12 months	1,035.47	2,340.89
<b>Total</b>	<b>1,035.47</b>	<b>2,340.89</b>

#### Details of bank deposits

Bank deposits with original maturity of 3 months or less included under 'Cash and cash equivalents'	-	27.38
Bank deposits due to mature within 12 months of the reporting date included under 'Other bank balances'	1,035.47	2,340.89
Bank deposits due to mature after 12 months of the reporting date included under 'Other non financial current assets' (Refer Note 7)	144.46	756.02
	<b>1,179.93</b>	<b>3,124.29</b>

**Note:** Total bank deposits of Rs. 1,179.33 lakhs (previous year : Rs 3,124.29 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). Bank deposits of Rs 500.16 lakhs (previous year : Rs 500.14 lakhs) are provided as cash margin for bank facilities. Bank deposits of Rs. 679.77 lakhs (previous year : Rs 2,624.15 lakhs) with various banks are provided as a margin for bank guarantees given to authorities.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 13

#### Current Financial Assets-Loans

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
<b>To related parties</b>		
Loans (refer note 13(a) below)	11,260.18	10,283.61
<b>To parties other than related parties</b>		
Loan to employees	33.68	35.81
Loans to others	814.20	-
Performance Security	-	522.75
Less: Provisions for amounts considered doubtful - Loans to related parties	(10.23)	-
<b>Total</b>	<b>12,097.83</b>	<b>10,842.17</b>

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

	As at March 31, 2023	As at March 31, 2022
<b>I. Subsidiary companies</b>		
- MEP Highway Solutions Private Limited	888.41	61.10
- MEP Infraprojects Private Limited	775.20	831.05
- MEP Infra Construction Private Limited	2.59	2.39
- MEP Toll & Infrastructure Private Limited	2.17	2.07
- Mhaiskar Toll Road Private Limited	2.43	2.11
- Raima Ventures Private Limited	4.47	4.47
- Raima Toll & Infrastructure Private Limited	23.04	23.04
- MEP RGSL Toll Bridge Private Limited	3,847.00	5,465.02
- MEP Hyderabad Bangalore Toll Road Private Limited	991.13	107.64
- MEP Longjian CLR Private Limited	156.15	156.15
- MEP Longjian Loha Waranga Road Private Limited	155.80	155.80
- MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	1,098.31	1,351.86
- MEP IRDP Solapur Toll Road Private Limited	1.00	1.00
- Rideema Toll Private Ltd	1,645.11	-
<b>Total</b>	<b>9,592.82</b>	<b>8,163.70</b>
<b>II. Joint Controlled Entities</b>		
- MEP Nagpur Ring Road 1 Private Limited	-	554.24
- MEP Sanjose Nagpur Ring Road 2 Private Limited	1,198.00	1,198.00
- MEP Sanjose Mahuva Kagavadar Private Limited	469.36	367.67
<b>Total</b>	<b>1,667.36</b>	<b>2,119.91</b>
<b>Total</b>	<b>11,260.18</b>	<b>10,283.60</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 14

#### Current Financial Assets-Others

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Interest receivable</b>		
accrued on fixed deposits/recurring deposits	13.81	44.02
accrued on loans to related parties	0.03	0.03
accrued on loans to others	318.82	-
<b>To related parties:</b>		
Other receivable	2,539.51	3,360.72
<b>To parties other than related parties:</b>		
Security deposits	6,974.99	7,276.50
Bid Security	178.00	267.00
Receivable from Authority	2,060.30	896.54
Other receivable	5,831.81	1,097.50
Claim receivable*	11,505.98	11,505.98
Less: Provisions for amounts considered doubtful		
Other receivable from related parties	(23.92)	-
Security Deposit	(504.58)	-
Claim receivable	(749.19)	-
<b>Total</b>	<b>28,145.56</b>	<b>24,448.29</b>

\*The Company has recognised claim of Rs. 9,383.46 lakhs (March 31, 2022 : Rs. 9,383.46 lakhs ) receivable from South Delhi Municipal Corporation (SDMC) towards air pollution, free lanes, all India indefinite road transport strike and operation & maintenance expenses during suspension period.

\*The Company has recognised claim of Rs. 2,122.52 lakhs (March 31, 2022: Rs. 2,122.52 lakhs) receivable from Public Works Department (PWD) and National Highways Authority of India(NHAI) towards "Force Majeure" clause on account of outbreak of coronavirus (COVID-19). (Refer note 45)

### Note 15

#### Other current assets

Particulars	As at March 31, 2023	As at March 31, 2022
<b>To parties other than related parties:</b>		
(i) Advance to other than capital advances :		
Advance to suppliers	5,951.01	6,188.50
Less: Allowance on Advance to suppliers other than related parties	(303.39)	-
Mobilisation advance	14,400.83	16,094.49
Less: Allowance on Mobilization advance other than related parties	(1,020.38)	
(ii) Others :		
Balance with Government authorities	574.82	984.25
Prepaid expenses	10.09	208.91
Unbilled Revenue (Refer Note 41 )*	6,937.00	6,937.00
<b>Total</b>	<b>26,549.98</b>	<b>30,413.15</b>

\*Classified as non financial asset as the contractual rights to consideration is dependent on completion of contractual milestone.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 16

#### Equity Share Capital

##### Particulars

	As at March 31, 2023	As at March 31, 2022
<b>[a] Authorised share capital</b>		
525,000,000 (March 31, 2022: 525,000,000) equity shares of the par value of Rs 10 each	52,500.00	52,500.00
	<b>52,500.00</b>	<b>52,500.00</b>
<b>[b] Issued</b>		
183,446,051 (March 31, 2022 : 183,446,051) equity shares of Rs.10 each	18,344.61	18,344.61
	<b>18,344.61</b>	<b>18,344.61</b>
<b>[c] Subscribed and paid up</b>		
183,446,051 (March 31, 2022 : 183,446,051) equity shares of Rs.10 each	18,344.61	18,344.61
	<b>18,344.61</b>	<b>18,344.61</b>

##### [d] Reconciliation of number of shares outstanding at the beginning and end of the year :

	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount
<b>Equity :</b>				
Shares outstanding, beginning of the year	18,34,46,051	18,344.61	18,34,46,051	18,344.61
Issued during the year	-	-	-	-
<b>Shares outstanding, end of the year</b>	<b>18,34,46,051</b>	<b>18,344.61</b>	<b>18,34,46,051</b>	<b>18,344.61</b>

##### [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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 16

#### Equity Share Capital (continued)

[f] Details of shareholders holding more than 5% of the aggregate shares in the Company:

#### Name of the shareholder

#### Equity shares of Rs 10 each fully paid held by:

Ideal Toll & Infrastructure Private Limited  
Jayant Dattatray Mhaiskar  
Anuya Jayant Mhaiskar  
Sudha Dattatray Mhaiskar  
A J Tolls Private Limited  
HDFC Trustee Company Limited

	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Percentage	Number of Shares	Percentage
Ideal Toll & Infrastructure Private Limited	1,15,98,495	6.32%	2,99,40,407	16.32%
Jayant Dattatray Mhaiskar	1,43,58,526	7.83%	1,43,58,526	7.83%
Anuya Jayant Mhaiskar	1,80,38,997	9.83%	1,76,00,997	9.59%
Sudha Dattatray Mhaiskar	1,76,55,688	9.62%	2,17,30,688	11.85%
A J Tolls Private Limited	1,59,99,432	8.72%	2,30,01,106	12.54%
HDFC Trustee Company Limited	-	0.00%	1,08,15,944	5.90%
	<b>7,76,51,138</b>	<b>42.33%</b>	<b>11,74,47,668</b>	<b>64.02%</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### [g] Details of shares held by promoter and promoter group at the end of the year:

Name of the shareholder	As at March 31, 2023		As at March 31, 2022		% Change during the year
	Number of Shares	Percentage	Number of Shares	Percentage	
Equity shares of Rs 10 each fully paid held by:					
Ideal Toll & Infrastructure Private Limited	1,15,98,495	6.32%	2,99,40,407	16.32%	-61.26%
Jayant Dattatray Mhaiskar	1,43,58,526	7.83%	1,43,58,526	7.83%	0.00%
Anuya Jayant Mhaiskar	1,80,38,997	9.83%	1,76,00,997	9.59%	2.49%
Sudha Dattatray Mhaiskar	1,76,55,688	9.62%	2,17,30,688	11.85%	-18.75%
A J Tolls Private Limited	1,59,99,432	8.72%	2,30,01,106	12.54%	-30.44%
Vidyalaxmi Vijay Kshirsagar	56,373	0.03%	56,373	0.03%	0.00%
	<b>7,77,07,511</b>	<b>42.36%</b>	<b>10,66,88,097</b>	<b>58.16%</b>	

Name of the shareholder	As at March 31, 2022		As at March 31, 2021		% Change during the year
	Number of Shares	Percentage	Number of Shares	Percentage	
Equity shares of Rs 10 each fully paid held by:					
Ideal Toll & Infrastructure Private Limited	2,99,40,407	16.32%	2,99,40,407	16.32%	0.00%
Jayant Dattatray Mhaiskar	1,43,58,526	7.83%	1,43,58,526	7.83%	0.00%
Anuya Jayant Mhaiskar	1,76,00,997	9.59%	1,72,23,997	9.39%	2.19%
Sudha Dattatray Mhaiskar	2,17,30,688	11.85%	2,17,30,688	11.85%	0.00%
A J Tolls Private Limited	2,30,01,106	12.54%	3,04,94,432	16.62%	(24.57%)
Vidyalaxmi Vijay Kshirsagar	56,373	0.03%	56,373	0.03%	0.00%
	<b>10,66,88,097</b>	<b>58.16%</b>	<b>11,38,04,423</b>	<b>62.04%</b>	

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 17

#### Other Equity

##### (i) Securities Premium

Particulars	As at March 31, 2023	As at March 31, 2022
At the commencement of the year	40,354.12	40,354.12
Add: Received during the year	-	-
Balance as at the end of the year	<u>40,354.12</u>	<u>40,354.12</u>

##### (ii) Retained earnings

Particulars	As at March 31, 2023	As at March 31, 2022
At the commencement of the year	(18,307.70)	(13,903.53)
Add : Profit for the year	(13,140.15)	(4,553.05)
Other comprehensive income	49.49	148.88
Balance as at the end of the year	<u>(31,398.36)</u>	<u>(18,307.70)</u>

##### (iii) Money received against Share Warrants

	As at March 31, 2023	As at March 31, 2022
At the commencement of the year	-	-
Add: Received during the year	2,385.00	-
Balance as at the end of the year	<u>2,385.00</u>	<u>-</u>

#### Total [ (i)+(ii)+(iii) ]

	<u>11,340.76</u>	<u>22,046.42</u>
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#### 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,

#### Retained earnings:

Retained earnings are the profits that the Company has earned till date, less dividends or other distributions paid to shareholders.

#### Money Received against Share Warrants:

During the year, the Company has issued to a set of Investors 6,00,00,000 warrants at a price of Rs. 15.90 each entitling them for subscription of equivalent number of Equity Shares of Rs. 10/- each (including premium of Rs. 5.90/- each Share) under Regulation 28(1) of the SEBI (LODR) Regulations, 2015. The holder of the warrants has paid 25% as upfront money towards share warrants and would need to exercise the option to subscribe to equity shares before the expiry of 18 months from the date of allotment made on 2nd February,2023 and 6th February,2023 upon payment of the balance 75% of the consideration of warrants.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 18

#### Non-Current Financial Liability-Borrowings

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>Secured Loans</b>		
<b>Term loans</b>		
- from banks	5,245.32	9,283.72
- from financial institution	-	-
	<u>5,245.32</u>	<u>9,283.72</u>
<b>Vehicle loans</b>		
- from banks	40.23	360.59
- from financial institution	51.76	109.49
	<u>91.99</u>	<u>470.08</u>
<b>Equipment loans</b>		
- from banks	-	5.58
- from financial institution	-	2.40
	<u>-</u>	<u>7.98</u>
<b>Total</b>	<u><b>5,337.31</b></u>	<u><b>9,761.79</b></u>

Refer to Note 32 for liquidity risk.

The Company has availed moratorium on repayment of loans and interest thereon from banks and financial institutions based on the circular issued by Reserve Bank of India.

#### I) Term loans

- A) Term loan includes loan from a bank amounting Rs 8463.59 lakhs (March 31, 2022 : Rs 9428.91 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 1.14 crore shares of the Company held by Promoters of the Company (in demat form);
  - first exclusive charge on escrow account specifically maintained for maintenance income/receivables from the maintenance contract with MEP Infrastructure Private Limited, a subsidiary;
  - 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 of Ideal Toll & Infrastructure Private Limited and personal guarantee of Mr. Jayant D. Mhaikar, 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 1017.33 lakhs and interest of Rs. 826.44 lakhs.



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 18

#### Non-Current Financial Liability-Borrowings (continued)

**B)** Term loan from bank amounting Rs. 1,749.66 lakhs (March 31, 2022 : Rs. 1,861.95 lakhs) which is secured as under :

- a) Hypothecation/ assignment of all the receivables/revenues/security interest generated from contract with SMDC for Toll Collection at Entry points of Delhi.
  - b) first pari-passu charge over the cash flows of the Project, along with Security Deposit funding Bank / BG issuing bank.
  - c) first pari-passu charge over all accounts of the applicant relating to this project including the Escrow Account and the Sub-Accounts.
  - d) 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.

As at 31 March 2023, the Company has delayed in repayment of Principal installment of Rs 1749.66 lakhs and interest of Rs. 170.78 lakhs.

**C)** Term loan from bank amounting Rs. 41.45 lakhs (March 31, 2022 : Rs. 196.78 lakhs) which is secured as under :

- a) hypothecation / assignment of by receivables generated from Toll Collection at Toll Plazas situated on at entry points of Delhi.
  - b) hypothecation / assignment of Other movable assets like toll equipment etc. used for Toll Collection at Toll Plazas.
  - c) 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 41.45 lakhs and interest of Rs. 1.87 lakhs.

**D)** Term loan from bank amounting Rs. Nil (March 31, 2022 : Rs. 736.29 lakhs) which is secured as under :

**UDI** equitable mortgage charge on office premises units at Sumer Plaza, Marol Maroshi Road, Andheri (East).

- b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company and Mrs. Sudha Dattatray Mhaiskar.
- The term loan carries an interest rate of 10.80 % p.a. (floating). The loan is repayable in 84 monthly installments commencing after one month from the date of disbursement.

**E)** Term loan from bank amounting Rs. 885.23 lakhs (March 31, 2022 : Rs. 939.20 lakhs) which is secured as under :

- a) exclusive first charge on Residential flats at B-1203, B-1204 at Lake Homes, Powai, Mumbai, owned by promoters of the Company.
  - b) first charge on current assets of M/s. Ideal Toll & Infrastructure Private Limited, owned by promoters of the Company.
  - c) Personal guarantee of Mr. Jayant D. Mhaiskar and Mrs. Anuya Jayant Mhaiskar, directors of the Company
- The term loan carries an interest rate of 14.00 % p.a. The loan is repayable in 120 monthly installments commencing from November 2019.
- As at 31 March 2023, the Company has delayed in repayment of Principal installment of Rs 12.29 lakhs and interest of Rs. 25.79 lakhs.

**F)** Term loan from bank amounting Rs. 187.54 lakhs (March 31, 2022 : Rs. 252.82 lakhs) which is secured as under :

- a) hypothecation charge on all Furniture and Fixtures and other assets at office premises situated on First floor unit 101 at Spectra, Orchard Avenue, Powai, acquired on Leave and License basis.
  - b) extension of Equitable mortgage charge on office premises units at Sumer Plaza, Marol Maroshi Road, Andheri (East).
  - c) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company and Mrs. Sudha Dattatray Mhaiskar.
- The term loan carries an interest rate of 10.80 % p.a. (floating). The loan is repayable in 36 monthly installments commencing from 3 months after date of disbursement.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 120.69 lakhs and interest of Rs. 2.31 lakhs.

**G)** Term loan from bank amounting Rs. 333.99 lakhs (March 31, 2022 : Rs. 377.88 lakhs) which is secured as under :

- a) hypothecation / assignment of by receivables generated from Toll Collection at Toll Plazas situated on at entry points of Delhi.
  - b) hypothecation / assignment of Other movable assets like toll equipment etc. used for Toll Collection at Toll Plazas.
  - c) pari-passu charge over the cash flows of the Project.
- The term loan carries an interest rate of 12.45 % p.a. (floating). The loan is repayable in 60 monthly installments commencing from date of disbursement.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 222.49 lakhs and interest of Rs. 1.37 lakhs.

**H)** Term loan includes a loan from a bank amounting Rs 257.51 lakhs (March 31, 2022 : Rs 274.25 lakhs) which is secured as under :

- a) Equitable Mortgage of Plot of Land and Bungalow situated at Lonavla, Taluka Maval, District Pune owned by promoter of the Company;
  - b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company and Mrs. Sudha Dattatray Mhaiskar.
- The term loan carries an interest rate of 11.50 % p.a. (floating). The loan is repayable in 84 monthly installments commencing from 3 months after date of disbursement.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 25.79 lakhs and interest of Rs. 3.14 lakhs.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### II) Vehicle Loans

- a) Vehicle loans from banks of Rs 427.13 lakhs (March 31, 2022 : Rs 574.55 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 91.60 lakhs.

- b) Vehicle loans from various financial institutions of Rs 126.65 lakhs (March 31, 2022 : Rs 166.34 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 0.77 lakhs.

### III) Equipment Loans

- a) Equipment loans from banks of Rs 14.39 lakhs (March 31, 2022 : Rs 21.20 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 8.81 lakhs.

- b) Equipment loans from financial institution of Rs 555.55 lakhs (March 31, 2022 : Rs 562.38 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 869.45 lakhs.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 19

#### Provisions

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Non-Current Provisions</b>		
Employee benefits		
Gratuity (Refer Note 43 )	145.82	261.09
<b>Total (A)</b>	<b>145.82</b>	<b>261.09</b>
<b>Current Provisions</b>		
Employee benefits		
Gratuity (Refer Note 43 )	206.62	215.27
<b>Total (B)</b>	<b>206.62</b>	<b>215.27</b>
<b>Total (A)+(B)</b>	<b>352.44</b>	<b>476.36</b>

### Note 20

#### Other non-current liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Mobilisation Advance *	7,252.31	7,822.09
<b>Total</b>	<b>7,252.31</b>	<b>7,822.09</b>

\*Refer to Note 24 for Current Portion of Mobilisation advance.

\*Mobilisation Advance from MEP Infrastructure Private Limited (Subsidiary Company) Rs. 7,252.31 lakhs (previous year : Rs. 7,822.09 lakhs) pursuant to a contract for maintenance of structures, flyovers etc at five Mumbai Entry Points.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 21

#### Current Financial Liability-Borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
<b>(i) Loans repayable on demand (Secured)</b>		
- from banks	6,870.13	7,444.22
<b>(ii) Loans from related parties (Unsecured)</b>		
- from related parties	63.17	173.86
<b>(iii) Deposits (Unsecured)</b>		
- Inter-Corporate Deposit	2,593.00	3,283.00
<b>(iv) Other Loans</b>		
<b>(a) Secured Loans</b>		
- from banks	513.80	567.57
- from financial institution	203.87	241.70
- current maturities of long-term debt	7,699.00	5,611.18
<b>(b) Unsecured Loans</b>		
- Bank overdraft	2,475.86	-
<b>Total</b>	<b>20,418.83</b>	<b>17,321.53</b>

Refer to Note 32 for liquidity risk.

The Company has availed moratorium on repayment of loans and interest thereon from banks and financial institutions based on the circular issued by Reserve Bank of India.

#### Nature of Security and terms of repayment

##### (I) Short Term Secured borrowings

A) Term Loans from bank amounting Rs 0.33 lakhs (March 31, 2022 : Rs 54.10 lakhs) is secured as below :

(a) exclusive charge by way of equitable/registered mortgage on the properties situated at Amar Matrushakti building, Mahatma Gandhi road, Dombivli East, owned by Mrs. Sudha Dattatray Mhaiskar;

(b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company;

The term loan carries an interest rate calculated on rate of 12.50 % p.a. (floating) at monthly rest. The loan is repayable in 5 monthly installments commencing from June 2021.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 0.33 lakhs and interest of Rs. 0.14 lakhs.

B) Term Loans from bank amounting Rs 513.47 lakhs (March 31, 2022 : Rs 513.47 lakhs) is secured as below :

(a) exclusive charge by way of equitable/registered mortgage on the properties situated at Amar Matrushakti building, Mahatma Gandhi road, Dombivli East, owned by Mrs. Sudha Dattatray Mhaiskar;

(b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company;

The term loan carries an interest rate calculated on rate of 12.50 % p.a. (floating) at monthly rest. The loan is repayable in 12 monthly installments commencing from July 2021.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 513.47 lakhs and interest of Rs. 35.85 lakhs.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## **Notes to Financial Statements**

*as at March 31, 2023*

- C) Term Loans from bank amounting Rs 203.87 lakhs (March 31, 2022 : Rs 241.70 lakhs) is secured as below :
- (a) exclusive charge by way of equitable/registered mortgage on the commercial properties situated at Boomerang building, block no. B-406 Chandivali farm road, Andheri East and Lake home, Powai, Mumbai;
- The term loan carries an interest rate calculated on rate of 18.00 % p.a. The loan is repayable in monthly installments commencing from October 2021.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

as at March 31, 2023

### Note 21

#### Current Financial Liability-Borrowings (continued)

#### II) Loans repayable on demand

A) Loans repayable on demand include an overdraft facility from a bank amounting Rs 5,486.50 lakhs (March 31, 2022 : Rs 5,656.71 lakhs) which is secured as below:

- a) First charge / hypothecation / assignment of security interest on Escrow account;
- b) First charge by way of hypothecation of all the movable assets, present and future, of the projects financed.
- c) First charge on receivable of the projects financed.
- d) Personal Guarantee given by Mr. Jayant D. Mhaiskar, director of the Company;
- e) 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 5486.50 lakhs and interest of Rs. 756.70 lakhs.

B) UDIN : 231555 37BGWQ GT3873

- a) First charge / hypothecation / assignment of security interest on Escrow account;
- b) by First and exclusive charge / hypothecation of escrow account of the borrower through which cash flows of the project financed is routed
- c) first charge by way of hypothecation of all the movable assets, present and future of the projects financed,
- d) First and exclusive charge on receivables of the financed projects.
- e) upfront cash margin of 15% by way of pledge of Term deposit receipt.

Loan carries an interest rate of 1 year MCLR plus 3.00%.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 427.58 lakhs and interest of Rs. 28.02 lakhs.

C) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 506.22 lakhs (March 31, 2022 : Rs 507.71 lakhs) is secured by Term deposit. The loan carries an interest rate of 8.25% p.a.

As at March 31, 2023, the Company has delayed in repayment of interest of Rs. 5.35 lakhs.

D) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 449.84 lakhs (March 31, 2022 : Rs 450.00 lakhs) is secured by Term deposit. The loan carries an interest rate of 7.80% p.a.

#### III) Unsecured loans

- A) Interest free unsecured loan from Mrs. Sudha D. Mhaiskar of Rs 4.91 lakhs (March 31, 2022 : Rs 142.46 lakhs) is repayable on demand.
- B) Interest free unsecured loan from step down subsidiary, Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited) of Rs 58.26 lakhs (March 31, 2022 : Rs 31.40 lakhs) is repayable on demand.
- C) Inter-Corporate Deposit amounting Rs 910.00 lakhs (March 31, 2022 : Rs 1,600.00 lakhs) is repayable on demand.
- D) Inter-Corporate Deposit amounting Rs 1,683.00 lakhs (March 31, 2022 : Rs 1,683.00 lakhs) is repayable in 3 months from the date of disbursement.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### Note 22

#### Current Financial Liability-Trade payables

Particulars	As at March 31, 2023	As at March 31, 2022
Trade payables *		
Amount due to Micro, Small and Medium Enterprises **	68.23	84.55
Creditors other than micro enterprises and small enterprises	75,097.23	74,985.85
<b>Total</b>	<b><u>75,165.46</u></b>	<b><u>75,070.40</u></b>

The carrying amount of trade payables as at reporting date is at fair value. Refer to Note 32 for liquidity risk.

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, 2023	As at March 31, 2022
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	68.23	84.55
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><u>68.23</u></b>	<b><u>84.55</u></b>

#### Ageing for trade payables outstanding is as follows

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	more than 3 years	
	As at March 31, 2023						
(i) Total undisputed outstanding dues of micro enterprises and small enterprises	-	-	0.34	1.70	29.91	36.28	68.23
(ii) Total undisputed outstanding dues of creditors other than micro enterprises and small enterprises	-	-	4,884.94	7,019.28	20,020.64	43,172.37	75,097.23

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	more than 3 years	
	As at March 31, 2022						
(i) Total undisputed outstanding dues of micro enterprises and small enterprises	-	-	48.23	-	9.26	27.06	84.55
(ii) Total undisputed outstanding dues of creditors other than micro enterprises and small enterprises	-	-	10,105.87	21,487.51	42,239.64	1,152.83	74,985.85

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### Note 23

##### Current Financial Liability-Others

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Deposit from contractors	1,000.00	1,193.26
Mobilisation Advance [Refer note below (i)]	6,206.86	6,670.41
Working Capital advance [Refer note below (ii)]	932.10	932.10
Capital advance	325.00	-
Employee benefit expenses payable	651.24	805.26
Retention from contractors	780.97	2,633.63
Performance security received from subsidiary	63.25	63.25
Margin Money*	594.00	594.00
Interest accrued but not due on borrowings	127.15	127.98
Interest accrued and due on borrowings	2,327.64	528.43
Unpaid Share Application Money	0.28	0.28
Unpaid dividend	0.91	0.91
Lease equalization	-	-
Other liabilities	1,746.80	1,103.49
<b>Total</b>	<b>14,756.20</b>	<b>14,653.00</b>

\*Margin money aggregating Rs. 594.00 lakhs (previous year; Rs. 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 32 for liquidity risk.



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

as at March 31, 2023

#### (i) Mobilisation Advance received from jointly controlled entities

Particulars	As at March 31, 2023	As at March 31, 2022
MEP Sanjose Talaja Mahuva Road Pvt. Ltd	4,114.85	4,276.64
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	2,092.02	2,393.77
	<u>6,206.86</u>	<u>6,670.41</u>

#### (ii) Working Capital Advance received from jointly controlled entities

Particulars	As at March 31, 2023	As at March 31, 2022
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd	932.10	932.10
	<u>932.10</u>	<u>932.10</u>

#### Note 24

##### Other current liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Mobilisation Advance*	7,394.13	6,824.37
Advance billing to customer (Refer note 41)	2,155.65	2,155.65
Other current liabilities	-	799.73
Statutory dues	542.83	507.41
<b>Total</b>	<u>10,092.61</u>	<u>10,287.16</u>

\*Includes Mobilisation Advance from MEP Infrastructure Private Limited (Subsidiary company) Rs. 1,444.13 lakhs (previous year : Rs. 874.37 lakhs) pursuant to a contract for maintenance of structures, flyovers etc at five Mumbai Entry Points.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Note 25

#### Revenue from operations

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Sale of products and services</b>		
Toll Collection	93.17	9,411.94
Construction Revenue	-	5,856.67
<b>Other operating revenue</b>		
- Road repair and maintenance	5,221.03	1,907.67
- Claims from authority	-	1,191.77
- Sale of Construction materials	638.99	1,049.49
<b>Total</b>	<b>5,953.19</b>	<b>19,417.54</b>

\*Refer to Note 41 for Disclosures pursuant to Revenue from contracts with customers.

### Note 26

#### Other Income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income		
- from fixed deposits	100.11	113.58
- from other Interest income to related Parties	-	766.34
- from loans to parties other than related parties	320.54	25.04
- other Interest income	8.07	22.22
Profit on sale of assets	-	1,358.85
Provisions no longer required	472.92	399.68
Dividend income	4.84	3.20
Brokerage income	202.02	-
Commission on Sales	50.00	-
Miscellaneous income	101.29	160.73
<b>Total</b>	<b>1,259.79</b>	<b>2,849.64</b>

### Note 27(a)

#### Cost of Material consumed

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Construction expenses	268.58	4,911.76
<b>Total</b>	<b>268.58</b>	<b>4,911.76</b>

### Note 27(b)

#### Operating and maintenance expenses

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Concession fees to authority	392.96	4,038.96
Road repairing and maintenance expenses	3,280.17	856.29
Toll attendant expenses	2.85	374.26
Other site operational expenses	146.13	112.50
<b>Total</b>	<b>3,822.11</b>	<b>5,382.01</b>

### Note 28

#### Employee benefits expense

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	1,271.77	2,647.99
Contribution to Provident and Other Funds (Refer Note 43 )	33.66	75.05
Gratuity Expense (Refer Note 43 )	46.60	81.20
Staff Welfare Expenses	43.13	104.72
<b>Total</b>	<b>1,395.16</b>	<b>2,908.96</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Note 29

#### Finance costs

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Interest expenses</b>		
- from banks	2,963.51	3,485.50
- from financial institutions	424.80	330.49
- Interest on lease liabilities	64.07	120.31
<b>Other borrowing cost</b>		
Bank guarantee and commission	394.62	272.90
Other borrowing cost	323.15	29.11
<b>Total</b>	<b>4,170.15</b>	<b>4,238.31</b>

### Note 30

#### Other expenses

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Rates and taxes	389.77	1,294.96
Auditors remuneration (Refer Note 39 )	52.96	51.93
Legal consultancy and professional fees	1,787.11	1,986.51
Rent	30.56	104.20
Corporate Social Responsibility (CSR) expenditure (Refer Note 38 )	2.93	30.71
Bank charges	41.23	63.49
Travelling and conveyance expenses	530.03	840.91
Brokerage Expense	201.24	-
<b>Repairs and maintenance</b>		
- to toll equipments	1.13	81.86
- to computers	20.97	277.94
- others	107.27	102.46
Insurance	21.25	38.12
Directors sitting fees	13.38	11.60
Business promotion and advertisement expenses	24.50	52.47
Impairment on investments/assets	5,605.28	-
Provisions for doubtful claims	749.19	-
Miscellaneous expenses	327.85	434.44
<b>Total</b>	<b>9,906.65</b>	<b>5,371.60</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 31

#### 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

March 31, 2023	Carrying amount	Fair value
<b>Financial Assets at amortised cost</b>		
Non Current Loans	2.94	2.94
Other non current financial assets	298.30	298.30
Trade and other receivables	1,752.43	1,752.43
Cash and cash equivalents	358.75	358.75
Bank Balances other than above	1,035.47	1,035.47
Current Loans and Advances	12,097.83	12,097.83
Other Current financial asset	28,145.56	28,145.56
<b>Financial Assets at fair value through Profit or Loss</b>		
Non-current investments - Unquoted equity shares*	65.54	65.54
	<b>43,756.82</b>	<b>43,756.82</b>
<b>Financial liabilities at amortised cost</b>		
Long term borrowings	5,337.31	5,337.31
Short term borrowings	20,418.83	20,418.83
Lease liability	474.42	474.42
Trade and other payables	75,165.46	75,165.46
Other Current financial liabilities	14,756.20	14,756.20
	<b>1,16,152.22</b>	<b>1,16,152.22</b>
<b>March 31, 2022</b>		
	<b>Carrying amount</b>	<b>Fair value</b>
<b>Financial Assets at amortised cost</b>		
Non Current Loans	28.40	28.40
Other non current financial assets	915.44	915.44
Trade and other receivables	363.34	363.34
Cash and cash equivalents	216.08	216.08
Bank Balances other than above	2,340.89	2,340.89
Current Loans and Advances	10,842.17	10,842.17
Other Current financial asset	24,448.29	24,448.29
<b>Financial Assets at fair value through Profit or Loss</b>		
Non-current investments - Unquoted equity shares*	65.54	65.54
	<b>39,220.15</b>	<b>39,220.15</b>
<b>Financial liabilities at amortised cost</b>		
Long term borrowings	9,761.79	9,761.79
Short term borrowings	17,321.53	17,321.53
Lease liability	826.22	826.22
Trade and other payables	75,070.40	75,070.40
Other Current financial liabilities	14,653.00	14,653.00
	<b>1,17,632.94</b>	<b>1,17,632.94</b>

\* Fair Value hierarchy is not applicable to the company except in the case of investment in unquoted shares included in

Non current investments [Refer note 5(B)] which is covered in Level 3 investments. The fair value of the same is considered at cost of Rs. 65.54.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Note 32

#### Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

#### 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.

#### i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

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.

	Carrying amount	
	March 31, 2023	March 31, 2022
Undisputed Trade receivables - considered good		
Not Due	1,253.68	-
Less than 6 months	135.41	-
6 months - 1 year	-	-
1-2 years	-	188.64
2-3 years	188.65	114.80
More than 3 years	174.70	59.90
	<u>1,752.43</u>	<u>363.34</u>

Management believes that the unimpaired amounts that are past due by more than 30 days are still recoverable in full, based on historical payment behaviour and extensive analysis of customer credit risk.

Further, the top 10 customers of the Company in the Toll segment contributes to 71.96% of the trade receivables during the year ended March 31, 2023.

#### Cash equivalents & Other bank balances/deposits

The Company held cash equivalents and other bank balances/deposits of Rs. 1,532.50 lakhs at March 31, 2023 (March 31, 2022 : Rs. 3,284.10 lakhs). The cash equivalents and other bank balances/deposits are held with banks with good credit ratings.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## **Notes to Financial Statements**

for the year ended March 31, 2023

### **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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Financial instruments – Fair values and risk management (continued)

#### ii. 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

March 31, 2023	Carrying amount	Total	Contractual cash flows			
			0-1 year	1-2 years	2-5 years	More than 5 years
<b>Borrowings and Interest thereon</b>	<b>28,210.94</b>	<b>30,157.28</b>	<b>23,940.85</b>	<b>4,028.25</b>	<b>1,784.11</b>	<b>404.07</b>
Trade payables	75,165.46	75,165.46	75,165.46	-	-	-
Lease Liability	474.42	507.55	379.13	128.42	-	-
Other Payables	12,301.41	12,301.41	12,301.41	-	-	-
	<b>1,16,152.24</b>	<b>1,18,131.70</b>	<b>1,11,786.85</b>	<b>4,156.68</b>	<b>1,784.11</b>	<b>404.07</b>

March 31, 2022	Carrying amount	Total	Contractual cash flows			
			0-1 year	1-2 years	2-5 years	More than 5 years
<b>Borrowings and Interest thereon</b>	<b>27,739.72</b>	<b>27,882.78</b>	<b>18,106.89</b>	<b>3,796.36</b>	<b>5,446.05</b>	<b>533.48</b>
Trade payables	75,070.40	75,070.40	75,070.40	-	-	-
Lease Liability	826.22	826.22	345.78	354.08	126.36	-
Other Payables	13,996.59	13,996.59	13,996.59	-	-	-
	<b>1,17,632.95</b>	<b>1,17,776.00</b>	<b>1,07,519.66</b>	<b>4,150.46</b>	<b>5,572.41</b>	<b>533.48</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Financial instruments – Fair values and risk management (continued)

#### iii. 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.

##### iii(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 ("Rs."). 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.

##### iii(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.

	March 31, 2023	March 31, 2022
<b>Fixed-rate instruments</b>		
Financial assets	4,216.55	6,188.50
Financial liabilities	(1,123.71)	(1,318.99)
	<u>3,092.85</u>	<u>4,869.52</u>
<b>Variable-rate instruments</b>		
Financial assets	-	-
Financial liabilities	(24,575.62)	(22,307.45)
	<u>(24,575.62)</u>	<u>(22,307.45)</u>
<b>Total</b>	<u><u>(21,482.78)</u></u>	<u><u>(17,437.93)</u></u>

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, 2023</b>		
Variable-rate instruments	(245.76)	245.76
<b>Cash flow sensitivity (net)</b>	<u>(245.76)</u>	<u>245.76</u>
<b>March 31, 2022</b>		
Variable-rate instruments	(223.07)	223.07
<b>Cash flow sensitivity (net)</b>	<u>(223.07)</u>	<u>223.07</u>

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.



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Financial instruments – Fair values and risk management (continued)

#### iv. 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

	As at March 31, 2023	As at March 31, 2022
<b>Gross Debt</b>	<b>25,756.14</b>	27,611.74
Less - Cash and Cash Equivalents	<b>(358.75)</b>	(216.08)
Less - Other Bank Deposits	(500.16)	(472.76)
<b>Adjusted net debt</b>	<b>24,897.23</b>	26,922.90
<b>Total equity</b>	<b>29,685.37</b>	40,391.03
Adjusted net debt to adjusted equity ratio	<b>0.84</b>	0.67

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Note 33

#### 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	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit/(Loss) for basic and diluted earnings per share (A)	(13,140.15)	(4,553.05)
Weighted average number of equity shares (B)	18,34,46,051	18,34,46,051
Face Value per Share (amount in INR)	10.00	10.00
<b>Basic earnings per share (Rs.) ( A / B )</b>	<b><u>(7.16)</u></b>	<b><u>(2.48)</u></b>
Weighted average number of equity shares outstanding during the year for the calculation of diluted earnings per share ( C)*	18,34,46,051	18,34,46,051
<b>Diluted earnings per share (Rs.) ( A / C )</b>	<b><u>(7.16)</u></b>	<b><u>(2.48)</u></b>

\*6,00,00,000 share warrants are excluded from calculating weighted average number of outstanding equity shares for the purpose of computing diluted EPS for the year ended March 31, 2023 as these are anti-dilutive (Refer Note 17).

### Note 34

#### Disclosure on Ind-AS 116 Leases

Effective April 1, 2019, the Company has adopted Ind AS 116 'Leases', applied to all leases contracts existing on April 1, 2019 using the modified retrospective method along with the transition option to recognise Right-To-Use asset (ROU) at an amount equal to the lease liability.

In the Statement of profit and loss for the current year, the nature of expenses in respect of operating leases has changed from lease rent in previous periods to depreciation cost for the right-to-use asset and finance costs for interest accrued on lease liability.

The effect of depreciation and interest related to Right Of Use Asset and Lease Liability are reflected in the the Statement of Profit and Loss under the heading "Depreciation and Amortisation Expense" and "Finance costs" respectively.

Following are the changes in the carrying value of right of use assets for the year ended 31 March, 2023 and March 31, 2022:

Particulars	As at April 1, 2022	Additions	Deductions	Depreciation	As at March 31, 2023
Plant and Machinery	45.02	-	45.02	-	-
Office premises	615.74	-	-	259.52	356.22
<b>Total</b>	<b><u>660.76</u></b>	<b><u>-</u></b>	<b><u>45.02</u></b>	<b><u>259.52</u></b>	<b><u>356.22</u></b>

Particulars	As at April 1, 2021	Additions	Deductions	Depreciation	As at March 31, 2022
Plant and Machinery	440.73	-	-	395.71	45.02
Office premises	875.26	-	-	259.52	615.74
<b>Total</b>	<b><u>1,315.99</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>655.23</u></b>	<b><u>660.76</u></b>

The following is the break-up of current and non-current lease liabilities as of 31 March, 2023 and 31 March, 2022:

Particulars	As at March 31, 2023	As at March 31, 2022
lease liabilities - current	348.06	345.78
lease liabilities - non- current	126.36	480.45
	<b><u>474.42</u></b>	<b><u>826.22</u></b>

The following is the movement in lease liabilities for the year ended 31 March, 2023 and 31 March, 2022:

Particulars	As at March 31, 2023	As at March 31, 2022
Opening balance	826.22	1,545.50
Additions during the year	-	-
deductions during the year	(54.79)	-
Interest charged	64.07	120.31
Payments made	(361.08)	(839.58)
<b>Closing balance</b>	<b><u>474.42</u></b>	<b><u>826.22</u></b>

#### Maturity analysis

Particulars	March 31, 2023	March 31, 2022
<b>Lease liabilities</b>		
Less than 1 year	348.06	345.78
Between 1 and 5 years	126.36	480.45
<b>Total</b>	<b><u>474.42</u></b>	<b><u>826.22</u></b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

#### Note 35

##### Contingent Liabilities

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
(A) Claims made against the Company not acknowledged as debts*	1,563.62	1,878.60
(B) Income Tax*	1,696.61	1,696.61
(C) Indirect Tax*	109.75	7,914.61
(D) Guarantees	7,707.48	15,071.60
(E) Financial Guarantees : Corporate guarantee given on behalf of Indian subsidiaries Companies towards borrowings (Refer note 37)	2,56,428.77	3,00,441.13
<b>Total</b>	<b><u>2,67,506.22</u></b>	<b><u>3,27,002.55</u></b>

\*Cash outflows for the above are determinable only on receipt of judgments pending at various forums / authorities.

South Delhi Municipal Corporation (SDMC) has made claim of Rs. 3,36,597.01 lakhs against which Company has claimed Rs. 4,83,805.68 lakhs, the same is yet to be adjudicated (Refer note 46).

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Note 36

#### 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, 2023 and March 31, 2022 and certain asset and liability information regarding industry segments as at March 31, 2023 and March 31, 2022.

#### A. Information about reportable segments

##### Segment Revenue

	31 March 2023	31 March 2022
Toll Collection and Operation & Maintenance	5,314.20	12,511.37
Construction	638.99	6,906.17
	<u>5,953.19</u>	<u>19,417.54</u>

##### Segment profit/(loss) before exceptional items and tax

	31 March 2023	31 March 2022
Toll Collection and Operation & Maintenance	(3,128.37)	(6,936.34)
Construction	(4,246.03)	(586.52)
	<u>(7,374.40)</u>	<u>(7,522.86)</u>

##### Segment profit / (loss) before exceptional items and tax includes:

##### Toll Collection and Operation & Maintenance

	31 March 2023	31 March 2022
- Identifiable operating expenses	5,073.90	8,093.36
- Allocated expenses	2,707.91	3,800.93
- Depreciation and amortization	660.75	7,553.43
	<u>8,442.56</u>	<u>19,447.72</u>

##### Construction

	31 March 2023	31 March 2022
- Identifiable operating expenses	411.95	5,109.35
- Allocated expenses	4,338.26	1,727.19
- Depreciation and amortization	134.82	656.14
	<u>4,885.03</u>	<u>7,492.68</u>

##### Segment assets

	31 March 2023	31 March 2022
Toll Collection and Operation & Maintenance	99,616.90	1,05,523.48
Construction	63,918.05	71,086.11
	<u>1,63,534.95</u>	<u>1,76,609.59</u>

##### Segment liabilities

	31 March 2023	31 March 2022
Toll Collection and Operation & Maintenance	85,806.00	84,165.26
Construction	48,043.58	52,053.31
	<u>1,33,849.58</u>	<u>1,36,218.57</u>

##### Other Disclosures

##### Capital expenditure

	31 March 2023	31 March 2022
Toll Collection and Operation & Maintenance	17.51	52.45
Construction	-	152.19

##### Impairment

	31 March 2023	31 March 2022
Toll Collection and Operation & Maintenance	-	-
Construction	3,437.24	-
	<u>3,454.75</u>	<u>204.63</u>

#### B. Reconciliation of information on reportable segments to Ind AS

##### Particulars

	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Profit / (loss) before tax</b>		
Total profit/(loss) before exceptional items and tax for reportable segments	(7,374.40)	(7,522.86)
Unallocated amounts:		
- Other Expenses	(7,030.62)	(4,081.79)
- Other Income	1,259.79	2,849.64
<b>Total profit/(loss) before exceptional items and tax from operations</b>	<u>(13,145.24)</u>	<u>(8,755.01)</u>

#### C. Information about major customer

Revenue from one customer (greater than 10% of total revenue) is Rs. 5221.03 lakhs (March 31, 2022 :1507.67 lakhs).

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 37

#### Related party disclosures

#### A) Names of related parties where control exists

Name of the Related Party	Principal Place of Business	Proportion of ownership interest held	
		As at March 31, 2023	As at March 31, 2022
<b>(i) Subsidiary Companies</b>			
MEP Infrastructure Private Limited	India	99.99%	99.99%
Raima Ventures Private Limited	India	100.00%	100.00%
Rideema Toll Private Limited	India	100.00%	100.00%
MEP Nagzari Toll Road Private Limited	India	100.00%	100.00%
MEP IRDP Solapur Toll Road Private Limited	India	100.00%	100.00%
MEP Highway Solutions Private Limited	India	100.00%	100.00%
Rideema Toll Bridge Private Limited (Upto 31st May 2021)	India	0.00%	100.00%
Raima Toll Road Private Limited	India	100.00%	100.00%
MEP Hyderabad Bangalore Toll Road Private Limited	India	99.99%	99.99%
MEP Chennai Bypass Toll Road Private Limited	India	100.00%	100.00%
MEP RGSL Toll Bridge Private Limited	India	100.00%	100.00%
MEP Tormato Private Limited	India	100.00%	100.00%
Raima Toll and Infrastructure Private Limited	India	100.00%	100.00%
MEP Infraprojects Private Limited	India	100.00%	100.00%
MEP Toll & Infrastructure Private Limited	India	100.00%	100.00%
MEP Infra Constructions Private Limited	India	100.00%	100.00%
Mhaskar Toll Road Private Limited	India	100.00%	100.00%
MEP Roads & Bridges Private Limited	India	100.00%	100.00%
MEP Foundation	India	99.90%	99.90%
MEP Longjian ACR Private Limited	India	51.00%	51.00%
MEP Longjian CLR Private Limited	India	51.00%	51.00%
MEP Longjian Loha Waranga Road Private Limited	India	51.00%	51.00%
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	India	51.00%	51.00%
Victory Infra LLC ( 20th February 2023 onwards)	India	100.00%	Nil
MEPIDL Enterprises LLC	India	49.00%	49.00%
<b>(ii) Step down Subsidiaries</b>			
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited) (a subsidiary of Rideema Toll Private Limited)	India	99.99%	99.99%

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 37

#### Related party disclosures

#### (B) List of Related Parties with significant influence:

##### Jointly Controlled Entities / Associates

KVM Technology Solutions Private Limited	India	33.00%	33.00%
SMYR Consortium LLP	India	25.00%	25.00%
MEP Sanjose Arawali Kante Road Private Limited	India	74.00%	74.00%
MEP Sanjose Kante Waked Road Private Limited	India	74.00%	74.00%
MEP Sanjose Nagpur Ring Road 2 Private Limited	India	74.00%	74.00%
MEP Nagpur Ring Road 1 Private Limited	India	74.00%	74.00%
MEP Sanjose Mahuva Kagavadar Road Private Limited	India	60.00%	60.00%
MEP Sanjose Talaja Mahuva Road Private Limited	India	60.00%	60.00%
Ozoneland MEP Solapur Ring Road private Limited (12th November, 2021 onwards)	India	26.00%	26.00%

#### (C) Other related parties with whom transactions have taken place during the year

Name of the Related Party	Relationship
Mr. Jayant Mhaiskar	Key management personnel (KMP)
Mrs. Anuya J. Mhaiskar	Key management personnel (KMP)
Mr. Naresh Sasanwar (Upto 18th October 2022 )	Key management personnel (KMP)
Mr. Rajendra Pawar ( 18th October 2022 onwards)	Key management personnel (KMP)
Mr. Pandurang B Dandawate (Upto 31st January 2021)	Key management personnel (KMP)
Mrs. Kanika Sehgal (Upto 30th November 2021)	Key management personnel (KMP)
Ms. Ruchita Shah (01st December 2021 onwards and upto 27th October 2022)	Key management personnel (KMP)
Mr. Vikram Mukadam ( 27th October 2022 onwards)	Key management personnel (KMP)
Mr. Uttam Pawar (Upto 14th November 2022)	Key management personnel (KMP)
Mr. Deepak Gadgil (14th November 2022 onwards)	Key management personnel (KMP)
Mr. Subodh Garud	Key management personnel (KMP)
Sudha D. Mhaiskar	Relative of Key management personnel (KMP)
Ideal Toll & Infrastructure Private Limited	Promoter
A J Tolls Private Limited	Promoter group
Rideema Toll Bridge Private Limited (Onwards 31st May 2021)	Promoter group
Jan Transport	Enterprises over which significant influence is exercised by key managerial personnel

MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

Notes to Financial Statements

Related party disclosures

B. Disclosures of material transactions with related parties and balances

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/ Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>D) Transactions during the year</b>												
<b>Remuneration</b>												
Mr. Jayant Mhaskar	-	-	-	-	-	81.88	-	-	-	-	-	81.88
Mr. M. Sankaranarayanan	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Naresh Sasanwar	-	-	-	-	26.67	62.99	-	-	-	-	26.67	62.99
Mrs. Kanika Sehgal	-	-	-	-	-	9.55	-	-	-	-	-	9.55
Ms. Ruchita Shah	-	-	-	-	6.21	3.62	-	-	-	-	6.21	3.62
Mr. Harshad Pusalkar	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Uttam Pawar	-	-	-	-	-	99.61	-	-	-	-	-	99.61
Mr. Subodh Garud	-	-	-	-	79.12	75.95	-	-	-	-	79.12	75.95
Mr. Rajendra Pawar	-	-	-	-	13.09	-	-	-	-	-	13.09	-
Mr. Vikram Mukadam	-	-	-	-	1.80	-	-	-	-	-	1.80	-
<b>Loans given</b>												
Rideema Toll Bridge Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Raima Toll and Infrastructure Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	891.10	107.63	-	-	-	-	-	-	891.10	107.63
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	-	2,200.02	-	-	-	-	-	-	-	2,200.02
MEP Highway Solutions Private Limited	-	-	2,659.96	842.23	-	-	-	-	-	-	2,659.96	842.23
MEP RGSL Toll Bridge Private Limited	-	-	2,624.00	685.24	-	-	-	-	-	-	2,624.00	685.24
MEP Infra Construction Private Limited	-	-	0.20	0.27	-	-	-	-	-	-	0.20	0.27
MEP Infra Projects Private Limited	-	-	0.65	-	-	-	-	-	-	-	0.65	-
MEP Toll & Infrastructure Private Limited	-	-	0.10	0.27	-	-	-	-	-	-	0.10	0.27
Mhasker Toll Road Private Limited	-	-	0.32	0.28	-	-	-	-	-	-	0.32	0.28
MEP Tormato Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Chennai Bypass Toll Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Raima Venture Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	-	1,129.83	-	-	-	-	-	-	-	1,129.83
MEP Longjian CLR Private Limited	-	-	-	156.15	-	-	-	-	-	-	-	156.15
MEP Longjian Loha Waranga Road Private Limited	-	-	-	155.80	-	-	-	-	-	-	-	155.80
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	0.02	-	0.02
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	101.69	-	101.69	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Rideema Toll Pvt Ltd	-	-	1,691.00	-	-	-	-	-	-	-	1,691.00	-

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

#### Related party disclosures

#### B. Disclosures of material transactions with related parties and balances

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/ Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Repayment of loans given</b>												
Rideema Toll Bridge Private Limited	-	28.57	-	-	-	-	-	-	-	-	-	28.57
MEP Nagzari Toll Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Raima Ventures Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	7.61	-	-	-	-	-	-	-	7.61	-
Raima Toll Road Private Limited	-	-	-	0.59	-	-	-	-	-	-	-	0.59
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	-	2,207.32	-	-	-	-	-	-	-	2,207.32
MEP Chennai Bypass Toll Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Highway Solutions Private Limited	-	-	1,832.65	781.13	-	-	-	-	-	-	1,832.65	781.13
MEP RGSL Toll Bridge Private Limited	-	-	4,242.02	25.16	-	-	-	-	-	-	4,242.02	25.16
MEP Infra Projects Private Limited	-	-	56.50	1,303.44	-	-	-	-	-	-	56.50	1,303.44
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	554.24	9.29	554.24	9.29
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	-	772.79	-	772.79
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	2,415.14	-	2,415.14
MEP Tormato Private Limited	-	-	-	13.49	-	-	-	-	-	-	-	13.49
Rideema Toll Pvt Ltd	-	-	45.89	-	-	-	-	-	-	-	45.89	-
MEP Infra Consultants Private Limited (Formerly known as MEP)	-	-	253.55	-	-	-	-	-	-	-	253.55	-
<b>Loans taken</b>												
Sudha D. Mhaiskar	-	-	-	-	-	546.17	-	-	-	-	-	546.17
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	7,233.00	31.40	-	-	-	-	-	-	7,233.00	31.40
Ideal Toll & Infrastructure Private Limited	2,723.77	1,016.25	-	-	-	-	-	-	-	-	2,723.77	1,016.25
<b>Repayment of loans taken</b>												
Mrs. Sudha D. Mhaiskar	-	-	-	-	137.55	403.71	-	-	-	-	137.55	403.71
Ideal Toll & Infrastructure Private Limited	2,723.77	1,016.25	-	-	-	-	-	-	-	-	2,723.77	1,016.25
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	7,206.15	-	-	-	-	-	-	-	7,206.15	-





# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Related party disclosures

#### B. Disclosures of material transactions with related parties and balances

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/ Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Equity contribution made</b>												
Ozoneland MEP Solapur Ring Road private Limited	-	-	-	-	-	-	-	-	-	0.26	-	0.26
<b>Sale of investment (Equity contribution)</b>												
A J Tolls Private Limited	-	1,267.98	-	-	-	-	-	-	-	-	-	1,267.98
<b>Impairment of investment</b>												
MEP Longjian ACR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian CLR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian Loha Waranga Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Rideema Toll Private Limited	-	-	194.94	-	-	-	-	-	-	-	194.94	-
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	263.06	-	-	-	-	-	-	-	263.06	-
Raima Toll Road Private Limited	-	-	138.49	-	-	-	-	-	-	-	138.49	-
MEP Tormato Private Limited	-	-	101.29	-	-	-	-	-	-	-	101.29	-
MEP Highway Solutions Private Limited	-	-	72.55	-	-	-	-	-	-	-	72.55	-
Raima Toll and Infrastructure Private Limited	-	-	52.50	-	-	-	-	-	-	-	52.50	-
MEP Roads & Bridges Private Limited	-	-	0.07	-	-	-	-	-	-	-	0.07	-
Mhaisker Toll Road Private Limited	-	-	0.07	-	-	-	-	-	-	-	0.07	-
MEP Infra Projects Private Limited	-	-	0.07	-	-	-	-	-	-	-	0.07	-
KVM Technology Solutions Private Limited	-	-	-	-	-	-	-	-	0.02	-	0.02	-
MEP Infra Construction Private Limited	-	-	1.00	-	-	-	-	-	-	-	1.00	-
MEP IRDP Solapur Toll Road Private Limited	-	-	81.98	-	-	-	-	-	-	-	81.98	-
MEP Nagzari Toll Road Private Limited	-	-	63.98	-	-	-	-	-	-	-	63.98	-
MEP Toll & Infrastructure Private Limited	-	-	1.00	-	-	-	-	-	-	-	1.00	-
Raima Venture Private Limited	-	-	1,149.89	-	-	-	-	-	-	-	1,149.89	-
MEPIDL Enterprises LLC	-	-	12.97	-	-	-	-	-	-	-	12.97	-
MEP Infra Consultants Private Limited (Formerly known as MEP)	-	-	171.77	-	-	-	-	-	-	-	171.77	-
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	442.17	-	442.17	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	373.61	-	373.61	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	262.14	-	262.14	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	359.16	-	359.16	-
Ozoneland MEP Solapur Ring Road private Limited	-	-	-	-	-	-	-	-	0.02	-	0.02	-
<b>Expenses incurred on our behalf by</b>												
MEP Infrastructure Private Limited	-	-	31.46	7.98	-	-	-	-	-	-	31.46	7.98
Ideal Toll & Infrastructure Private Limited	303.06	0.17	-	-	-	-	-	-	-	-	303.06	0.17
MEP RGSL Toll Bridge Private Limited	-	-	-	0.03	-	-	-	-	-	-	-	0.03
MEP Highway Solutions Private Limited	-	-	2.89	-	-	-	-	-	-	-	2.89	-
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	13.28	2.91	-	-	-	-	-	-	13.28	2.91
Raima Toll Road Private Limited	-	-	0.26	-	-	-	-	-	-	-	0.26	-
MEP Foundation	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian ACR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	-	-	-	-	-	-	-	-	-	-
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	-	118.96	-	118.96



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

#### Related party disclosures

#### B. Disclosures of material transactions with related parties and balances

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/ Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial personnel		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Road repairing charges received</b>												
MEP Infrastructure Private Limited	-	-	5,221.03	1,507.67	-	-	-	-	-	-	5,221.03	1,507.67
<b>Construction Revenue</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	338.18	-	338.18
MEP Sanjose Arawali Kante Private Limited	-	-	-	-	-	-	-	-	-	366.60	-	366.60
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	4,504.89	-	4,504.89
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	647.00	-	647.00
MEP Longjian ACR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian CLR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian Loha Waranga Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-

#### Compensation to key managerial personnel of the Company

Nature of benefits	March 31, 2023	March 31, 2022
<b>Short Term Employee Benefits</b>		
Mr. Jayant Mhaikar	-	65.00
Mr. Naresh Sasanwar	26.67	62.65
Mrs. Kanika Sehgal	-	9.55
Ms. Ruchita Shah	6.21	3.62
Mr. Uttam Pawar	-	82.27
Mr. Subodh Garud	74.93	73.63
Mr. Rajendra Pawar	13.09	-
Mr. Vikram Mukadam	1.77	-
<b>Post-employment Benefits</b>		
Mr. Jayant Mhaikar	-	16.88
Mr. Naresh Sasanwar	-	0.34
Mrs. Kanika Sehgal	-	-
Ms. Ruchita Shah	-	-
Mr. Uttam Pawar	-	17.34
Mr. Subodh Garud	4.19	2.31
Mr. Rajendra Pawar	-	-
Mr. Vikram Mukadam	0.03	-
<b>Total Compensation paid to key managerial personnel</b>	<b>126.89</b>	<b>333.59</b>

\* All transactions with related parties are on arms length basis.

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(Currency: Indian Rupees in lakhs)

**Notes to Financial Statements**

**Related party disclosures**

**B. Disclosures of material transactions with related parties and balances (contd.)**

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>II) Balances at the end of the year</b>												
<b>Loans given</b>												
Raima Toll Road Private Limited	-	-	1,645.11	-	-	-	-	-	-	-	1,645.11	-
Rideema Toll Bridge Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infraprojects Private Limited	-	-	775.20	831.05	-	-	-	-	-	-	775.20	831.05
Raima Toll and Infrastructure Private Limited	-	-	23.04	23.04	-	-	-	-	-	-	23.04	23.04
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	-	-	-	-	-	-	-	-	-	-
MEP Highway Solutions Private Limited	-	-	888.41	61.10	-	-	-	-	-	-	888.41	61.10
MEP IRDP Solapur Toll Road Private Limited	-	-	1.00	1.00	-	-	-	-	-	-	1.00	1.00
MEP RGSL Toll Bridge Private Limited	-	-	3,847.00	5,465.02	-	-	-	-	-	-	3,847.00	5,465.02
Raima Ventures Private Limited	-	-	4.47	4.47	-	-	-	-	-	-	4.47	4.47
MEP Infra Construction Private Limited	-	-	2.59	2.39	-	-	-	-	-	-	2.59	2.39
MEP Toll & Infrastructure Private Limited	-	-	2.17	2.07	-	-	-	-	-	-	2.17	2.07
MEP Tormato Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Mhaiskar Toll Road Private Limited	-	-	2.43	2.11	-	-	-	-	-	-	2.43	2.11
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	991.13	107.63	-	-	-	-	-	-	991.13	107.63
MEP Longjian CLR Private Limited	-	-	156.15	156.15	-	-	-	-	-	-	156.15	156.15
MEP Longjian Loha Waranga Road Private Limited	-	-	155.80	155.80	-	-	-	-	-	-	155.80	155.80
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	1,098.31	1,351.86	-	-	-	-	-	-	1,098.31	1,351.86
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	554.24	-	554.24
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	1,198.00	1,198.00	1,198.00	1,198.00
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	469.36	367.67	469.36	367.67
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
<b>Loans taken</b>												
Sudha D. Mhaiskar	-	-	-	-	4.91	142.46	-	-	-	-	4.91	142.46
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	58.26	31.40	-	-	-	-	-	-	58.26	31.40
Ideal Toll & Infrastructure Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
<b>Advances recoverable in cash or kind</b>												
Jan Transport	-	-	-	-	-	-	-	3.00	-	-	-	3.00
<b>Advance against acquisition of shares</b>												
MEP Longjian ACR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian CLR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian Loha Waranga Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	-	-	-	-	-	-	-	-	-	-
<b>Mobilisation Advances taken</b>												
MEP Infrastructure Private Limited	-	-	8,696.46	8,696.46	-	-	-	-	-	-	8,696.46	8,696.46
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	4,114.85	4,276.64	4,114.85	4,276.64
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	2,092.02	2,393.77	2,092.02	2,393.77

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(Currency: Indian Rupees in lakhs)

Notes to Financial Statements

Related party disclosures

B. Disclosures of material transactions with related parties and balances (contd.)

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Refundable deposit payable</b>												
MEP Longjian Loha Waranga Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
<b>Working Capital advance</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	932.10	932.10	932.10	932.10
<b>Guarantees given on behalf of</b>												
MEP Infrastructure Private Limited	-	-	1,80,065.16	1,89,322.01	-	-	-	-	-	-	1,80,065.16	1,89,322.01
MEP RGSL Toll Bridge Private Limited	-	-	8,645.80	8,853.41	-	-	-	-	-	-	8,645.80	8,853.41
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	2,196.89	1,700.00	-	-	-	-	-	-	2,196.89	1,700.00
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	965.96	3,650.96	965.96	3,650.96
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	1,540.85	3,140.85	1,540.85	3,140.85
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	3,293.80	-	3,293.80
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	4,590.80	4,590.80	4,590.80	4,590.80
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	-	-	-	-	24,866.42	22,583.89	24,866.42	22,583.89
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	20,598.41	19,689.49	20,598.41	19,689.49
MEP Longjian ACR Private Limited	-	-	-	8,910.47	-	-	-	-	-	-	-	8,910.47
MEP Longjian CLR Private Limited	-	-	-	10,501.55	-	-	-	-	-	-	-	10,501.55
MEP Longjian Loha Waranga Road Private Limited	-	-	-	11,268.05	-	-	-	-	-	-	-	11,268.05
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	12,420.79	12,420.79	-	-	-	-	-	-	12,420.79	12,420.79
MEP Tormato Private Limited	-	-	537.70	515.06	-	-	-	-	-	-	537.70	515.06
<b>Trade receivables</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infrastructure Private Limited	-	-	771.45	-	-	-	-	-	-	-	771.45	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Kante Wakad Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Talaja-Mahuva Road Private Limited	-	-	-	-	-	-	-	-	52.59	52.59	52.59	52.59
MEP Sanjose Mahuva-Kagavadar Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	397.70	303.45	-	-	-	-	-	-	397.70	303.45



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(Currency: Indian Rupees in lakhs)

**Notes to Financial Statements**

**Related party disclosures**

**B. Disclosures of material transactions with related parties and balances (contd.)**

	Promoter/ Promoter Group		Subsidiary		Key Managerial Personnel/Relative of Key Managerial Personnel		Enterprises over which significant influence is exercised by key managerial		Jointly Controlled Entity / Associates		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Payable towards Margin money/ Performance security</b>												
MEP Chennai Bypass Toll Road Private Limited	-	-	594.00	594.00	-	-	-	-	-	-	594.00	594.00
MEP RGSL Toll Bridge Private Limited	-	-	63.25	63.25	-	-	-	-	-	-	63.25	63.25
<b>Payables towards expenses incurred by group Companies</b>												
MEP Infrastructure Private Limited	-	-	-	4.69	-	-	-	-	-	-	-	4.69
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	-	0.90	-	-	-	-	-	-	-	0.90
Raima Toll and Infrastructure Private Limited	-	-	-	49.05	-	-	-	-	-	-	-	49.05
MEP Roads & Bridges Private Limited	-	-	-	105.76	-	-	-	-	-	-	-	105.76
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	432.00	-	-	-	-	-	-	-	432.00	-
MEP Infraprojects Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Hyderabad Bangalore Toll Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
Raima Ventures Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
<b>Unbilled Revenue</b>												
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	-	-	-	2,360.00	-	-	2,360.00
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	-	-	-	4,577.00	-	-	4,577.00
<b>Advance billing to customer</b>												
MEP Longjian ACR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian CLR Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Longjian Loha Waranga Road Private Limited	-	-	-	-	-	-	-	-	-	-	-	-
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-	-	2,155.65	2,155.65	-	-	-	-	-	-	2,155.65	2,155.65
<b>Remuneration payable</b>												
Mr. Jayant Mhaskar	-	-	-	-	-	181.97	-	-	-	-	-	181.97
Mr. M. Sankaranarayanan	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Naresh Sasanwar	-	-	-	-	12.06	5.14	-	-	-	-	12.06	5.14
Mr. Uttam Pawar	-	-	-	-	-	14.50	-	-	-	-	-	14.50
Mr. Subodh Garud	-	-	-	-	16.77	14.30	-	-	-	-	16.77	14.30
Mrs. Kanika Sehgal	-	-	-	-	-	-	-	-	-	-	2.53	-
Ms. Ruchita Shah	-	-	-	-	2.53	0.88	-	-	-	-	-	0.88
Mr. Harshad Pusalkar	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Rajendra Pawar	-	-	-	-	1.77	-	-	-	-	-	1.77	-
Mr. Vikram Mukadam	-	-	-	-	1.71	-	-	-	-	-	1.71	-

**C. Disclosures of Commitments with related parties and balances at the year end**

Particulars	As at	As at
	March 2023	March 31, 2022
Construction Contracts with Joint Contolled entities	-	-
Construction Contracts with Subsidiaries	-	-
Maintenance Contracts with Subsidiaries	27,560.00	32,350.00
<b>Total</b>	<b>27,560.00</b>	<b>32,350.00</b>



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

for the year ended March 31, 2023

### Note 38

#### Corporate Social Responsibility (CSR) activities

The Company has spent Rs. 2.93 lakhs (previous year : Rs. 30.71 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: Rs. Nil (previous year: Rs. Nil).

II. Amount spent during the year on:

Particulars	In cash/payable	Yet to be paid in Cash	Total
i) Construction/Acquisition of any asset	-	-	-
	{-}	{-}	{-}
ii) For purposes other than (i) above	<b>2.93</b>	-	2.93
	{30.71}	{-}	{30.71}

{figures in brackets pertain to previous year}

III. Nature of CSR activities : Promoting Art and culture, preventive health care and animal welfare (previous year: Promoting Art and culture, preventive health care)

IV. Details of related party transactions, e.g., contribution to a trust controlled by the Group in relation to CSR expenditure as per relevant Accounting Standard : Rs. Nil (previous year: Rs. Nil)

### Note 39

#### Auditor's remuneration

Particulars	31 March 2023	31 March 2022
Audit fees	<b>26.00</b>	<b>26.00</b>
Limited review fees	<b>21.00</b>	<b>21.00</b>
Out of pocket expenses	<b>2.96</b>	<b>1.93</b>
Other services (fees for certification)	<b>3.00</b>	<b>3.00</b>
<b>Total</b>	<b><u>52.96</u></b>	<b><u>51.93</u></b>

### Note 40

#### Non-Current Assets held for sale

Particulars	31 March 2023	31 March 2022
Investment in subsidiary	<b>37,934.05</b>	-
<b>Total</b>	<b><u>37,934.05</u></b>	<b><u>-</u></b>

Due to the proposed dilution of investment upto 51% in it's wholly owned subsidiary [viz. MEP Infrastructure Private Limited (MIPL)], the Company has classified the investment of MIPL as Asset held for sale and corresponding disclosures are made accordingly.

### Note 41

#### Disclosures pursuant to Indian Accounting standard (Ind AS) 115, Revenue from Contracts with Customers

(a)The Company believes that the information provided vide Note 25 (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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

(b) Reconciliation of the amount for revenue recognised in the Standalone Statement of Profit and Loss with the contracted price:

Particulars	31 March 2023	31 March 2022
Revenue from operations	5,953.19	18,225.77
Adjustments:		
Claims	-	1,191.77
<b>Revenue from contract with customers</b>	<b>5,953.19</b>	<b>19,417.54</b>

### (c) Contract balances

(i) The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers.

Particulars	Note	31 March 2023	31 March 2022
Trade receivables	11	1,752.43	363.34
Contract assets : Unbilled revenue	15	6,937.00	6,937.00
Contract liabilities - Advance billing to customer	24	2,155.65	2,155.65
UDIN : 231555 37BGWQ GT3873	24	-	-
Contract liabilities - Working Capital advance	24	-	-
Contract liabilities - Mobilisation advances	20 & 24	14,646.44	14,646.46

(ii) Movement in contract balances during the year:

Particulars	Contract assets	Contract liabilities	Net contract balances
Opening balance as at March 31, 2022	6,937.00	16,802.11	(9,865.11)
Closing balance as at March 31, 2023	6,937.00	16,802.09	(9,865.09)
Net increase	-	(0.02)	0.02

(iii) Revenue recognised during the year from opening balance of Contract liabilities amounts to Rs. Nil (previous year : Rs. 1,437.54 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.

## Note 42

### 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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 43

#### 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	As at	As at
	March 31, 2023	March 31, 2022
Employer's contribution to Provident Fund	24.56	51.41
Employer's contribution to Employee state Insurance Corporation	9.10	23.64
	<b>33.66</b>	<b>75.05</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	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Movement in defined benefit obligations:</b>		
At the beginning of the year	476.36	633.63
Current service cost	27.25	59.05
Past service cost	-	-
Interest cost	19.36	22.15
Remeasurements :		
(Gain)/loss from change in financial assumptions	(13.97)	(10.95)
(Gain)/loss from change in demographic assumptions	-	-
Experience (gains)/losses	(52.17)	(188.00)
Benefits paid	(79.11)	(36.68)
Liabilities assumed / (settled)	(25.27)	(2.85)
<b>At the end of the year</b>	<b>352.45</b>	<b>476.36</b>

##### Amount recognised in the Balance Sheet

	March 31, 2023	March 31, 2022
Present value of obligations	352.45	476.36
Net liability recognised	<b>352.45</b>	<b>476.36</b>

##### Classification into Current / Non-Current

The liability in respect of the plan comprises of the following non current and current portion:

	March 31, 2023	March 31, 2022
Current	206.62	215.27
Non current	145.82	261.09
	<b>352.44</b>	<b>476.36</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 43

#### Employee Benefits (continued)

UDIN : 231555 37BGWQ GT3873

The components of defined benefit plan cost are as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Recognised in Income Statement</b>		
Current service cost	27.25	59.05
Past service cost	-	-
Interest cost / (income) (net)	19.36	22.15
Expected return on plan assets		
<b>Total</b>	<b>46.61</b>	<b>81.20</b>
<b>Recognised in Other Comprehensive Income</b>		
Remeasurement of net defined benefit liability/(asset)	(66.14)	(198.95)
<b>Expense recognised in Total Comprehensive Income</b>	<b>(19.53)</b>	<b>(117.74)</b>

The principal actuarial assumptions used for estimating the Company's benefit obligations are set out below (on a weighted average basis):

Particulars	As at March 31, 2023	As at March 31, 2022
Rate of increase in salaries	6.00%	6.00%
Discount rate	7.25%	5.25%
Expected average remaining service lives of the employees	2.24	2.40

#### 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.

#### Sensitivity of the defined benefit obligation :

Particulars	Change in Assumption	Effect on Gratuity Obligation	
		As at March 31, 2023	As at March 31, 2022
Discount rate	Minus 50 basis points	3.35	6.00
	Plus 50 basis points	(3.24)	(5.81)
Rate of increase in salaries	Minus 50 basis points	(2.57)	(4.43)
	Plus 50 basis points	2.57	4.48

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 2.91 years in 2023 and 3.16 years in 2022.

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 :

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
<b>March 31, 2023</b>					
Defined benefit obligations (Gratuity)	206.62	55.44	90.40	60.25	412.73
<b>Total</b>	<b>206.62</b>	<b>55.44</b>	<b>90.40</b>	<b>60.25</b>	<b>412.73</b>
<b>March 31, 2022</b>					
Defined benefit obligations (Gratuity)	215.27	89.57	148.98	96.49	550.33
<b>Total</b>	<b>215.27</b>	<b>89.57</b>	<b>148.98</b>	<b>96.49</b>	<b>550.33</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 44

#### 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	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
- Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	-	-	-	893.36
- MEP Highway Solutions Private Limited	888.41	61.10	2,670.75	549.52
- Rideema Toll Bridge Private Limited	-	-	852.82	28.57
- Raima Toll Road Private Limited	-	-	-	0.59
- Rideema Toll Private Limited	1,645.11	-	1,691.00	-
- MEP Infraprojects Private Limited	775.20	831.05	831.05	2,134.49
- MEP Infra Construction Private Limited	2.59	2.39	2.59	2.39
- MEP Toll & Infrastructure Private Limited	2.17	2.07	2.17	2.07
- MEP Tormato Private Limited	-	-	-	13.49
- Mhaiskar Toll Road Private Limited	2.43	2.11	2.43	2.11
- Raima Ventures Private Limited	4.47	4.47	4.47	4.47
- Raima Toll & Infrastructure Private Limited	23.04	23.04	23.04	23.04
- MEP RGSL Toll Bridge Private Limited	3,847.00	5,465.02	5,565.02	5,465.02
- MEP Hyderabad Bangalore Toll Road Private Limited	991.13	107.64	991.13	107.63
- MEP Longjian CLR Private Limited	156.15	156.15	156.15	156.15
- MEP Longjian Loha Waranga Road Private Limited	155.80	155.80	155.80	155.80
- MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	1,098.31	1,351.86	1,351.86	1,351.86
- MEP IRDP Solapur Toll Road Private Limited	1.00	1.00	1.00	1.00
- MEP Nagpur Ring Road 1 Private Limited	-	554.24	554.24	837.86
- MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	2,415.14
- MEP Sanjose Nagpur Ring Road 2 Private Limited	1,198.00	1,198.00	1,198.00	2,369.92
- MEP Sanjose Arawali Kante Private Limited	-	-	-	884.61
UDIN : 231555 37BGWQ GT3873	-	-	-	924.47
- MEP Sanjose Mahuva Kagavadar Private Limited	469.36	367.67	469.36	1,140.46
<b>Total</b>	<b>11,260.18</b>	<b>10,283.61</b>		

#### Loans or advances to specified persons

Types of borrower	March 31, 2023		March 31, 2022	
	Amount outstanding	% of Total	Amount outstanding	% of Total
Promoters	-	-	-	-
Directors	-	-	-	-
Key management personnel	-	-	-	-
Related Parties	<b>11,260.18</b>	<b>99.68%</b>	<b>10,283.61</b>	99.38%
<b>Total aggregate loans (Refer to Note and )</b>	<b>11,296.80</b>		<b>10,347.82</b>	

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 45

The Company had recognized the claim amounting to Rs. 7,491.94 lakhs with South Delhi Municipal Corporation (SDMC) on actual basis pertaining to the half year ended 30th September 2019 with respect to revenue loss on account of passing of commercial vehicles through free lanes at 13 major border entry points of Delhi. The SDMC constituted a committee to quantify the claims and give its recommendations. The high level committee and the Commissioner SDMC, didn't recommend the claims. The Company approached Hon'ble High Court of New Delhi for relief. The Hon'ble Court vide its order dated 06 November 2020 has directed the Company to collect and deposit 92.50% of the Collection keeping 7.50% for O&M. The Company's writ petition was disposed of by Single bench of Hon'ble high court of Delhi on 09 April 2021, with a direction that civil court should be approached for adjudication of disputes. The project was handed over to SDMC on 10 April 2021. Aggrieved by the order of the Single bench, in the matters as mentioned above, the Company has filed an appeal in the division bench of Hon'ble high court of Delhi. However the division bench was not inclined to interfere with the order of single judge and guided for civil remedies vide a civil suits. The Company is exploring various options such as filing a civil suit/writ petition in Hon'ble Supreme court. SDMC has made claim of Rs. 3,36,597.01 lakhs against which the Company has claimed Rs. 4,83,805.68 lakhs, the same is yet to be adjudicated. The SDMC has sent recovery notices of disputed dues which are yet to be adjudicated. The disputed demands are challenged by the Company in Hon'ble Supreme court of India, via special leave petition. The matter is sub judice the company is confident of recovering the claims recognised by it.

### Note 46

#### Exceptional items

For the year ended March 31, 2022 the exceptional items includes profit of Rs. 4,399.31 lakhs on account of Harmonious substitution/Substitution of the Hybrid Annuity projects in four of the jointly controlled entities and one of the subsidiary. However, there is no exceptional item for the year ended March 31, 2023.

### Note 47

The Company is carrying gross investment in equity shares of two of the jointly controlled entities amounting Rs. 7,419.20 lakhs. These Companies have handed over their highway construction projects on account of disputes with National Highways Authority of India (NHAI) on 17th February 2021. The dispute with NHAI was challenged by the jointly controlled entities vide writ petition before the division bench of Hon'ble Court of New Delhi. The Hon'ble High Court, vide its Order dated 25th May 2021, has directed NHAI to resolve the issues between both the parties under Conciliation. The Concessionaire has submitted their Statement of Claims to the Conciliation Committee of Independent Experts (CCIE) on 11.10.2021. Eight meetings of the CCIE have already been held along with NHAI and date for the next meeting is scheduled on 20 June 2023.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

### Notes to Financial Statements

#### Note 48

Following are the analytical ratios for the year ended March 31, 2023 and March 31, 2022

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Variance %	Remarks
Current Ratio (times)	Current Assets	Current liabilities	0.58	0.59	-1%	-
Debt Service Coverage Ratio (times)	Profit after tax + Finance cost + Depreciation and Amortisation	Interest + Lease Payments + Principal Repayments	(0.51)	0.56	-191%	Note 1
Return on Equity Ratio (%)	Profit for the year after tax	Average Shareholders equity	-37.50%	-10.45%	259%	Note 1
Net capital turnover ratio (times)	Net Sales	Working Capital	(0.12)	(0.40)	-70%	Note 1
Trade payable turnover ratio (times)	O&M and cost of material consumed	Average Trade payables	0.05	0.14	-61%	Note 7
Trade receivables turnover ratio (times)	Revenue from operations	Average Trade receivables	5.54	2.53	119%	Note 2
Inventory Turnover Ratio (times)	Cost of Material consumed	Average Inventory	0.63	5.08	-88%	Note 3
Debt to Equity (times)	Total Debt (Borrowings)	Total Equity	0.87	0.68	27%	Note 6
Net Profit Ratio (%)	Profit for the year after tax	Revenue from operations	-220.72%	-23.45%	841%	Note 4
Return on Capital Employed (%)	Profit before tax + Finance cost	Tangible Net Worth + Total Debt + Deferred Tax Liability	-21.09%	-7.69%	174%	Note 5

**Note 1** Variation in debt service coverage ratio, return on equity ratio, net capital turnover ratio due to decrease in revenue from operation in the current year.

**Note 2** Variation in trade receivables turnover ratio is due to decrease in revenue from operation in the current year.

**Note 3** Variation in inventory turnover ratio is due to decrease in cost of material consumed in the current year.

**Note 4** Variation in net profit ratio is due to increase loss and lower revenue from operation in the in the current year.

**Note 5** Variation in return on capital employed is due to increase loss and repayment of debt.

**Note 6** Variation in debt to equity ratio due to current year losses.

**Note 7** Variation in Trade payable turnover ratio due to decrease in operating and maintaining expenses.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in lakhs)

## Notes to Financial Statements

### Note 49

#### Other Statutory Information

##### (i) Registration of charges or satisfaction with Registrar of Companies (ROC)

No charges or satisfaction yet to be registered with ROC beyond the statutory period by the company.

##### (ii) Compliance with number of layers of companies

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

##### (iii) Utilisation of Borrowed funds:

During the year, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (Ultimate Beneficiaries)
- Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

##### (iv) Details of Benami Property held

There are no proceedings which have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

##### (v) Undisclosed income

The Company will not have any transaction which not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

(vi) The Company has not been declared willful defaulter by any of the banks or financial institutions or any other lender.

(vii) The Company has not dealt with the struck off companies.

(viii) The funds borrowed for short term purposes have not been utilized for any other purpose / long term purposes.

(ix) The Company does not trade or invest in any crypto currency.

(x) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company.

#### For GMJ & Co

Chartered Accountants

Firm's Registration No: 103429W

CA Madhu Jain

Partner

Membership No: 155537

UDIN : 231555 37BGWQ GT3873

#### For and on behalf of the Board of Directors of

**MEP Infrastructure Developers Limited**

CIN: L45200MH2002PLC136779

**Jayant D. Mhaikar**

Managing Director

DIN: 00716351

**Anuya J. Mhaikar**

Director

DIN: 00707650

**Rajendra Pawar**

Chief Financial Officer

**Vikram Mukadam**

Company Secretary

Mumbai

Date: 30 May 2023

Mumbai

Date: 30 May 2023



## INDEPENDENT AUDITOR'S REPORT

To The Members of MEP Infrastructure Developers Limited

### Report on the Audit of the Consolidated Financial Statements

#### Qualified Opinion

We have audited the accompanying consolidated financial statements of MEP Infrastructure Developers Limited (the "Company") and its subsidiaries, (the Company and its subsidiaries together referred to as the "Group"), and group's share of loss in its associate and jointly controlled entities which comprise the Consolidated Balance Sheet as at March 31, 2023, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of subsidiaries, associate and jointly controlled entities referred to in the Other Matters section below, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, 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 consolidated state of affairs of the Group as at March 31, 2023, and their consolidated loss, their consolidated total comprehensive loss, their consolidated changes in equity and their consolidated cash flows and their for the year ended on that date.

#### Basis for Qualified Opinion

- a) The group has given advances to 2 parties amounting to INR 39,572.73 Lakhs, out of which majority of the balances are outstanding for a long time. The management has on the basis of an internal evaluation provided for loss allowance of INR 2,967.96 Lakhs in the current year. However, in view of no substantive operations in the projects for which advances have been given, we are unable to comment on the management estimate for loss allowance amounting to INR 2,967.96 Lakhs and the recoverability of balance outstanding amounting to INR 36,604.78 Lakhs carried in these consolidated financial statements.
- b) One of the subsidiary company has given loan to a related party amounting to INR 58,789.20 Lakhs (including interest and Ind AS adjustment amounting to INR 25,789.19 Lakhs), which is long outstanding. However, in the absence of substantial recovery, we are unable to comment on the recoverability of the outstanding amounting to INR 58,789.20 Lakhs carried in these consolidated financial statements.

- c) During the period under audit, one of the Subsidiary Company has given advances to various vendors aggregating INR 3,096.65 Lakhs and also has received advances aggregating INR 979.38 Lakhs from various vendors. However, no sufficient information, adequate documents substantiating their services, documents in compliance of KYC formalities of the Vendors, were provided to us. Hence, we are unable to comment upon the rationale for the acceptance as well as providing of these advances and its possible impact, if any, on the consolidated financial statements.
- d) Four of the subsidiary companies are carrying advances/other receivables amounting to INR 617.07 Lakhs. The recoverability of the same is uncertain and no provision against the same has been made. The impact of the same (if any) on the consolidated financial statements of the company is unascertainable.
- e) In one of the subsidiary company, cash & cash equivalent amounting to INR 774.00 Lakhs could not be confirmed in view of absence of verification.
- f) In one of the subsidiary, the liability towards “Profit Sharing” with one of the party, amounting to INR 302.25 Lakhs is subject to confirmation, reconciliation and consequential adjustments, if any.

### **Qualified Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) prescribed under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We are independent of the Group, its associate and jointly controlled entities in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the Consolidated Financial Statements.

### **Emphasis of Matter**

- a) As depicted in Note 53 of the consolidated financial statements, the company has initiated the process of dilution of investment upto 51% in its wholly owned subsidiary in April 2022, the transaction is yet to be concluded and the asset continues to be carried as “asset held for sale”.
- b) The group is carrying claims receivable and other receivables amounting to INR 96,949.41 Lakhs, which is long outstanding of various authorities. As depicted in Note 14 of the consolidated financial statements, on account of various claims filed by company against the authorities based on the contractual provisions of the agreements, the management is confident about recovery of these outstanding’s amounting to INR 96,949.41 Lakhs.

- c) As depicted in Note 44 of the consolidated financial statements, where it is mentioned that one of the subsidiary company has preferred claims with National Highway Authority of India (the Authority), aggregating INR 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 INR 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 2023.
- d) The group is carrying advance to creditors amounting to INR 2,705.49 Lakhs to various parties, which are long outstanding. The management is confident about recovery of these outstanding amounts.
- e) The company has defaulted in repayment of borrowings and hence account with 18 lenders have been classified as Non-Performing Asset by the lenders.
- f) As depicted in Note 54 of the consolidated financial statements, where it is mentioned that the Toll collection activity of MEP Hyderabad Bangalore Toll Road Private Limited; was suspended by authority on February 27, 2019. Subsequently on May 27, 2019 the authority unilaterally issued termination notice. Consequently, the net provision relating to major repairs maintenance amounting to INR 5,783 lakhs (on which deferred tax INR 1,344.46 included in tax expenses) and the intangible assets amounting to INR 33,070.95 lakhs and the concession fees payable to Authority amounting INR 51,079.31 lakhs (on which deferred tax amounting INR 2,754.30 lakhs) and also fixed Assets written off amounting to INR 1,162.26 lakhs are reversed during the period ended March 2020. On October 14, 2022 company received arbitration award partially in favour and partially adverse against which it has filed an appeal with arbitral tribunal and the said matter is subjudice.

Our opinion is not modified in respect of above matters.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. 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 revenue recognition in respect of fixed price construction contracts involves critical estimates.</b>	Our audit procedures on revenue recognized from fixed price construction contracts included

	<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> <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 and</li> <li>• These contracts may involve onerous obligations on the Company that require critical estimates to be made by management.</li> </ul>	<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.</li> </ul> <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> <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>
2.	<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</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>

	<p>("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 INR 94,275.43 lakhs as at March 2023.</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>	<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, the policy of credit losses including the history of amounts claimed as against 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> <p><b>(Refer point b in Emphasis of Matter)</b></p>
3.	<p><b>Provisions and contingent liabilities</b></p> <p>The Group has disclosed significant open legal cases and other contingent liabilities in Note 40.</p> <p>The assessment of the existence of the present legal or constructive obligation, analysis of the probability of the related payment and analysis of a reliable estimate, requires management's judgement to ensure appropriate accounting or disclosures.</p> <p>Due to the level of judgement relating to recognition, valuation and presentation of provisions and contingent liabilities, this is considered to be a key audit matter.</p>	<p>As part of our audit procedures we have assessed management's processes to identify new possible obligations and changes in existing obligations for compliance with IND AS 37 requirements. We have analysed significant changes from prior periods and obtain a detailed understanding of these items and assumptions applied.</p> <p>We have obtained legal representation letters on the main outstanding legal cases.</p> <p>As part of our audit procedures we have reviewed minutes of board meetings, including the sub-committees.</p> <p>We have held regular meetings with management and legal counsels.</p>

		We have assessed the appropriateness of presentation of the most significant contingent liabilities in the consolidated financial statements.
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### **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, standalone financial statements and our auditor's report thereon. The above stated reports are expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available, compare with the financial statements of the subsidiary and associate audited by the other auditors, 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 subsidiaries and associate is traced from their financial statements audited by the other auditors.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of 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, including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group 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 and of its associate and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associate and jointly controlled entities and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate and jointly controlled entities are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate and jointly controlled entities are also responsible for overseeing the financial reporting process of the Group and of its associate and jointly controlled entities.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group, and its associate and jointly controlled entities 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 and its associate and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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 consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Other matters**

1.

- a. The consolidated financial statements include the financial statements of 4 subsidiaries (refer Annexure - I) whose financial information reflects Total Assets of INR 232,808.61 Lakhs, total revenue of INR 46,011.59 Lakhs, total net profit / (loss) after tax of INR (1147.14) Lakhs and total comprehensive income of INR (1270.38) Lakhs for the period from April 1, 2022 to March 31, 2023 and cash flow(net) INR 323.45 Lakhs for the year ended March 31, 2023 which have been audited by us.
- b. The consolidated financial statements include the financial statements of 6 jointly controlled entities (refer Annexure - I) whose financial information reflects total share of net profit / (loss) after tax of INR (2,022.74) Lakhs and total share of comprehensive income of INR (2022.75) Lakhs for the period from April 1, 2022 to March 31, 2023 and cash flow(net) INR NIL Lakhs for the year ended March 31, 2023 which have been audited by us.
- c. The consolidated financial statements include the financial statements of 20 subsidiaries (refer Annexure - I) whose financial information reflects Total Assets of INR 77,737.54 Lakhs total revenue of INR 27,363.56 Lakhs, total net profit / (loss) after tax of INR (9,885.69) Lakhs and total comprehensive income / (loss) of INR (9,881.04) Lakhs for the period from April 1, 2022 to March 31, 2023 and cash flow(net) INR (341.91) Lakhs for the year ended March 31, 2023, which have been audited by their respective independent auditor The independent auditor's reports on financial information of these entities have been furnished to us and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in the paragraph above

- d. The consolidated financial statements include the financial statement of 1 associate (refer Annexure - I) whose financial information reflects total share of net profit / (loss) after tax of INR Nil Lakhs and total share comprehensive income / (loss) of INR Nil Lakhs for the period from April 1, 2022 to March 31, 2023 and cash flow(net) INR Nil Lakhs for year ended March 31, 2023, which have been audited by their respective independent auditor The independent auditor's reports on financial information of these entities have been furnished to us and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in the paragraph above.
- e. The consolidated financial statements include the unaudited financial statements of 2 subsidiary (refer Annexure - I) whose financial information reflects Total Assets of INR 22.31 Lakhs total revenue of INR Nil Lakhs, total net profit / (loss) after tax of INR Nil Lakhs and total comprehensive income / (loss) of INR Nil Lakhs for the period from April 1, 2022 to March 31, 2023 respectively and cash flow(net) INR Nil Lakhs for year ended March 31, 2023 as considered in the consolidated audited financial statements.
- f. The consolidated financial statements include the unaudited financial statements of 2 jointly controlled entities (refer Annexure - I) whose financial information reflects total share of net profit / (loss) after tax INR Nil Lakhs and total share of comprehensive profit / (loss) INR Nil Lakhs for the period April 1, 2022 to March 31, 2023.

These unaudited financial information have been furnished to us by the Board of Directors and our conclusion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the above subsidiary and 2 jointly controlled entities is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial information are not material to the Group.

Our opinion on the consolidated financial statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Board of Directors.

- 2. In 21 subsidiary companies and 7 jointly controlled entities, as mentioned in respective reports that the companies are no longer in operation & Net Worth has been fully eroded for majority of the companies as on March 31, 2023. The management has revival plans for the said companies including possible merger to mitigate the effect. However, the above conditions indicate the existence of the material uncertainty that cast significant doubt about the Company's ability to continue as a going concern.
- 3. The consolidated financial statements of MEP Infrastructure Developers limited for the year ended March 31, 2022, were audited by another auditor who expressed an unmodified opinion on those statements on May 28, 2022.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial information of the subsidiaries and associate referred to in the Other Matters section above we report, to the extent applicable that:
  - a) We have sought and except for the matters described in the Basis for Qualified Opinion section above, obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) Except for the possible effects of the matters described in the Basis for Qualified Opinion section above, in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) Except for the possible effects of the matters described in the Basis for Qualified Opinion section above, in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e) Except for the possible effects of the matters described in the Basis for Qualified Opinion section above, in our opinion, there are no financial transactions or matters which have any adverse effect on the functioning of the Group.
  - f) On the basis of the written representations received from the directors of the Company as on March 31, 2023, taken on record by the Board of Directors of the company and the reports of the statutory auditors of its subsidiaries, associate and jointly controlled entities incorporated in India, none of the directors of the Group companies and of its associate and jointly controlled entities incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - g) There is no adverse remark relating to the maintenance of accounts and other matters connected therewith.
  - h) With respect to adequacy of internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate report in “**Annexure A**” which is based on the auditor’s report of the company, subsidiary companies, associate company and jointly controlled entities incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of those companies.

- i) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, no remuneration has been paid by the company to its directors during the year and hence provisions of section 197 of the Act are not applicable to the company and based on the auditor's reports of subsidiary companies, associate companies and jointly controlled entities incorporated in India, being private limited companies, the provisions of section 197 of the Act are not applicable to the respective entities.

- j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

(i) The Consolidated Financial Statements disclose the impact of pending litigations on its consolidated financial position of the group, its associate and jointly controlled entities. Refer Note 40 to the consolidated financial statements.

(ii) Provisions have been made in the Consolidated Financial Statement, as required under the applicable law or accounting standard, for material foreseeable losses, if any. The Group, its associate and jointly controlled entities did not have any long-term derivative contracts.

(iii) There has been no delay in transferring amounts which were required to be transferred to the Investor Education and Protection Fund by the Group and its associate and jointly controlled entities incorporated in India.

(iv)

- a. The respective management of the Group and of its associate and jointly controlled entities incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries and associate audited by other auditors respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company or any of such subsidiaries, associate and jointly controlled entities to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company or any of such subsidiaries, associate and jointly controlled entities ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b. The respective management of the Group and of its associate and jointly controlled entities incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries and associate audited by other auditors respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company or any of such subsidiaries, associate and jointly controlled entities shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - c. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associate and jointly controlled entities which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above contain any material misstatement.
- (v) The company or any of such subsidiaries have not declared or paid any dividend during the year, therefore the provisions of section 123 of the Act is not applicable.
- 2) With respect to the matters specified in paragraphs 3(xxi) and paragraph 4 of the Companies (Auditor’s Report) Order, 2020 (the “Order”/“CARO”) issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the consolidated financial statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports except for the matters prescribed in “Annexure B”.
- 3) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023, to the company and its subsidiaries, associate and jointly controlled entities which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**For GMJ & Co**

Chartered Accountants

**F.R.No.** 103429W

**CA Madhu Jain**

Partner

**M. No.** 155537

**UDIN:** 231555 37BGWQ GS2251

**Place:** Mumbai

**Date:** May 30, 2023

**Annexure 'I' to the Audit Report on the Consolidated Financial Statements of MEP Infrastructure Developers Limited for the year ended March 31, 2023:**

<b>Sr. No.</b>	<b>Subsidiaries Reviewed</b>	<b>Reviewed By</b>
1	MEP Infrastructure Private Limited	GMJ & Co
2	Rideema Toll Private Limited	GMJ & Co
3	Raima Ventures Private Limited	GMJ & Co
4	MEP Foundation	GMJ & Co
5	MEP Nagzari Toll Road Private Limited	Gokhale & Sathe
6	MEP IRDP Solapur Toll Road Private Limited	Gokhale & Sathe
7	MEP Tormato Private Limited	Gokhale & Sathe
8	MEP Roads & Bridges Private Limited	Gokhale & Sathe
9	Mhaskar Toll Road Private Limited	Gokhale & Sathe
10	MEP Toll & Infrastructure Private Limited	Gokhale & Sathe
11	MEP Infraprojects Private Limited	Gokhale & Sathe
12	MEP Longjian ACR Private Limited	Gokhale & Sathe
13	MEP Longjian CLR Private Limited	Gokhale & Sathe
14	MEP Infra Constructions Private Limited (Formerly known as MEP Longjian VTR Private Limited)	Gokhale & Sathe
15	MEP Longjian LWR Private Limited	Gokhale & Sathe
16	MEP Longjian VTR Private Limited	Gokhale & Sathe
17	MEP RGSL Toll Bridge Private Limited	G.D. Apte & Co
18	MEP Hyderabad Bangalore Toll Road Private Limited	G.D. Apte & Co
19	Raima Toll Road Private Limited	G.D. Apte & Co
20	MEP Highway Solutions Private Limited	G.D. Apte & Co
21	MEP Chennai Bypass Toll Road Private Limited	G.D. Apte & Co
22	Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Ltd)	G.D. Apte & Co
23	Rideema Toll Bridge Private Limited (upto 31st May 2021)	G.D. Apte & Co
24	Raima Toll & Infrastructure Private Limited	G.D. Apte & Co
25	MEP Enterprises, LLC	Management
26	Victory Infra L.L.C – FZ	Management

<b>Sr. No.</b>	<b>Jointly controlled entities &amp; Associate Reviewed</b>	<b>Reviewed By</b>
<b>1</b>	MEP Nagpur Ring Road 1 Private Limited	GMJ & Co
<b>2</b>	MEP Sanjose Nagpur Ring Road 2 Private Limited	GMJ & Co
<b>3</b>	MEP Sanjose Arawali Kante Road Private Limited	GMJ & Co
<b>4</b>	MEP Sanjose Kante Waked Road Private Limited	GMJ & Co
<b>5</b>	MEP Sanjose Talaja Mahuva Road Private Limited	GMJ & Co
<b>6</b>	MEP Sanjose Mahuva Kagavadar Road Private Limited	GMJ & Co
<b>7</b>	KVM Technology Solutions Private Limited	Gokhale & Sathe
<b>Sr. No.</b>	<b>Jointly controlled entities Unreviewed</b>	<b>Reviewed By</b>
<b>1</b>	SMYR Corporation, LLP	Management Reviewed
<b>2</b>	Ozone Land MEP Solapur Ring Road Pvt Limited	Management Reviewed

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS OF MEP INFRASTRUCTURE DEVELOPERS LIMITED.**

**(Referred to in paragraph I (h) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the members of MEP Infrastructure Developers Limited of even date)**

**Report on the Internal Financial Controls with reference to Consolidated Financial Statements 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, 2023, we have audited the internal financial controls with reference to Consolidated Financial Statements of MEP Infrastructure Developers Limited (hereinafter referred to as the “Company”) and its subsidiary companies, and its associate company and jointly controlled entities, which are companies incorporated in India, as of that date.

**Management’s Responsibility for Internal Financial Controls**

The respective Board of Directors of the Company, its subsidiary companies, 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 considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “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 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 Act.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated Financial Statements of the Company, its subsidiary companies, its associate companies and jointly controlled entities which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”) and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements 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 with reference to Consolidated Financial Statements and their operating effectiveness.



Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of 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 is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the Company and its subsidiary companies, which are companies incorporated in India.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies, associate company and jointly controlled entities, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the company, its subsidiary companies, associate company and jointly controlled entities which are companies incorporated in India.

#### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements**

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

## **Opinion**

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the company, its subsidiary companies, its associate company and joint controlled, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2023, based on the criteria for internal financial controls with reference to Consolidated Financial Statements established by the respective companies 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

## **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 24 subsidiaries, 1 associate and 6 jointly controlled entities, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies.

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements in so far as it relates to 1 subsidiary companies and 1 jointly controlled entity, which are companies incorporated in India, whose financial information is unaudited and whose efficacy of internal financial controls with reference to Consolidated Financial Statements is based solely on the Management's certification provided to us and our opinion on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of the Group is not affected as the financial information of such entities is not material to the Group.

Our opinion is not modified in respect of the above matters.

### **For GMJ & Co**

Chartered Accountants

**F.R.No.** 103429W

### **CA Madhu Jain**

Partner

**M. No.** 155537

**UDIN:** 231555 37BGWQ GS2251

**Place:** Mumbai

**Date:** May 30, 2023

## Annexure-B to the Independent Auditor's Report on Consolidated Financial Statements

### (Referred to in our report of even date)

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the Consolidated Financial Statements for the year ended March 31, 2023, we report the following:

- (i) In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the Consolidated Financial Statements, have unfavourable remarks, qualifications or adverse remarks given by the respective auditors in their reports under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of entities	CIN	Holding Company / Subsidiary / JV / Associate	Clause number of the CARO report
1	MEP Infrastructure Developers Limited	L45200MH2002PLC136779	Holding	Clause iii, vii, ix and xvi
2	MEP Infrastructure Private Limited	U45203MH2010PTC199329	Subsidiary	Clause iii, vii, ix and xix
3	Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Ltd)	U45203MH2010PTC203853	Subsidiary	Clause iii, vii, ix and xix
4	Rideema Toll Private Limited	U74999MH2004PTC150238	Subsidiary	Clause iii and xix
5	Raima Ventures Private Limited	U45400MH2010PTC199383	Subsidiary	Clause iii and xix
6	Raima Toll Road Private Limited	U45400MH2012PTC237838	Subsidiary	Clause iii, vii, xvii and xix
7	MEP Chennai Bypass Toll Road Private Limited	U45400MH2013PTC239203	Subsidiary	Clause iii and xix
8	MEP Highway Solutions Private Limited	U45209MH2012PTC237871	Subsidiary	Clause iii and xix
9	MEP RGSL Toll Bridge Private Limited	U45400MH2012PTC237950	Subsidiary	Clause iii, vii, ix, xvii and xix
10	Raima Toll & Infrastructure Private Limited	U45400MH2011PTC212222	Subsidiary	Clause iii, xvii and xix
11	MEP Hyderabad Bangalore Toll Road Private Limited	U45203MH2012PTC238390	Subsidiary	Clause iii, ix, xvii and xix

12	MEP Nagzari Toll Road Private Limited	U45203MH2012PTC237785	Subsidiary	Clause xvii and xix
13	MEP IRDP Solapur Toll Road Private Limited	U45208MH2012PTC237854	Subsidiary	Clause xvii and xix
14	MEP Tormato Private Limited	U45202MH2014PTC257802	Subsidiary	Clause vii, ix, xvii and xix
15	MEP Roads & Bridges Private Limited	U45201MH2014PTC256362	Subsidiary	Clause xix
16	Mhaiskar Toll Road Private Limited	U45400MH2014PTC259325	Subsidiary	Clause xvii and xix
17	MEP Infra Constructions Private Limited	U45203MH2014PTC259333	Subsidiary	Clause xvii and xix
18	MEP Toll & Infrastructure Private Limited	U45400MH2014PTC259366	Subsidiary	Clause xvii and xix
19	MEP Infraprojects Private Limited	U45400MH2014PTC259616	Subsidiary	Clause vii, xvii and xix
20	MEP Foundation	U74999MH2016NPL283345	Subsidiary	Not applicable
21	MEP Longjian ACR Private Limited	U45209MH2018PTC308689	Subsidiary	Clause vii, xvii and xix
22	MEP Infraconsultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	U45500MH2018PTC308559	Subsidiary	Clause xvii and xix
23	MEP Longjian CLR Private Limited	U45309MH2018PTC308690	Subsidiary	Clause vii, xvii and xix
24	MEP Longjian LWR Private Limited	U45309MH2018PTC308692	Subsidiary	Clause vii, xvii and xix
25	MEP Enterprises, LLC		Subsidiary	Not Applicable
26	MEP Nagpur Ring Road 1 Private Limited	U45309MH2016PTC281258	Jointly Controlled Entities	Clause vii, ix and xix
27	MEP Sanjose Nagpur Ring Road 2 Private Limited	U45309MH2016PTC281267	Jointly Controlled Entities	Clause vii, ix and xix
28	MEP Sanjose Arawali Kante Road Private Limited	U45309MH2016PTC281538	Jointly Controlled Entities	Clause vii and xix

29	MEP Sanjose Kante Waked Road Private Limited	U45201MH2016PTC281169	Jointly Controlled Entities	Clause vii and xix
30	MEP Sanjose Talaja Mahuva Road Private Limited	U45309MH2016PTC282605	Jointly Controlled Entities	Clause vii, ix and xix
31	MEP Sanjose Mahuva Kagavadar Road Private Limited	U45401MH2016PTC283768	Jointly Controlled Entities	Clause vii, ix and xix
32	SMYR Corporation, LLP	AAD-8942	Jointly Controlled Entities	Not Applicable
33	KVM Technology Solutions Private Limited	U74999MH2015PTC261383	Associate Company	Clause vii, xvii and xix

**For GMJ & Co**  
Chartered Accountants  
**F.R.No.** 103429W

**CA Madhu Jain**  
Partner  
**M. No.** 155537  
**UDIN:** 231555 37BGWQ GS2251  
**Place:** Mumbai  
**Date:** May 30, 2023

**MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Consolidated Balance Sheet as at March 31, 2023**

	Notes	As at March 31, 2023	As at March 31, 2022
<b>ASSETS</b>			
<b>Non current assets</b>			
Property, Plant and Equipment	2	1,415.66	3,223.43
Goodwill on consolidation	3	2,617.57	2,617.57
Other Intangible assets		-	1,05,761.36
Right-of-use assets	39	446.32	816.51
Investment In Joint Ventures & Associates	4	6,375.26	8,398.00
Financial Assets			
i. Investments	5	136.40	136.41
ii. Loans	6	3.19	27,464.67
iii Other financial assets	7	353.26	67,222.15
Deferred tax assets (net)	8(iv)	4,974.64	4,989.14
Other non current assets	9	8,156.37	18,810.45
<b>Total non current assets</b>		<b>24,478.67</b>	<b>2,39,439.69</b>
<b>Current assets</b>			
Inventories	10	367.02	490.36
Financial Assets			
i. Trade receivables	11	2,061.79	245.60
ii. Cash and cash equivalents	12(i)	449.89	1,300.20
iii Bank balances other than (iii) above	12(ii)	1,036.24	3,185.15
iv Loans	13	7,636.40	15,405.66
v. Other financial assets	14	58,530.65	81,221.31
Other current assets	15	26,633.70	34,293.08
Assets held for sale	53	1,99,533.58	-
<b>Total current assets</b>		<b>2,96,249.27</b>	<b>1,36,141.36</b>
<b>Total Assets</b>		<b>3,20,727.94</b>	<b>3,75,581.05</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	16	18,344.61	18,344.61
Other Equity	17	(64,957.57)	(29,759.06)
<b>Equity attributable to owners</b>		<b>(46,612.96)</b>	<b>(11,414.45)</b>
Non Controlling Interests		(51.04)	790.72
<b>Total Equity</b>		<b>(46,664.00)</b>	<b>(10,623.73)</b>
<b>Liabilities</b>			
<b>Non current liabilities</b>			
Financial liabilities			
i. Borrowings	18	5,337.31	1,02,974.67
ii. Lease liability	39	246.38	544.53
Deferred tax liabilities(net)	8(iv)	-	5,724.73
Provisions	19	176.78	519.71
Other non-current liabilities	20	-	194.87
<b>Total non current liabilities</b>		<b>5,760.47</b>	<b>1,09,958.51</b>
<b>Current liabilities</b>			
Financial liabilities			
i. Borrowings	21	35,495.90	1,05,668.35
ii. Lease liability	39	348.06	476.85
iii Trade payables			
Total outstanding due to micro, small and medium enterprises	22	68.23	199.78
Total outstanding due to creditors other than micro and small enterprises		1,12,716.06	1,23,866.92
iii Other financial liabilities	23	17,605.22	34,210.42
Other current liabilities	24	8,986.12	10,926.22
Provisions	25	599.11	897.73
Liabilities held for sale	53	1,85,812.77	-
<b>Total current liabilities</b>		<b>3,61,631.47</b>	<b>2,76,246.27</b>
<b>Total liabilities</b>		<b>3,67,391.94</b>	<b>3,86,204.78</b>
<b>Total Equity and Liabilities</b>		<b>3,20,727.94</b>	<b>3,75,581.05</b>

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 GMJ & Co  
Chartered Accountants  
Firm's Registration No: 103429W

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

CA Madhu Jain  
Partner  
Membership No: 155537

Jayant D. Mhaikar  
Managing Director  
(DIN: 00716351)

Anuya J. Mhaikar  
Director  
(DIN: 00707650)

Rajendra Pawar  
Chief Financial Officer  
Place: Mumbai  
Date: 30th May 2023

Vikram Mukadam  
Company Secretary

Place: Mumbai  
Date: 30th May 2023

**MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Consolidated Statement of Profit and Loss for the year ended March 31, 2023**

	Note	For the year ended March 31, 2023	For the year ended March 31, 2022
I	26	24,455.70	96,737.14
II	27	2,454.08	3,474.88
<b>III</b>		<b>26,909.78</b>	<b>1,00,212.02</b>
<b>IV</b>			
Cost of materials consumed	28	268.58	4,911.76
Operating and maintenance expenses	29	20,399.56	24,843.70
Employee Benefits Expenses	30	2,271.06	5,354.95
Finance costs	31	6,664.32	28,886.16
Depreciation and amortisation expense	2,3&40	6,310.27	25,604.29
Other expense	32	15,679.17	11,256.50
<b>Total Expenses (IV)</b>		<b>51,592.96</b>	<b>1,00,857.36</b>
<b>V</b>		<b>(24,683.18)</b>	<b>(645.34)</b>
<b>VI</b>		<b>(2,022.75)</b>	<b>(20,906.58)</b>
<b>VII</b>		<b>(26,705.93)</b>	<b>(21,551.92)</b>
<b>VIII</b>		<b>-</b>	<b>4,302.05</b>
<b>IX</b>		<b>(26,705.93)</b>	<b>(17,249.87)</b>
<b>X</b>	8		
Current tax			
For current year		15.56	-
For earlier years		35.00	646.70
Deferred tax (credit) / charge		(2.14)	4,649.96
<b>Total tax expense</b>		<b>48.42</b>	<b>5,296.66</b>
<b>XI</b>		<b>(26,754.35)</b>	<b>(22,546.53)</b>
Profit from discontinued operations (Subsidiary / Joint Venture held for sale)		4,098.20	-
Tax Expenses of discontinued operations (Subsidiary / Joint Venture held for sale)		(203.16)	-
<b>Profit or loss from discontinued operations (Subsidiary / Joint Venture held for sale)</b>		<b>4,301.36</b>	<b>-</b>
<b>Profit / (Loss) for the year (IX-X)</b>		<b>(22,452.99)</b>	<b>(22,546.53)</b>
<b>XII</b>			
<b>A</b>			
(i) Items that will not be reclassified to profit or loss statement			
a) Remeasurement of defined benefit obligations	35	(93.90)	231.60
b) Income tax relating to above items that will not be reclassified to profit or loss	8	24.80	(60.90)
c) Equity accounted investees - share of OCI		-	15.32
<b>B</b>			
(ii) Items that will be reclassified to profit or loss statement			
a) Exchange differences in translating financial statements of foreign operations		-	-
<b>Other Comprehensive Income / (Loss) for the year (Net of tax)</b>		<b>(69.10)</b>	<b>186.02</b>
<b>XIII</b>		<b>(22,522.09)</b>	<b>(22,360.51)</b>
<b>XIV</b>			
<b>Net Profit / (Loss) attributable to:</b>			
a) Owners of the Company		(21,611.22)	(22,058.30)
b) Non-Controlling Interest		(841.77)	(488.23)
		<b>(22,452.99)</b>	<b>(22,546.53)</b>
<b>XV</b>			
<b>Other Comprehensive Income / (Loss) attributable to</b>			
a) Owners of the Company		(69.10)	186.02
b) Non-Controlling Interest		-	-
		<b>(69.10)</b>	<b>186.02</b>
<b>XVI</b>			
<b>Total Comprehensive Income / (Loss) attributable to</b>			
a) Owners of the Company		(21,680.32)	(21,872.28)
b) Non-Controlling Interest		(841.77)	(488.23)
		<b>(22,522.09)</b>	<b>(22,360.51)</b>
<b>Earnings per equity share (in Rs.) [Nominal value of Rs 10 (31 March 2022 : Rs 10)]</b>	37		
<b>Continuing Operations</b>			
Basic and Diluted Earnings Per Share		<b>(14.58)</b>	(12.29)
<b>Discontinued operations (Subsidiary / Joint Venture held for sale)</b>			
Basic and Diluted Earnings Per Share		<b>2.34</b>	-
<b>Continuing Operations / Discontinued operations (Subsidiary / Joint Venture held for sale)</b>			
Basic and Diluted Earnings Per Share		<b>(12.24)</b>	<b>(12.29)</b>

**Significant Accounting Policies**

Notes to the Consolidated financial statements

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

As per our report of even date attached

For GMJ &amp; Co

Chartered Accountants

Firm's Registration No: 103429W

For and on behalf of the Board of Directors of

MEP Infrastructure Developers Limited

CIN : L45200MH2002PLC136779

 CA Madhu Jain  
Partner  
Membership No: 155537

 Jayant D. Mhaiskar  
Managing Director  
(DIN: 00716351)

 Anuya J. Mhaiskar  
Director  
(DIN: 00707650)

 Rajendra Pawar  
Chief Financial Officer

 Vikram Mukadam  
Company Secretary

 Place: Mumbai  
Date: 30th May 2023

 Place: Mumbai  
Date: 30th May 2023

**MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Consolidated Statement of Cash Flow for the year ended March 31, 2023**

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit / (Loss) before tax from Continuing Operations	(26,705.93)	(17,249.87)
Profit / (Loss) before tax from Discontinuing Operations	4,098.20	-
<b>Adjustments for:</b>		
Depreciation and amortisation	19,761.87	25,604.29
Liabilities / provisions no longer required written back	(1,744.74)	(957.60)
Profit on sale of Property Plant and Equipment (Net)	3.02	(1,358.85)
Profit on sale of subsidiary / Held for sale	-	(501.99)
Provision for asset held for sale	15.68	-
Provision for doubtful receivable	4,331.30	-
Dividend income	(6.98)	(4.99)
Finance costs	29,280.04	28,886.16
Exceptional Item	-	(4,302.05)
Interest income	(705.45)	(273.74)
Sundry balance w/off	608.42	-
Share in Profits of Joint Ventures	2,022.75	20,906.58
Impairment of Investment/assets	2,035.30	-
<b>Operating profit before working capital changes</b>	<b>32,993.48</b>	<b>50,747.94</b>
<b>Adjustments for changes in working capital:</b>		
(Increase)/Decrease in trade receivables	(575.21)	909.33
(Increase)/decrease in Capital Work In Progress	2,597.39	-
(Increase)/Decrease in non-current financial assets - loans	25.46	(23.03)
(Increase)/Decrease in non-current financial assets - others	34.25	(24,913.98)
(Increase)/Decrease in current financial assets - loans	528.47	1,430.23
(Increase)/Decrease in current financial assets - others	10,723.86	19,655.93
(Increase)/Decrease in other non current assets	13,882.40	(832.00)
(Increase)/Decrease in other current assets	2,389.41	65,147.69
(Increase)/Decrease in inventories	123.33	952.55
Increase/(Decrease) in trade payables	(9,948.91)	1,693.11
Increase/(Decrease) in current financial liabilities - other	(2,727.95)	(9,991.08)
Increase/(Decrease) in short term provisions	23.15	668.53
Increase/(Decrease) in long term provisions	(62.75)	112.85
Increase/(Decrease) in other non-current liabilities	(11,159.90)	(3,008.56)
Increase/(Decrease) in other current liabilities	(1,076.26)	(76,463.41)
<b>Cash generated from operations</b>	<b>4,776.74</b>	<b>(24,661.84)</b>
Income tax refund / (paid) (net)	70.38	4,544.37
<b>Net cash generated from operating activities (A)</b>	<b>37,840.60</b>	<b>30,630.47</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of property, plant and equipment, capital work-in-progress and intangible assets (Including capital advances)	(716.20)	(2,327.44)
Sale of Property Plant and Equipment	989.18	2,713.26
Dividend received	6.98	4.99
Sale of investments	-	2,591.99
Investment in fixed deposits	(5,478.36)	(2,804.46)
Redemption / maturity of fixed deposits	4,522.95	3,784.86
Redemption / maturity of mutual funds	-	175.09
Interest received	652.86	1,554.65
Loans given	(9,005.74)	-
Repayment of Loans given	7,418.00	5,567.38
<b>Net cash (used in) / generated from investing activities (B)</b>	<b>(1,610.33)</b>	<b>11,260.32</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Share warrant	2,385.00	-
Proceeds from borrowings	7,142.50	7,689.38
Repayment of borrowings	(28,354.80)	(29,768.66)
Repayment of lease liabilities	(361.08)	(951.20)
Interest paid	(16,950.06)	(18,431.54)
Dividend paid	-	-
<b>Net cash (used in) financing activities (C)</b>	<b>(36,138.44)</b>	<b>(41,462.02)</b>
<b>Net Increase/(Decrease) in cash and cash equivalents (A+B+C)</b>	<b>91.83</b>	<b>428.77</b>
Cash and cash equivalents as at the beginning of the year	1,300.20	871.43
<b>Cash and cash equivalents as at the end of the year</b>	<b>1,392.03</b>	<b>1,300.20</b>
<b>Components of Cash and cash equivalents</b>		
<b>From Continuing Operations</b>		
Cash on hand	11.73	687.30
Demand draft in hand	8.00	-
Bank balances		
In current accounts	428.97	584.33
Unclaimed Dividend	0.91	0.91
Unclaimed Share Application Money	0.28	0.28
Demand deposits ( less than 3 months maturity )	-	27.38
Total Cash and Cash Equivalents from Continuing Activities	449.89	1,300.20
<b>From Discontinuing Operations</b>		
Cash on hand	774.78	-
In current accounts	167.36	-
Total Cash and Cash Equivalents from Continuing Activities	942.14	-
<b>Total Cash and Cash Equivalents</b>	<b>1,392.03</b>	<b>1,300.20</b>



**MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Cashflow continued**

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 GMJ & Co**  
**Chartered Accountants**  
**Firm's Registration No: 103429W**

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

**CA Madhu Jain**  
Partner  
Membership No: 155537

**Jayant D. Mhaiskar**    **Anuya J. Mhaiskar**  
Managing Director        Director  
(DIN: 00716351)        (DIN: 00707650)

Place: Mumbai  
Date: 30th May 2023

**Rajendra Pawar**    **Vikram Mukadam**  
Chief Financial Officer    **Company Secretary**  
Place: Mumbai  
Date: 30th May 2023

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

### Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

#### Statement of Changes in Equity

##### A. Equity Share Capital

Particulars	Note	Amount
Balance as at March 31, 2021		18,344.61
Changes in equity share capital during the year		-
<b>Balance as at March 31, 2022</b>	16	<b>18,344.61</b>
Changes in equity share capital during the year		-
<b>Balance as at March 31, 2023</b>	16	<b>18,344.61</b>

##### B. Other Equity

Particulars	Reserves and Surplus				Attributable to NCI	Money received against Share Warrants	Total
	Securities Premium	Retained earnings/ (accumulated deficit)	Foreign Currency Translation Reserve	Capital reserves			
<b>Balance at March 31, 2021</b>	<b>40,354.13</b>	<b>(48,243.14)</b>	<b>0.38</b>	<b>1.92</b>	<b>(921.05)</b>	-	<b>(8,807.76)</b>
Addition due to change from joint control	-	-	-	-	-	-	-
Addition/Reduction during the year	-	-	-	-	-	-	-
Share issue expenses	-	-	-	-	-	-	-
Profit / (Loss) for the year	-	(22,058.30)	-	-	(488.23)	-	(22,546.53)
Other comprehensive income	-	186.02	-	-	-	-	186.02
Dividend paid during the year	-	-	-	-	-	-	-
Dividend distribution tax	-	-	-	-	-	-	-
<b>Balance at March 31, 2022</b>	<b>40,354.13</b>	<b>(70,115.42)</b>	<b>0.38</b>	<b>1.92</b>	<b>(1,409.28)</b>	-	<b>(31,168.27)</b>
Addition due to change from joint control	-	-	-	-	-	-	-
Addition/(Reduction) during the year	-	-	-	-	-	2,385.00	2,385.00
Share issue expenses	-	-	-	-	-	-	-
Profit / (Loss) for the year	-	(21,611.22)	-	-	(841.77)	-	(22,452.99)
Other comprehensive income	-	(69.10)	-	-	-	-	(69.10)
Other adjustments	-	(15,903.18)	-	-	-	-	(15,903.18)
Dividend paid during the year	-	-	-	-	-	-	-
Dividend distribution tax	-	-	-	-	-	-	-
<b>Balance at March 31, 2023</b>	<b>40,354.13</b>	<b>(1,07,698.93)</b>	<b>0.38</b>	<b>1.92</b>	<b>(2,251.04)</b>	<b>2,385.00</b>	<b>(67,208.54)</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 GMJ & Co**  
Chartered Accountants  
Firm's Registration No: 103429W

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

CA Madhu Jain  
Partner  
Membership No: 155537

Jayant D. Mhaskar  
Managing Director  
(DIN: 00716351)

Anuya J. Mhaskar  
Director  
(DIN: 00707650)

Rajendra Pawar  
Chief Financial Officer  
Place: Mumbai  
Date: 30th May 2023

Vikram Mukadam  
Company Secretary

Place: Mumbai  
Date: 30th May 2023

## **MEP Infrastructure Developers Limited**

**Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023**

### **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 2102, Floor-21st, Plot-62, Kesar Equinox, Sir Bhalchandra Road, Hindu Colony, Dadar (E), Mumbai – 400014, 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, 2023 along with comparative financial information for the year March 31, 2022 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 31st March 2023 were approved for issue in accordance with the resolution of the Board of Directors on 30 May 2023.

#### **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

## MEP Infrastructure Developers Limited

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

### 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.

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 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.

#### 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

#### 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.

#### g) Provisions, contingent liabilities :

A provision is recognised when the Company has a present obligation as a result of past event 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. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value unless the effect of time value of money is material and are determined based on best estimate required to settle the obligation at the Standalone Balance sheet date. These are reviewed at each Standalone Balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements.

### 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.

## MEP Infrastructure Developers Limited

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

### Statement of significant accounting policies

#### **D) 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.

##### **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 standalone 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 other 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.

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.

..... ending 31st March

## MEP Infrastructure Developers Limited

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

iv) **List of Subsidiaries/Associates/ Jointly Controlled Entities**

Name of the Group	Place of Incorporation	Principal activities	% holding	% holding
			as on 31 March, 2023	as on 31 March, 2022
<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	100%	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 (Upto 31 May 2021)	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 Infrastructure Developers Limited

### Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

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%
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%	49.00%
MEP Longjian ACR Private Limited	India	Construction and Maintenance of Roads	51.00%	51.00%
MEP Longjian CLR Private Limited	India	Construction and Maintenance of Roads	51.00%	51.00%
MEP Longjian Loha Waranga Road Private Limited	India	Construction and Maintenance of Roads	51.00%	51.00%
MEP Infra Consultants Private Limited (Formerly Known as MEP Longjian VTR Private Limited)	India	Construction and Maintenance of Roads	51.00%	51.00%
<b>Indirect Subsidiaries</b>				
<b>Subsidiaries of :</b>				
<b>Rideema Toll Private Limited</b>				
Bhalaji Toll Road Private Limited (Formerly known as 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%
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%
Ozoneland MEP Solapur Ring Road Private Limited*	India	Construction and Maintenance of Roads	26.00%	0.00%

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

- the purchase price including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.,
- 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 .

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 Rs. 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.

Toll Collection Rights are amortised over the period of concession, using revenue based amortisation as prescribed in Ind As-36. Under this method, the carrying value of the rights is amortised in the proportion of actual toll revenue for the year to projected revenue for the balance toll period, to reflect the pattern in which the assets economic benefits will be consumed. At each balance sheet date, the projected revenue for the balance toll period is reviewed by the management. If there is any change in the projected revenue from previous estimates, the amortisation of toll collection rights is changed prospectively to reflect any changes in the estimates.

## MEP Infrastructure Developers Limited

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

### 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) 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.

## 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. 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.



## MEP Infrastructure Developers Limited

### Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

#### 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

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.

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'.

Provision for Impairment of Claims and other receivables is carried out as per the following schedule

Ageing - Upto 5 years - 0 % (Cumulative 0%)
Ageing - 5 to 6 years - 5 % (Cumulative 5%)
Ageing - 6 to 7 years - 10 % (Cumulative 15%)
Ageing - 7 to 8 years - 15 % (Cumulative 30%)
Ageing - 8 to 9 years - 20 % (Cumulative 50%)
Ageing - above 9 years - 50 % (Cumulative 100%)

#### 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.

## MEP Infrastructure Developers Limited

### Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

#### Foreign currency transactions

The functional currency and presentation currency of the Company is Indian Rupee.

Transactions in currencies other than the Company's functional currency are recorded on initial recognition using the exchange rate at the transaction date.

At each Balance Sheet date, foreign currency monetary items are reported at the closing spot rate. Non-monetary items that are measured in terms of historical cost in foreign currency are not translated.

Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing spot rate are recognised in the Statement of Profit and Loss in the period in which they arise except for:

A. exchange differences on foreign currency borrowings relating to assets under construction for future productive use, are included in the cost of those assets when such exchange differences are regarded as an adjustment to finance costs on those foreign currency borrowings; and

B. exchange differences on transactions entered into to hedge certain foreign currency risks.

(iii) exchange rate as of the date on which the non-monetary asset or non-monetary liability is recognised on payment or receipt of advance consideration is used for initial recognition of related asset, expense or income.

(iv) Financial statements of foreign operations whose functional currency is different than Indian Rupees are translated into Indian Rupees as follows:

A. assets and liabilities for each Balance Sheet presented are translated at the closing rate at the date of that Balance Sheet;

B. income and expenses for each income statement are translated at average exchange rate for the reporting period; and

C. all resulting exchange differences are recognised in other comprehensive income and accumulated in equity as foreign currency translation reserve for subsequent reclassification to profit or loss on disposal of such foreign operations.

#### VII) Leases

##### As a lessee - Group

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;

- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

- Amounts expected to be payable under a residual value guarantee; and

- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

##### Short-term leases and leases of low-value assets

The company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

##### Under IND AS 17

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.

The Company has no leases or any contract containing lease accordingly, no disclosure has been made on the same.

#### 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 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

#### 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.

Assessment of net realisable value is made at each reporting period end and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

## MEP Infrastructure Developers Limited

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

### 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 recognition

#### 1) Revenue from contract with customers

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.

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.

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation

Step 5. Recognise revenue when (or as) the entity satisfies a performance obligation.

The Group satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs; or
2. The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Group as part of the contract.

Significant judgments are used in:

- a. Determining the revenue to be recognised in case of performance obligation satisfied over a period of time; revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation.
- b. Determining the expected losses, which are recognised in the period in which such losses become probable based on the expected total contract cost as at the reporting date.
- c. Determining the method to be applied to arrive at the variable consideration requiring an adjustment to the transaction price.

#### 2) 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 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.

## **MEP Infrastructure Developers Limited**

**Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023**

### **3) 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:

### **4) 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.

Claims recognised to the extent that it is probable that they will result in revenue, they are capable of being reliably measured and it is not unreasonable to expect ultimate collection.

### **5) 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.

### **6) Other income**

- Interest income is recognised 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 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.

## MEP Infrastructure Developers Limited

### Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

#### 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.

#### 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) Cash Flow Statement:

Cash flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

#### XVII) Operating segments

Operating segments are those components of the business whose operating results are regularly reviewed by the chief operating decision making body in the Company to make decisions for performance assessment and resource allocation.

The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

Segment accounting policies are in line with the accounting policies of the Group. In addition, the following specific accounting policies have been followed for segment reporting:

- i) Segment revenue includes sales and other operational revenue directly identifiable with/allocable to the segment including inter segment revenue.
  - ii) Expenses that are directly identifiable with/allocable to segments are considered for determining the segment result.
  - iii) Most of the common costs are allocated to segments mainly on the basis of the respective segment revenue estimated at the beginning of the reporting period.
- Income which relates to the Group as a whole and not allocable to segments is included in "unallocable corporate income/(expenditure)(net)".
- v) Segment result represents profit before interest and tax and includes margins on inter-segment capital jobs, which are reduced in arriving at the profit before tax of the Company.
  - vi) Segment result includes the finance costs incurred on interest bearing advances with corresponding credit included in "unallocable corporate income/(expenditure)(net).
  - vii) Segment results have not been adjusted for any exceptional item.

viii) Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Group as a whole.

## **MEP Infrastructure Developers Limited**

### **Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023**

#### **XVIII) Assets held for sale**

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all of the following criteria's are met:

- (i) decision has been made to sell.
  - (ii) the assets are available for immediate sale in its present condition.
  - (iii) the assets are being actively marketed and
  - (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.
- These are measured at the lower of their carrying amount and fair value less costs to sale.

Non-current assets held for sale are not depreciated or amortised.

#### **XIX) Recent Accounting Pronouncements**

##### **Standards issued but not yet effective**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Amendment to Existing issued Ind AS

The MCA has notified below amendments which are effective 1st April 2023:

- Amendments to Ind AS 1, Presentation of Financial Statements
- Amendments to Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
- Amendments to Ind AS 12, Income Taxes

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

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 2

#### Property, Plant and Equipment - As at March 31, 2023

	Gross Block					Accumulated Depreciation					Net Block	
	As at April 1, 2022	Asset Held for Sale	Additions/ Adjustments	Deductions / Adjustments	As at March 31, 2023	As at April 1, 2022	Asset Held for Sale	Charge for the year	Deductions / Adjustments	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Office Premises	1,972.15	-	-	1,157.46	814.69	464.30	-	77.04	192.64	348.70	465.99	1,507.85
Vehicles	1,911.97	98.04	1.91	63.46	1,752.37	1,516.78	88.99	142.43	57.16	1,513.06	239.31	395.19
Computers	793.83	160.73	7.41	46.89	593.62	756.02	142.37	17.83	42.43	589.05	4.56	37.81
Toll Equipments	8,645.25	1,290.37	38.23	404.00	6,989.11	7,631.32	1,027.39	150.71	272.09	6,482.55	506.55	1,013.94
Furniture and fixtures	726.57	1.69	-	0.83	724.06	457.93	1.61	69.30	0.81	524.81	199.25	268.65
	<b>14,049.78</b>	<b>1,550.83</b>	<b>47.55</b>	<b>1,672.65</b>	<b>10,873.84</b>	<b>10,826.35</b>	<b>1,260.36</b>	<b>457.31</b>	<b>565.12</b>	<b>9,458.18</b>	<b>1,415.66</b>	<b>3,223.43</b>

\*Refer note 18 and 21 for details of Property, Plant and Equipment that have been pledged as a security / mortgaged with various Banks / Financial Institutions against loans taken by the Company

#### Property, Plant and Equipment - As at March 31, 2022

	Gross Block					Accumulated Depreciation					Net Block	
	As at April 1, 2021	Asset Held for Sale	Additions/ Adjustments	Deductions / Adjustments	As at March 31, 2022	As at April 1, 2021	Asset Held for Sale	Charge for the year	Deductions / Adjustments	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Lease hold Land #	25.88	-	-	25.88	-	25.88	-	-	25.88	-	-	-
Office Premises	2,782.76	-	-	810.61	1,972.15	665.83	-	83.07	284.60	464.30	1,507.85	2,116.93
Vehicles	3,754.44	-	26.63	1,869.10	1,911.97	2,527.33	-	381.81	1,392.35	1,516.78	395.19	1,227.11
Computers	2,403.67	-	29.48	1,639.32	793.83	1,803.23	-	67.90	1,115.11	756.02	37.81	600.44
Toll Equipments	9,845.18	-	271.32	1,471.25	8,645.25	8,523.72	-	395.75	1,288.15	7,631.32	1,013.94	1,321.46
Furniture and fixtures	730.14	-	-	3.56	726.57	354.82	-	106.44	3.33	457.93	268.65	375.32
	<b>19,542.07</b>	<b>-</b>	<b>327.43</b>	<b>5,819.72</b>	<b>14,049.78</b>	<b>13,900.81</b>	<b>-</b>	<b>1,034.97</b>	<b>4,109.42</b>	<b>10,826.35</b>	<b>3,223.43</b>	<b>5,641.26</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. However, due to early termination of lease during the financial year, the leasehold land has been fully amortised during this year.

\*Refer note 18 and 21 for details of Property, Plant and Equipment that have been pledged as a security / mortgaged with various Banks / Financial Institutions against loans taken by the Company

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

**Note 3**  
**Intangible assets - March 31, 2023**

	Gross Block					Accumulated Amortisation/ Impairment					Net Block	
	As at April 1, 2022	Asset Held for Sale (Refer Note 54)	Additions/ Adjustment	Deductions/ Adjustments	As at March 31, 2023	As at April 1, 2022	Asset Held for Sale (Refer Note 54)	Charge for the year	Deductions/ Adjustments	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Toll collection rights*	3,38,789.18	1,80,685.51	6,507.00	21,027.85	1,43,582.82	2,33,027.81	82,820.70	5,527.80	12,152.09	1,43,582.82	-	1,05,761.36
Goodwill on Consolidation**	2,617.57	-	-	-	2,617.57	-	-	-	-	-	2,617.57	2,617.57
	<b>3,41,406.75</b>	<b>1,80,685.51</b>	<b>6,507.00</b>	<b>21,027.85</b>	<b>1,46,200.39</b>	<b>2,33,027.81</b>	<b>82,820.70</b>	<b>5,527.80</b>	<b>12,152.09</b>	<b>1,43,582.82</b>	<b>2,617.57</b>	<b>1,08,378.93</b>

\*Refer note 18 and 21 for details of Intangible assets that have been pledged as a security / mortgaged with various Banks / Financial Institutions against loans taken by the Company

\*\*Refer Note No. 3A - Impairment review

**Intangible assets - March 31, 2022**

	Gross Block				Accumulated Amortisation/ Impairment					Net Block	
	As at April 1, 2021	Additions/ Adjustment	Deductions/ Adjustments	As at March 31, 2022	As at April 1, 2021	Charge for the year	Deductions/ Adjustments	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021	
Toll collection rights*	3,76,274.77	14,976.00	52,461.60	3,38,789.18	2,59,524.53	23,845.97	50,342.69	2,33,027.81	1,05,761.36	1,16,750.24	
Goodwill on Consolidation**	2,617.57	-	-	2,617.57	-	-	-	-	2,617.57	2,617.57	
	<b>3,78,892.34</b>	<b>14,976.00</b>	<b>52,461.60</b>	<b>3,41,406.75</b>	<b>2,59,524.53</b>	<b>23,845.97</b>	<b>50,342.69</b>	<b>2,33,027.81</b>	<b>1,08,378.93</b>	<b>1,19,367.81</b>	

\*Refer note 18 and 21 for details of Intangible assets that have been pledged as a security / mortgaged with various Banks / Financial Institutions against loans taken by the Company

\*\*Refer Note No. 3A - Impairment review



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### 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 the following CGU's:

Name of the Entities	As at	As at
	March 31, 2023	March 31, 2022
MEP Infrastructure Private Limited	1,012.30	1,012.30
Bhalaji Toll Road Private Limited (Formerly known as Baramati Tollways Private Limited)	1,605.27	1,605.27
<b>Total</b>	<b>2,617.57</b>	<b>2,617.57</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 2023, Group recorded impairment charge of Rs Nil (31 March 2022 : Rs. Nil). No impairment was identified for any of the CGU as at 31 March 2023 as the recoverable value of the CGU exceeded the carrying value.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 4

#### Non Current Financial Assets-Investments in Joint Ventures and Associates

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Non- trade investments in Joint Venture &amp; Associate</b>		
3,300 (previous year: 3300) equity shares of KVM Technology Solution Private Limited of Rs 10 each*	-	-
SMYR Consortium LLP**	-	-
58,956,261 (previous year : 58,956,261) equity shares of MEP Nagpur Ring Road 1 Private Limited of Rs 10 each	1,081.39	425.12
49,815,061 (previous year : 49,815,061) equity shares of MEP Sanjose Nagpur Ring Road 2 Private Limited of Rs 10 each	994.15	1,100.66
34,952,400 (previous year : 34,952,400) equity shares of MEP Sanjose Arwali Kante Road Private Limited of Rs 10 each	1,677.98	660.23
47,888,170 (previous year : 47,888,170) equity shares of MEP Sanjose Kante Waked Road Private Limited of Rs 10 each	945.10	1,072.01
38,936,000 (previous year : 38,936,000) equity shares of MEP Sanjose Talaja Mahuva Road Private Limited of Rs 10 each	1,678.17	3,606.00
35,256,000 (previous year : 35,256,000) equity shares of MEP Sanjose Mahuva Kagavadar Road Private Limited of Rs 10 each#	-	1,535.51
Less : Provision for impairment	(1.53)	(1.53)
<b>TOTAL</b>	<b>6,375.26</b>	<b>8,398.00</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 31st March 2023, Group shares' of KVM Technology Solution Private Limited loss exceeds the investment value and hence the investment amount is Nil.

\*\*As at 31st March 2023, Group shares' of SMYR Consortium LLP loss exceeds the investment value and hence the investment amount is Nil.

#As at 31st March 2023, Group shares' of MEP Sanjose Mahuva Kagavadar Road Private Limited loss exceeds the investment value and hence the investment amount is Nil.

### Note 5

#### Non - trade equity investments

##### Unquoted, fully paid up

54,000 (previous year: 54,000) equity shares of Jankalyan Sahakari Bank Limited of Rs 10 each.	5.40	5.40
153,080 (previous year : 153,080) equity shares of The Kalyan Janata Sahakari Bank Limited of Rs 25 each.	38.27	38.27
10,160 (previous year : 10,160) equity shares of Thane Janata Sahakari Bank Limited of Rs 50 each.	5.08	5.08
61,010 (previous year: 61,010) equity shares of Dombivali Nagari Sahakari Bank Limited of Rs.50 each.	30.51	30.51
76,950 (previous year: 76,950) equity shares of Jankalyan Sahakari Bank Limited of Rs.50 each.	38.48	38.48
20,000 (previous year: 20,000) equity shares of Jankalyan Sahakari Bank Limited of Rs.25 each.	5.00	5.00
14,030 (previous year: 14,030) equity shares of The Ambernath Jai Hind Co Op Bank Limited of Rs 25 each.	3.51	3.51
5,010 (previous year : 5,010) equity shares of The Ambernath Jai Hind Co Op Bank Limited of Rs 100 each.	5.01	5.01
20,600 (previous year: Nil) equity shares of Deogiri Nagari Sahakari Bank Limited of Rs 25 each.	5.15	5.15
<b>TOTAL</b>	<b>136.40</b>	<b>136.41</b>

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Non Current Investments</b>		
Aggregate value of unquoted investments (including investments in Associate and Joint controlled entities)	6,513.19	8,535.93
Aggregate amount of impairment in value of investments	(1.53)	(1.53)

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 6

### Non Current Financial Assets- Loans

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
<b>To related parties :</b>		
Loans [Refer note below (i)]	-	27,433.39
<b>To parties other than related parties :</b>		
Security Deposits	0.25	-
Loans to Employees	2.94	31.28
<b>Total</b>	<b>3.19</b>	<b>27,464.67</b>

\*Refer Note 13 for current portion

#### (i) Loans to related party

Particulars	As at March 31, 2023	As at March 31, 2022
Ideal Toll & Infrastructure Private Limited	-	27,433.39
<b>Total</b>	<b>-</b>	<b>27,433.39</b>

## Note 7

### Non Current Financial Assets-Others

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
Bank Deposits with maturity beyond 12 months	159.46	1,083.52
Interest accrued on fixed deposits	3.73	20.18
Security Deposits	190.07	202.18
Performance security	-	824.88
<b>Claim receivable*</b>	<b>-</b>	<b>65,091.39</b>
<b>Total</b>	<b>353.26</b>	<b>67,222.15</b>

#### \*Claims receivable

One of the Company's subsidiary has recognised claim of Rs. Nil (March 31, 2022: 4,886.79 lakhs ) receivable from MSRDC towards "Change of scope / variation" clause.

Three of the Company's subsidiary have recognised claims of Rs. Nil (March 31,2022: 419.85 lakhs ) receivable from MSRDC towards "Force Majeure" clause.

One of the Company's subsidiary has recognised a claim of Rs. Nil (31 March, 2022 : Rs. 59,784.75 lakhs) receivable from authority towards "Force Majeure" clause on account of outbreak of coronavirus (COVID-19). (Refer Note 51)

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 8

### Taxation

#### i. Amounts recognised in profit or loss

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Current Tax</b>		
Current year	15.56	-
Earlier year tax	35.00	646.70
<b>Total current tax</b>	<b>50.56</b>	<b>646.70</b>
<b>Deferred tax</b>		
Deferred tax on origination and reversal of temporary differences	(2.14)	4,649.96
<b>Total deferred tax</b>	<b>(2.14)</b>	<b>4,649.96</b>
<b>Total Income tax (income) / expense</b>	<b>48.42</b>	<b>5,296.66</b>

#### ii Tax charge recognised directly to Other Comprehensive Loss

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Remeasurement of defined benefit obligations	93.90	(231.60)
Tax benefits	(24.80)	60.90
Equity accounted investees - share of OCI	-	(15.32)
Exchange differences in translating financial statements of foreign operations	-	-
<b>Net of tax</b>	<b>69.10</b>	<b>(186.02)</b>

#### iii. Reconciliation of effective tax

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Profit / (Loss) before tax and share of JV / Associates as per Statement of Profit and loss</b>	<b>(24,683.18)</b>	<b>3,656.71</b>
Tax using the domestic tax rate of the parent	(3,536.95)	2,916.89
<b>Tax effects of:</b>		
Expenses not deductible for tax purposes	399.51	333.21
Income not chargeable to tax	(304.06)	(36.85)
Others	103.63	204.02
Effect on deferred tax balance due to change in Income tax rate		243.71
Recognition of income tax of previous years	12.51	646.70
Incremental DTA / DTL on financial assets and other items	2.95	(0.63)
Business loss of earlier years	(19.28)	-
Items on which deferred tax is not created	3,390.12	989.61
<b>Income tax expense</b>	<b>48.42</b>	<b>5,296.66</b>
<b>Effective tax rate</b>	<b>-0.20%</b>	<b>144.85%</b>

The Company and certain subsidiary companies elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognised Provision of Income Tax for the year ended 31 March 2021 and re-measured its Deferred Tax Assets basis the rate prescribed in the said section. The rate prescribed under the section 115BAA is 22 % as increased by applicable surcharge (10%) and cess (4%).

The Group 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.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 8 TAXATION (CONTD.)

#### iv. Movement in deferred tax balances

	As at 31st March 2021	Recognised in profit or loss (13,085.98)	Recognised in OCI -	Other adjustments -	As at 31st March 2022 (735.58)	Asset Held for Sale (5,724.72)	Recognised in profit or loss 2.14	Recognised in OCI (16.65)	Other adjustments -	As at 31st March 2023 4,974.64
Carry forward business loss and unabsorbed depreciation	35,363.19				22,277.21	17,193.49				39,470.70
MAT Credit entitlement	462.51			(472.40)	(9.89)					(9.89)
Property, Plant & Equipment and Intangible asset	(30,387.28)	8,022.67			(22,364.61)	(21,819.28)				(44,183.89)
Borrowing	(104.46)	72.84			(31.61)	(45.44)	1.79			(75.27)
Provision for resurfacing	143.02				143.02					143.02
Loan to related parties	(1,539.20)	297.58			(1,241.62)	(1,241.63)				(2,483.24)
Security Deposit/ Performance Security	46.37	(10.91)			35.46		(2.02)			33.45
Provision for employee benefits	388.34	77.76	(60.90)		405.22	157.94	16.65	(16.65)		563.17
Right-of-use assets & Lease liability	75.21	(23.93)			51.28		(14.28)			37.00
Performance security - Financial asset	-	-	-	-	-	30.19	-	-	-	30.19
	<b>4,447.66</b>	<b>(4,649.96)</b>	<b>(60.90)</b>	<b>(472.40)</b>	<b>(735.58)</b>	<b>(5,724.72)</b>	<b>2.14</b>	<b>(16.65)</b>	<b>-</b>	<b>4,974.64</b>

### Note 8 TAXATION (CONTD.)

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 2023, undistributed earning of subsidiaries and joint ventures amounted to Rs. 2164.38 lakhs (March 31 2022: Rs. 1,490.31 lakhs) The corresponding deferred tax liability of Rs. 544.73 lakhs. (March 31 2022: Rs. 303.43 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:

Particulars	As at 31-03-2023			As at 31-03-2022		
	Base Amount	Deferred tax	Expiry date	Base Amount	Deferred tax	Expiry date
Business loss	-	-	FY 2021-2022	-	-	FY 2021-2022
Business loss	-	-	FY 2022-2023	7,400.55	1,862.57	FY 2022-2023
Business loss	591.48	148.86	FY 2023-2024	558.56	140.58	FY 2023-2024
Business loss	1,411.05	355.13	FY 2024-2025	1,486.51	374.13	FY 2024-2025
Business loss	2,190.06	551.19	FY 2025-2026	2,093.64	526.93	FY 2025-2026
Business loss	2,866.75	721.50	FY 2026-2027	2,395.64	602.93	FY 2026-2027
Business loss	5,404.78	1,360.28	FY 2027-2028	5,391.06	1,356.82	FY 2027-2028
Business loss	8,834.01	2,223.34	FY 2028-2029	9,824.84	2,472.72	FY 2028-2029
Business loss	9,760.31	2,456.48	FY 2029-2030	11,929.42	3,002.40	FY 2029-2030
Business loss	24,288.01	6,112.81	FY 2030-2031	-	-	FY 2030-2031
Long-term capital loss	4,183.10	974.50	FY 2026-2027	4,183.10	974.50	FY 2026-2027
Short-term capital loss	8.22	2.07	FY 2026-2027	8.22	2.07	FY 2026-2027
Short-term capital loss	1,412.30	355.45	FY 2027-2028	1,412.30	355.45	FY 2027-2028
Unabsorbed Depreciation	4,645.29	1,169.13	No Expiry	4,182.66	1,052.69	No Expiry

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 9

### Other non current assets

Unsecured, considered good unless otherwise stated

Particulars	As at March 31, 2023	As at March 31, 2022
<b>To parties other than related parties :</b>		
Balance with statutory authorities	1,272.82	1,519.74
Prepaid expenses	1.54	214.92
Mobilisation advance *	4,931.24	7,381.59
Capital advances	847.82	2,220.54
Income tax assets	1,102.95	7,473.66
<b>Total</b>	<b>8,156.37</b>	<b>18,810.45</b>

\*Refer Note 15 for current portion

## Note 10

### Inventories

Particulars	As at March 31, 2023	As at March 31, 2022
<i>(valued at lower of cost and net realisable value)</i>		
Construction materials	367.02	490.36
	<b>367.02</b>	<b>490.36</b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 11

#### Current Financial Assets-Trade receivables

Particulars	hhn	
	As at March 31, 2023	As at March 31, 2022
<b>Trade receivables</b>		
ecr Considered good - Unsecured* [(Refer Note (I) below]	2,061.79	245.60
ecr Less: Allowance for doubtful debts	-	-
<b>Total</b>	<b>2,061.79</b>	<b>245.60</b>

\*Trade receivable of Rs 107.25 lakhs (March 31, 2022 : Rs 52.59 lakhs) are due from related parties entities as below :

#### (I) Trade receivables from related parties

Particulars	As at March 31, 2023	As at March 31, 2022
	MEP Sanjose Talaja Mahuva Road Private Limited	52.59
KVM Technology Solutions Pvt Ltd	54.66	-
	<b>107.25</b>	<b>52.59</b>

The carrying amounts of trade receivables as at the reporting date are a reasonable approximation of their fair values. Trade receivables are non-interest bearing.

Refer Note 33 for Information about Credit Risk of Trade Receivables

Particulars	Outstanding for following period from due date of payment							As at March 31, 2023
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	-	482.22	1,223.66	229.75	11.59	-	114.57	2,061.79

Particulars	Outstanding for following period from due date of payment							As at March 31, 2023
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	-	-	62.13	-	86.31	-	97.16	245.60

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 12(i)

#### Cash and cash equivalents

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Cash on hand	11.83	687.30
Demand draft in hand	8.00	-
<b>Balances with bank</b>		
- Current accounts	428.87	584.33
Unclaimed Dividend	0.91	0.91
Unclaimed share application money	0.28	0.28
Deposit Accounts with less than or equal to 3 months maturity	-	27.38
<b>Cash and cash equivalents as presented in the Balance sheet</b>	<b>449.89</b>	<b>1,300.20</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.

### Note 12(ii)

#### Current Financial Assets-Other bank balances

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Bank deposits with maturity from 3-12 months	1,036.24	3,185.15
<b>Total</b>	<b>1,036.24</b>	<b>3,185.15</b>

#### Details of bank balances/deposits

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Bank balances available on demand/deposits with original maturity of 3 months or less included under 'Cash and cash equivalents'	-	27.38
Bank deposits due to mature within 12 months from the reporting date included under 'Other bank balances'	1,036.24	3,185.15
Bank deposits due to mature after 12 months from the reporting date included under 'Other non current assets' (Refer Note 7 )	159.46	1,083.52
	<b>1,195.70</b>	<b>4,296.05</b>

1) Bank deposit include fixed deposits with various banks of Rs. 680.29 lakhs (March 31, 2022: Rs. 3,780.90 lakhs) which are provided as lien for the bank guarantee given to various authorities.

2) Bank deposits of Rs 500.16 lakhs (March 31, 2022: Rs. 500.14 lakhs) with banks are provided as cash margin for bank facility taken from the bank.

3) Bank deposits include fixed deposits with various banks of Rs. 15.25 lakhs (March 31, 2022: nil) which are provided as margin to the banks and financial institutions for maintenance of Debt Service Reserve Account.

### Note 13

#### Current Financial Assets-Loans

(Unsecured, considered good unless otherwise stated)

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>To related Parties :</b>		
Loans [Refer note below (i)]	7,122.51	14,362.53
<b>To parties other than related parties :</b>		
Loans and advances to Employees	56.12	52.38
Loans and advances	-	-
Performance security	468.00	990.75
Security Deposits	-	-
Less : Provision for impairment of loans	(10.23)	-
<b>Total</b>	<b>7,636.40</b>	<b>15,405.66</b>

#### (i) Loans to related parties

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Ideal Toll & Infrastructure Private Limited	1.70	10,500.00
Rideema Toll Bridge Private Limited (upto 31 May 2021)	5,453.10	1,742.29
Ideal Brands Private Limited	0.36	0.33
MEP Nagpur Ring Road 1 Private Ltd	-	554.24
MEP Sanjose Nagpur Ring Road 2 Private Limited	1,198.00	1,198.00
MEP Sanjose Mahuva Kagavadar Private Limited	469.36	367.67
<b>Total</b>	<b>7,122.51</b>	<b>14,362.53</b>



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 14

#### Current Financial Assets - Others

(Unsecured, considered good unless otherwise stated)

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>Interest receivable</b>		
- accrued on bank deposits	15.46	47.33
- accrued on loans to related parties	-	21,187.80
- accrued on loans to others	2,089.93	1,771.11
<b>Others</b>		
- Bid Security	178.00	267.00
Advances recoverable in cash - related parties		
- Advances recoverable in cash	-	-
Capital advances - related parties		
- Other receivable	14,973.29	15,223.51
- Security Deposits	7,387.33	7,279.48
<b>Other receivable</b>		
- from related parties	1,207.36	2,305.33
- from authority	2,726.67	2,835.45
- from other than related parties	10,487.33	2,458.40
- <b>claim receivable*</b>	34,146.14	31,540.06
<b>Less : Provision for Doubtful Receivable</b>	(13,541.28)	(3,694.16)
<b>Total</b>	<b>58,530.65</b>	<b>81,221.31</b>

- a) 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 Rs. 370.54 lakhs (March 31, 2021: Rs. 370.54 lakhs ) as per clause 31 of the Concession Agreement / Bid document entered with MSRDC.
- b) One of the Company's subsidiary has preferred claims of Rs.149.83 lakhs (March 2019 : Rs.149.83 lakhs) receivable from National Highway Authority of India (herein after referred as NHAI) towards lesser user fees paid by TNSTC
- c) has recognised a claim of Rs. 12,611.18 lakhs (31 March, 2022 : Rs. 12,611.18 lakhs) receivable from authority towards "Force Majeure" clause on account of outbreak of coronavirus (COVID-19).
- d) One of the Company's subsidiary has recognised claim of Rs. 406.24 lakhs (March 31, 2022 : Rs.406.24 lakhs) receivable from Maharashtra Sate Road Development Co. Ltd. Towards political events - change in law under force majeure clause as per Articles of concession agreement and also government notification dt. 26th May 2015 for exemption of Light Motor Vehicles.
- e) The Company has recognised claim of Rs. 9,383.46 lakhs (March 31, 2022 : Rs. 9,383.46 lakhs ) receivable from South Delhi Municipal Corporation (SDMC) towards air pollution, free lanes, all India indefinite road transport strike and operation & maintenance expenses during suspension period.
- f) The Company has recognised claim of Rs. 2,122.52 lakhs (March 31, 2022: Rs. 2,122.52 lakhs) receivable from Public Works Department (PWD) and National Highways Authority of India(NHAI) towards "Force Majeure" clause on account of outbreak of coronavirus (COVID-19).
- g) One of the Company's subsidiary has recognised claim of Rs.1,063.26 lakh (March 31, 2022 : Rs. 1,063.26 lakh) receivable from National Highway Authority of India (herein after referred as "NHAI") towards suspension of Toll collection on all tolls for the period 09.11.2016 (17.30 hrs) to 02.12.2016 (24.00 hrs).
- h) One of the Company's subsidiary has recognised claim of Rs. 2,179.77 lakh (March 31, 2022 : Rs. 2,179.77 Lakh) receivable from Maharashtra State Road Development Co. Ltd (herein after referred as "MSRDC") towards " Political Event - Change in Law under Force Majeur" clause as per Article 34.5 (a) of concession agreement and also government notification dt. 26 May 2015 for exemption of Light Motor Vehicles.
- i) One of the Company's subsidiary has recognised claim of Rs.58.09 lakh (March 31, 2022 : Rs. 58.09 Lakh) receivable from Maharashtra State Road Development Co. Ltd (herein after referred as "MSRDC") towards force majeure event on account of " Demonitisation."
- j) One of the Company's subsidiary has recognised claim of Rs.480.63 lakh (March 31, 2022 : 480.63 Lakh) receivable from Maharashtra State Road Development Co. Ltd (herein after referred as "MSRDC") towards force majeure event on account of " Covid-19 pandemic."

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 15

#### Other current assets

(Unsecured, considered good unless otherwise stated)

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Prepaid expenses	10.32	1,355.16
Advances to suppliers	6,034.50	6,276.89
Capital advances	-	4.26
Mobilisation advance	14,400.83	16,094.49
Prov for Mob Adv	(1,323.77)	-
Construction work in progress	-	2,597.39
Unbilled revenue* (Refer Note 41)	6,937.00	6,937.00
Balance with government authorities	574.82	1,027.89
<b>Total</b>	<b>26,633.70</b>	<b>34,293.08</b>

\*Classified as non financial asset as the contractual rights to consideration is dependent on completion of contractual milestone

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 16

#### Equity Share Capital

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>[a] Authorised share capital</b>		
525,000,000 (March 31, 2022: 525,000,000) Equity shares of Rs 10 each	52,500.00	52,500.00
	<b>52,500.00</b>	<b>52,500.00</b>
<b>[b] Issued</b>		
183,446,051 (March 31, 2022 : 183,446,051) Equity shares of Rs 10	18,344.61	18,344.61
	<b>18,344.61</b>	<b>18,344.61</b>
<b>[c] Subscribed and paid up</b>		
183,446,051 (March 31, 2022 : 183,446,051) Equity shares of Rs 10	18,344.61	18,344.61
	<b>18,344.61</b>	<b>18,344.61</b>

#### [d] Reconciliation of number of shares outstanding at the beginning and end of the year :

	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount	Number of Shares	Amount
<b>Equity :</b>				
Outstanding at the beginning of the year	18,34,46,051	18,344.61	18,34,46,051	18,344.61
Issued during the year	-	-	-	-
Outstanding at the end of the year	<b>18,34,46,051</b>	<b>18,344.61</b>	<b>18,34,46,051</b>	<b>18,344.61</b>

#### [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] Aggregate number of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of 5 years immediately preceding the reporting date is nil.

#### [g] Details of shareholders holding more than 5% of the aggregate shares in the Company:

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Percentage	Number of Shares	Percentage
<b>Equity shares of Rs. 10/- each fully paid</b>				
Ideal Toll & Infrastructure Private Limited	1,15,98,495	6.32%	2,99,40,407	16.32%
Jayant Dattatray Mhaiskar	1,43,58,526	7.83%	1,43,58,526	7.83%
Anuya Jayant Mhaiskar	1,80,38,997	9.83%	1,76,00,997	9.59%
Sudha Dattatray Mhaiskar	1,76,55,688	9.62%	2,17,30,688	11.85%
A J Tolls Private Limited	1,59,99,432	8.72%	2,30,01,106	12.54%
HDFC Trustee Company Limited	-	0.00%	1,08,15,944	5.90%
	<b>7,76,51,138</b>	<b>42.33%</b>	<b>11,74,47,668</b>	<b>64.02%</b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

[h] Details of shares held by promoter and promoter group at the end of the year:

Name of the shareholder	As at March 31, 2023		As at March 31, 2022		% Change during the year
	Number of Shares	Percentage	Number of Shares	Percentage	
<b>Equity shares of Rs 10 each fully paid held by:</b>					
Ideal Toll & Infrastructure Private Limited	1,15,98,495	6.32%	2,99,40,407	16.32%	-61.26%
Jayant Dattatray Mhaiskar	1,43,58,526	7.83%	1,43,58,526	7.83%	0.00%
Anuya Jayant Mhaiskar	1,80,38,997	9.83%	1,76,00,997	9.59%	2.49%
Sudha Dattatray Mhaiskar	1,76,55,688	9.62%	2,17,30,688	11.85%	-18.75%
A J Tolls Private Limited	1,59,99,432	8.72%	2,30,01,106	12.54%	-30.44%
Vidyalaxmi Vijay Kshirsagar	56,373	0.03%	56,373	0.03%	0.00%
	<b>7,77,07,511</b>	<b>42.36%</b>	<b>10,66,88,097</b>	<b>58.16%</b>	

Name of the shareholder	As at March 31, 2022		As at March 31, 2021		% Change during the year
	Number of Shares	Percentage	Number of Shares	Percentage	
<b>Equity shares of Rs 10 each fully paid held by:</b>					
Ideal Toll & Infrastructure Private Limited	2,99,40,407	16.32%	2,99,40,407	16.32%	0.00%
Jayant Dattatray Mhaiskar	1,43,58,526	7.83%	1,43,58,526	7.83%	0.00%
Anuya Jayant Mhaiskar	1,76,00,997	9.59%	1,72,23,997	9.39%	2.19%
Sudha Dattatray Mhaiskar	2,17,30,688	11.85%	2,17,30,688	11.85%	0.00%
A J Tolls Private Limited	2,30,01,106	12.54%	3,04,94,432	16.62%	-24.57%
Vidyalaxmi Vijay Kshirsagar	56,373	0.03%	56,373	0.03%	0.00%
	<b>10,66,88,097</b>	<b>58.16%</b>	<b>11,38,04,423</b>	<b>62.04%</b>	

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 17

#### Other Equity

##### (i) Securities Premium

Particulars	As at March 31, 2023	As at March 31, 2022
At commencement of the year	40,354.13	40,354.13
Add: Received during the year	-	-
Less: Share issue expense	-	-
<b>Balance as at the end of the year</b>	<b>40,354.13</b>	<b>40,354.13</b>

##### (ii) Capital Reserve

Particulars	As at March 31, 2023	As at March 31, 2022
At commencement of the year	1.92	1.92
Addition during the year	-	-
<b>Balance as at the end of the year</b>	<b>1.92</b>	<b>1.92</b>

##### (iii) Foreign Currency Translation Reserve

	As at March 31, 2023	As at March 31, 2022
Balance as at the beginning of the year	0.38	0.38
Exchange differences in translating financial statements of foreign operations	-	-
<b>Balance as at the end of the year</b>	<b>0.38</b>	<b>0.38</b>

##### (iv) Retained earnings

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Balance as at the beginning of the year</b>	<b>(70,115.42)</b>	<b>(48,243.14)</b>
Profit / (Loss) for the year	(21,611.22)	(22,058.30)
Other adjustments	(15,903.18)	-
Other comprehensive income	(69.10)	186.02
<b>Balance as at the end of the year</b>	<b>(1,07,698.92)</b>	<b>(70,115.42)</b>

##### (v) Money Received against Share Warrants

	As at March 31, 2023	As at March 31, 2022
Balance as at the beginning of the year	-	-
Addition during the year	2,385.00	-
<b>Balance as at the end of the year</b>	<b>2,385.00</b>	<b>-</b>

#### Total

##### 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.

##### Money Received against Share Warrants:

During the year, the Company has issued to a set of Investors 6,00,00,000 warrants at a price of Rs. 15.90 each entitling them for subscription of equivalent number of Equity Shares of Rs. 10/- each (including premium of Rs. 5.90/- each Share) under Regulation 28(1) of the SEBI (LODR) Regulations, 2015. The holder of the warrants has paid 25% as upfront money towards share warrants and would need to exercise the option to subscribe to equity shares before the expiry of 18 months from the date of allotment made on 2nd February, 2023 and 6th February, 2023 upon payment of the balance 75% of the consideration of warrants.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 18

### Non-Current Financial Liability-Borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Secured</b>		
Term loans from banks	5,245.32	64,729.11
Term loans from financial institutions	-	37,767.50
Vehicle loans from banks	40.23	360.59
Vehicle loans from financial institutions	51.76	109.49
Commercial equipment loans from bank	-	5.58
Commercial equipment loans from financial institutions	-	2.40
<b>Total</b>	<b>5,337.31</b>	<b>1,02,974.67</b>

Refer Note 21 the Current Maturities of Non-current Borrowings

Refer Note 33 for liquidity risk

The Company has availed moratorium on repayment of loans and interest thereon from banks and financial institutions based on the circular issued by Reserve Bank of India.

#### I) Term loans taken by MEP Infrastructure Developers Limited

##### I) Term loans

A) Term loan includes loan from a bank amounting Rs 8463.59 lakhs (March 31, 2022 : Rs 9428.91 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 1.14 crore shares of the Company held by Promoters of the Company (in demat form);
- first exclusive charge on escrow account specifically maintained for maintenance income/receivables from the maintenance contract with MEP Infrastructure Private Limited, a subsidiary;
- 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 of Ideal Toll & Infrastructure Private Limited and personal guarantee of 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 1017.33 lakhs and interest of Rs. 826.44 lakhs.

B) Term loan from bank amounting Rs. 1,749.66 lakhs (March 31, 2022 : Rs. 1,861.95 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.

## **MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

### **Notes forming part of the Consolidated Financial Statements as at 31 March, 2023**

c) first pari-passu charge over all accounts of the applicant relating to this project including the Escrow Account and the Sub-Accounts.

d) 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.

As at 31 March 2023, the Company has delayed in repayment of Principal installment of Rs 1749.66 lakhs and interest of Rs. 170.78 lakhs.

## MEP Infrastructure Developers Limited

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### Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

C) Term loan from bank amounting Rs. 41.45 lakhs (March 31, 2022 : Rs. 196.78 lakhs) which is secured as under :

- a) hypothecation / assignment of by receivables generated from Toll Collection at Toll Plazas situated on at entry points of Delhi.
- b) hypothecation / assignment of Other movable assets like toll equipment etc. used for Toll Collection at Toll Plazas.
- c) 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 41.45 lakhs and interest of Rs. 1.87 lakhs.

D) Term loan from bank amounting Rs. Nil (March 31, 2022 : Rs. 736.29 lakhs) which is secured as under :

- a) equitable mortgage charge on office premises units at Sumer Plaza, Marol Maroshi Road, Andheri (East).
- b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company and Mrs. Sudha Dattatray Mhaiskar.  
The term loan carries an interest rate of 10.80 % p.a. (floating). The loan is repayable in 84 monthly installments commencing after one month from the date of disbursement.

E) Term loan from bank amounting Rs. 885.23 lakhs (March 31, 2022 : Rs. 939.20 lakhs) which is secured as under :

- a) exclusive first charge on Residential flats at B-1203, B-1204 at Lake Homes, Powai, Mumbai, owned by promoters of the Company.
- b) first charge on current assets of M/s. Ideal Toll & Infrastructure Private Limited, owned by promoters of the Company.
- c) Personal guarantee of Mr. Jayant D. Mhaiskar and Mrs. Anuya Jayant Mhaiskar, directors of the Company  
The term loan carries an interest rate of 14.00 % p.a. The loan is repayable in 120 monthly installments commencing from November 2019.

As at 31 March 2023, the Company has delayed in repayment of Principal installment of Rs 12.29 lakhs and interest of Rs. 25.79 lakhs.

F) Term loan from bank amounting Rs. 187.54 lakhs (March 31, 2022 : Rs. 252.82 lakhs) which is secured as under :

- a) hypothecation charge on all Furniture and Fixtures and other assets at office premises situated on First floor unit 101 at Spectra, Orchard Avenue, Powai, acquired on Leave and License basis.
- b) extension of Equitable mortgage charge on office premises units at Sumer Plaza, Marol Maroshi Road, Andheri (East).
- c) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company and Mrs. Sudha Dattatray Mhaiskar.  
The term loan carries an interest rate of 10.80 % p.a. (floating). The loan is repayable in 36 monthly installments commencing from 3 months after date of disbursement.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 120.69 lakhs and interest of Rs. 2.31 lakhs.

G) Term loan from bank amounting Rs. 333.99 lakhs (March 31, 2022 : Rs. 377.88 lakhs) which is secured as under :

- a) hypothecation / assignment of by receivables generated from Toll Collection at Toll Plazas situated on at entry points of Delhi.
- b) hypothecation / assignment of Other movable assets like toll equipment etc. used for Toll Collection at Toll Plazas.
- c) pari-passu charge over the cash flows of the Project.  
The term loan carries an interest rate of 12.45 % p.a. (floating). The loan is repayable in 60 monthly installments commencing from date of disbursement.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 222.49 lakhs and interest of Rs. 1.37 lakhs.

H) Term loan includes a loan from a bank amounting Rs 257.51 lakhs (March 31, 2022 : Rs 274.25 lakhs) which is secured as under :

- a) Equitable Mortgage of Plot of Land and Bungalow situated at Lonavla, Taluka Maval, District Pune owned by promoter of the Company;



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### **Notes forming part of the Consolidated Financial Statements as at 31 March, 2023**

- b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company and Mrs. Sudha Dattatray Mhaiskar.

The term loan carries an interest rate of 11.50 % p.a. (floating). The loan is repayable in 84 monthly installments commencing from 3 months after date of disbursement.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 25.79 lakhs and interest of Rs. 3.14 lakhs.

# **MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Notes forming part of the Consolidated Financial Statements as at 31 March, 2023**

## **II) Vehicle Loans**

- a) Vehicle loans from banks of Rs 427.13 lakhs (March 31, 2022 : Rs 574.55 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 91.60 lakhs.

- b) Vehicle loans from various financial institutions of Rs 126.65 lakhs (March 31, 2022 : Rs 166.34 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 0.77 lakhs.

## **III) Equipment Loans**

- a) Equipment loans from banks of Rs 14.39 lakhs (March 31, 2022 : Rs 21.20 lakhs) carry an interest rate of 9.00% - 9.35% p.a. The loan is

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 8.81 lakhs.

- b) Equipment loans from financial institution of Rs 555.55 lakhs (March 31, 2022 : Rs 562.38 lakhs) carry an interest rate of 8.80% - 11.90%

As at March 31, 2023, the Company has delayed in repayment of Principal installment and interest of Rs. 869.45 lakhs.

## **MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Notes forming part of the Consolidated Financial Statements as at 31 March, 2023**

### **II) Term Loans taken by Subsidiaries**

#### **MEP Infrastructure Private Limited**

- I)** As at March 31, 2022, Term loans includes a loan amounting to Rs 1,33,023.88 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;
- b) corporate guarantees jointly given by MEP Infrastructure Developers Limited, the holding Company and Ideal Toll & Infrastructure Private Limited, an 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% - 4.50% 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 Rs. 24,131.63 lakhs (March 31, 2021 : Rs 24,881.63 lakhs) is repayable in 99 monthly installments commencing from 31 August 2016.

- II)** As at March 31, 2022, the term loan includes loan from one of the consortium lenders of Rs 22,298.21 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.

## **MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

### **Notes forming part of the Consolidated Financial Statements as at 31 March, 2023**

**III)** As at March 31, 2022, Term loans also include a loan from a financial institution amounting to Rs 15,200.31 lakhs (March 31.2021 : Rs 16,022.35 lakhs) and the loan is secured by way of first charge on debt service reserve account and by way of second 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, other banks accounts and demands;
- e) 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 2.00% p.a. The loan is repayable in 156 monthly instalments commencing from 1 July 2012.

On 29 March 2022, L&T Finance Limited has assigned and transferred the loan facility to Phoenix ARC Private Limited (Trustee of Phoenix Trust - FY22-16). All underlying securities interests thereto and all the their rights, title and interests in all agreements, deeds and documents in relation to or in connection with the facilities shall remain unchanged and shall continue to be in full force and effect.

### **MEP RGSL Toll Bridge Private Limited**

#### **Term loans**

Term loan includes a loan from consortium banks amounting Rs.4,171.35 lakhs (March 31, 2022 : Rs.3,232.25 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 Rs 10.01 lakhs;
- e) 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;
- f) Corporate guarantee of MEP Infrastructure Developers Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaiskar, directors of the holding Company.
- g) As 31 March 2023, the Company has delayed in repayment of Principal installment of Rs 4,171.35 lakhs and interest of Rs. 681.54 lakhs. Vehicle loan of Rs. 3.32 lakhs (March 31, 2022 : Rs.5.93 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.

### **MEP Tormato Private Limited**

Term loans from bank

Term loan from bank amounting to Rs. 477.42 Lakhs (March 31,2022: Rs. 477.63 Lakhs) is secured by first charge as below;

- a) 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,

## **MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

### **Notes forming part of the Consolidated Financial Statements as at 31 March, 2023**

- b)** 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.
- c)** The loan is repayable in 16 quarterly instalments commencing from May 2016. The loan carries rate of interest 12.75% p.a.
- d)** The Term loan has been classified as NPA by the lenders w.e.f 30th September 2021

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 21

### Current Financial Liability-Borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Secured Loans</b>		
Current maturities of long term borrowings	12,351.10	86,455.00
From banks	513.80	567.57
From financial institutions	1,265.87	1,303.70
Repayable on demand from Banks	14,597.39	10,127.63
<b>Unsecured Loans (Repayable on demand)</b>		
Loans from others	1,278.91	1,253.99
Loan from relatives of Key Managerial Personnel	-	142.46
Inter-Corporate Deposit	5,488.83	5,818.00
<b>Total</b>	<b>35,495.90</b>	<b>1,05,668.35</b>

Refer Note 33 for liquidity risk

### Secured loans from banks

The Company has availed moratorium on repayment of loans and interest thereon from banks and financial institutions based on the circular issued by Reserve Bank of India.

### I) Short term loan taken by MEP Infrastructure Developers Limited

#### Short Term Secured borrowings

A) Term Loans from bank amounting Rs 0.33 lakhs (March 31, 2022 : Rs 54.10 lakhs) is secured as below :

(a) exclusive charge by way of equitable/registered mortgage on the properties situated at Amar Matrushakti building, Mahatma Gandhi road, Dombivli East, owned by Mrs. Sudha Dattatray Mhaiskar;

(b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company;

The term loan carries an interest rate calculated on rate of 12.50 % p.a. (floating) at monthly rest. The loan is repayable in 5 monthly installments commencing from June 2021.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 0.33 lakhs and interest of Rs. 0.14 lakhs.

B) Term Loans from bank amounting Rs 513.47 lakhs (March 31, 2022 : Rs 513.47 lakhs) is secured as below :

(a) exclusive charge by way of equitable/registered mortgage on the properties situated at Amar Matrushakti building, Mahatma Gandhi road, Dombivli East, owned by Mrs. Sudha Dattatray Mhaiskar;

(b) Personal guarantee of Mr. Jayant D. Mhaiskar, Mrs. Anuya Jayant Mhaiskar, directors of the Company;

The term loan carries an interest rate calculated on rate of 12.50 % p.a. (floating) at monthly rest. The loan is repayable in 12 monthly installments commencing from July 2021.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 513.47 lakhs and interest of Rs. 35.85 lakhs.

C) Term Loans from bank amounting Rs 203.87 lakhs (March 31, 2022 : Rs 241.70 lakhs) is secured as below :

### II) Loans repayable on demand

A) Loans repayable on demand include an overdraft facility from a bank amounting Rs 5,486.50 lakhs (March 31, 2022 : Rs 5,656.71 lakhs) which is secured as below:

a) First charge / hypothecation / assignment of security interest on Escrow account;

b) First charge by way of hypothecation of all the movable assets, present and future, of the projects financed.

c) First charge on receivable of the projects financed.

d) Personal Guarantee given by Mr. Jayant D. Mhaiskar, director of the Company;

e) 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.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 5486.50 lakhs and interest of Rs. 756.70 lakhs.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 21

B) Loans repayable on demand include an overdraft facility from a bank amounting Rs 427.57 lakhs (March 31, 2022 : Rs 1,000.00 lakhs) is secured as below ;

- a) First charge / hypothecation / assignment of security interest on Escrow account;
- b) by First and exclusive charge / hypothecation of escrow account of the borrower through which cash flows of the project financed is routed
- c) first charge by way of hypothecation of all the movable assets, present and future of the projects financed,
- d) First and exclusive charge on receivables of the financed projects.
- e) upfront cash margin of 15% by way of pledge of Term deposit receipt.  
Loan carries an interest rate of 1 year MCLR plus 3.00%.

As at March 31, 2023, the Company has delayed in repayment of Principal installment of Rs 427.58 lakhs and interest of Rs. 28.02 lakhs.

C) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 506.22 lakhs (March 31, 2022 : Rs 507.71 lakhs) is secured by Term deposit. The loan carries an interest rate of 8.25% p.a.

As at March 31, 2023, the Company has delayed in repayment of interest of Rs. 5.35 lakhs.

D) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 449.84 lakhs (March 31, 2022 : Rs 450.00 lakhs) is secured by Term deposit. The loan carries an interest rate of 7.80% p.a.

### Short term loan taken by MEP Infraprojects Private Limited

Term loan from Khyati Realtors Private Limited amounting of Rs.1,062.00 lakhs (March 31, 2022 : Rs.1062.00 lakhs) is secured by first pari passu charge as follow:

Pledge of shares of Ideal Toll & Infrastructure Private Limited held by Mr. Jayant Mhaikar & Jayant Mhaikar (HUF)

Corporate guarantee of MEP Infrastructure Developers Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaikar, director of the holding Company.

Exclusive charge on moveable asset of MEP Infraprojects Private Limited

Interest charged @ 18.40% p.a. payable on monthly.

### Repayable on demand

A) Interest free unsecured loan from Pratibha Industries Limited (shareholder of the subsidiary company) of Rs 4.75 lakhs (March 31, 2022 :

### Unsecured loans from Others include ;

#### Bhalaji Toll Road Private Limited (Formerly Known as Baramati Tollways Private Limited)

Loan from HAN Infra Solutions Private Limited of Rs 2899.76 lakhs (March 31,2022 : Rs. 2535.00) is repayable on demand.

#### MEP Nagzari Toll Road Private Limited

Interest Free Unsecured loans from Ideal Toll & Infrastructure Pvt Ltd (Fellow Subsidiary Company) of Rs.20 Lakhs (March 31, 2022 : Nil) is repayable on demand.

#### MEP Nagzari Toll Road Private Limited

Interest free unsecured loan from Rideema Toll Bridge Private Limited of Rs 919.67 lakhs (March 31, 2022 : Rs 919.67) is repayable on

#### MEP IRDP Solapur Toll Road Private Limited

Interest free unsecured loan from Rideema Toll Bridge Private Limited of Rs 249.00 lakhs (March 31, 2022 : Rs 249.00) is repayable on

#### MEP RGSL Toll Bridge Private Limited

Interest free unsecured loan from Rideema Toll Bridge Private Limited of Rs 80.57 lakhs (March 31, 2022 : Rs 80.57) is repayable on demand.

#### MEP Infrastructure Developers Limited

Interest free unsecured loan from Mrs. Sudha D. Mhaikar of Rs 4.91 lakhs (March 31, 2022 : Rs 142.46 lakhs) is repayable on demand.

Inter-Corporate Deposit amounting Rs 910.00 lakhs (March 31, 2022 : Rs 1,600.00 lakhs) is repayable on demand.

Inter-Corporate Deposit amounting Rs 1,683.00 lakhs (March 31, 2022 : Rs 1,683.00 lakhs) is repayable in 3 months from the date of disbursement.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

## Note 19

### Provisions

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Non-Current Liability - Provisions</b>		
Decrease Gratuity (Refer Note 35 )	176.78	519.71
Decrease Provision for re-surfacing	-	-
<b>(A)</b>	<b>176.78</b>	<b>519.71</b>
<b>Current Liability - Provisions</b>		
Gratuity (Refer Note 35 )	248.01	385.00
Provision for re-surfacing	-	512.73
Provision for tax	38.05	-
Others	313.05	-
<b>(B)</b>	<b>599.11</b>	<b>897.73</b>
<b>Total (A)+(B)</b>	<b>775.89</b>	<b>1,417.44</b>

### Movement of provisions of Resurfacing

	As at March 31, 2023	As at March 31, 2022
Opening Balance	512.73	700.00
Provision made during the year	-	-
Provision incurred / written back during the year	(512.73)	(187.27)
Unwinding discount	-	-
<b>Closing Balance</b>	<b>-</b>	<b>512.73</b>

## Note 20

### Other non-current liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Decrease Mobilisation Advance	-	-
Decrease Deferred revenue	-	194.87
<b>Total</b>	<b>-</b>	<b>194.87</b>

Refer to Note 24 for Current Portion of Mobilisation advance & Deferred revenue.



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 22

#### Current Financial Liability-Trade payables

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Trade payables towards purchased and services related:*		
- Amount due to micro, small and medium enterprises**	68.23	199.78
- Amount due to creditors other than micro and small enterprises	1,12,716.06	1,23,866.92
<b>Total</b>	<b>1,12,784.29</b>	<b>1,24,066.70</b>

The carrying amount of trade payables as at reporting date at fair value.

\*Refer Note 33 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 Rs 68.23 lakhs (31 March, 2022 : Rs 199.78 lakhs).

Particulars	As at	As at
	March 31, 2023	March 31, 2022
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	68.23	199.78
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>68.23</b>	<b>199.78</b>

#### Ageing for trade payables outstanding is as follows

As at March 31, 2023

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	more than 3 years	
small enterprises	-	-	0.34	1.70	29.91	36.28	68.23
micro enterprises and small enterprises	-	-	19,412.16	8,443.44	21,102.98	63,757.47	1,12,716.06
	-	-	19,412.50	8,445.14	21,132.89	63,793.75	1,12,784.29

As at March 31, 2022

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 Year	1-2 years	2-3 years	more than 3 years	
small enterprises	-	-	153.20	3.91	9.26	33.41	199.78
micro enterprises and small enterprises	-	-	36,533.05	23,159.05	42,965.00	21,209.82	1,23,866.92
	-	-	36,686.25	23,162.96	42,974.26	21,243.23	1,24,066.70

### Note 23

#### Current Financial Liability-Others

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Interest accrued but not due on borrowings	636.86	1,338.68
Interest accrued and due on borrowings	3,890.76	17,220.47
Security Deposits - EMD	150.00	-
Mobilisation and capital advances [Refer note below (i)]	6,206.87	6,670.41
Working Capital advance [Refer note below (ii)]	932.10	932.11
Employee benefits payables	1,055.79	1,865.14
Deposit/ Retention money	1,780.97	3,857.58
Other liabilities	2,951.87	2,326.03
<b>Total</b>	<b>17,605.22</b>	<b>34,210.42</b>

\*Refer Note 33 for liquidity risk

#### (i) Mobilisation Advance received from jointly controlled entities

Particulars	As at	As at
	March 31, 2023	March 31, 2022
MEP Sanjose Talaja Mahuva Road Private Limited	4,114.86	4,276.64
MEP Sanjose Mahuva Kagavadar Road Private Limited	2,092.02	2,393.77
	<b>6,206.87</b>	<b>6,670.41</b>

#### (ii) Working Capital Advance received from jointly controlled entities

Particulars	As at	As at
	March 31, 2023	March 31, 2022
MEP Sanjose Mahuva Kagavadar Road Private Limited	932.11	932.11
	<b>932.11</b>	<b>932.11</b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements as at 31 March, 2023

### Note 24

#### Other current liabilities

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Mobilisation Advance	5,950.00	5,950.00
Toll received in advance	-	1,207.34
Advance billing to customer	2,155.65	2,155.65
Due to Statutory Authorities	880.33	762.11
Other liabilities	0.14	799.73
Deferred revenue	-	51.39
<b>Total</b>	<b>8,986.12</b>	<b>10,926.22</b>

### Note 25

#### Short Term Provisions

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Gratuity (Refer Note 35 )	248.01	385.00
Others	313.05	-
Provision for Income Tax	38.05	-
Provision for re-surfacing	-	512.73
<b>Total</b>	<b>599.11</b>	<b>897.73</b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 26

#### Revenue from operations

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Revenue from operations</b>		
Toll collection	22,266.87	57,304.59
Construction revenue	-	5,856.67
Commission on Toll Collection	229.67	-
<b>Other operating Income</b>		
Claims from authority (Refer Note 7, 14)	-	32,121.11
Road repair and maintenance	25.43	405.28
Other operating Income	1,294.74	-
Sale of Construction materials	638.99	1,049.49
<b>Total</b>	<b>24,455.70</b>	<b>96,737.14</b>

\*Refer to Note 41 for Disclosures pursuant to Revenue from contracts with customers.

### Note 27

#### Other Income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest Income		
- Banks	101.74	146.88
- Other than related parties	329.40	126.86
Profit on sale of assets	-	1,358.85
Provisions no longer required	1,540.36	957.60
Profit on sale of subsidiary*	-	501.99
Dividend income	6.98	4.99
Miscellaneous income	215.52	377.71
Brokerage income	202.01	-
Commission On Sales	50.00	-
<b>Total</b>	<b>2,454.08</b>	<b>3,474.88</b>

### Note 28

#### Cost of materials consumed

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Construction Expenses	268.58	4,911.76
<b>Total</b>	<b>268.58</b>	<b>4,911.76</b>

### Note 29

#### Operating and Maintenance Expenses

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Concession fees to authority	15,863.61	20,290.86
Road repairing and maintenance expenses	4,019.19	1,970.98
Toll attendant expenses	104.94	1,286.28
Supervision and independent engineer fees	-	200.08
Site expenses	324.55	1,095.50
Technical Service charges	87.27	-
<b>Total</b>	<b>20,399.56</b>	<b>24,843.70</b>

### Note 30

#### Employee benefits expense

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries and Wages and Bonus	2,063.41	4,817.92
Contribution to Provident and Other Funds (Refer Note 35 )	60.04	212.16
Gratuity expenses (Refer Note 35 )	56.21	134.41
Staff Welfare Expenses	91.40	190.46
<b>Total</b>	<b>2,271.06</b>	<b>5,354.95</b>

**MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

**Note 31****Finance costs**

<b>Particulars</b>	<b>For the year ended March 31, 2023</b>	<b>For the year ended March 31, 2022</b>
Interest Expenses		
Banks	4,472.88	17,183.77
Financial Institutions	424.80	10,901.63
Lease liabilities (Refer Note 39 )	80.13	143.62
Inter-corporate deposits	-	27.13
Authority	603.43	13.97
Other Borrowing Costs	625.42	49.43
Bank guarantee and commission	417.02	566.61
Interest on Mobilisation Advance	40.64	-
<b>Total</b>	<b>6,664.32</b>	<b>28,886.16</b>

**Note 32****Other expense**

<b>Particulars</b>	<b>For the year ended March 31, 2023</b>	<b>For the year ended March 31, 2022</b>
Rent	41.92	118.12
Rates and Taxes	588.52	1,563.08
Interest accrued not recoverable	-	-
Legal, Consultancy & Professional fees	1,401.95	2,413.86
Auditor remuneration	64.69	74.18
Travelling expenses	586.47	1,061.73
Repairs and maintenance		
- Computers	26.65	303.29
- Plant and Machinery	1.13	82.12
- Others	183.25	274.28
Insurance	27.56	57.65
CSR expenses	2.43	21.57
Directors sitting fees	13.38	14.17
Business promotion and advertisement expenses	30.54	52.47
Provision for doubtful receivable	5,335.59	3,694.16
Brokerage	201.24	-
Assets w/off	(1,013.81)	-
Impairment of assets	1,139.58	-
Miscellaneous expenses	7,048.08	1,525.82
<b>Total</b>	<b>15,679.17</b>	<b>11,256.50</b>

**MFP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023****Note 33****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****As at 31st March 2023**

	<b>Carrying amount</b>	<b>Fair Value</b>
<b>Financial Assets at amortised cost</b>		
Long term loans and advances	3.19	<b>3.19</b>
Other Non-current financial asset	353.26	<b>353.26</b>
Trade receivables	2,061.79	<b>2,061.79</b>
Cash and cash equivalents	449.89	<b>449.89</b>
Other bank balances other than Cash and cash equivalents	1,036.24	<b>1,036.24</b>
Short term Loans & advance	7,636.40	<b>7,636.40</b>
Other Current financial asset	58,530.65	<b>58,530.65</b>
<b>Financial Assets at fair value through Profit or Loss</b>		
Investment in unquoted equity shares*	136.40	<b>136.40</b>
	<b>70,207.82</b>	<b>70,207.82</b>
<b>Financial liabilities at amortised cost</b>		
Long term borrowings	5,337.31	<b>5,337.31</b>
Non-current financial liability- Trade Payable	-	-
Short term borrowings	35,495.90	<b>35,495.90</b>
Lease liability	594.44	<b>594.44</b>
Trade and other payables	1,12,784.29	<b>1,12,784.29</b>
Other non current financial liabilities	-	-
Other Current financial liabilities	17,605.22	<b>17,605.22</b>
	<b>1,71,817.16</b>	<b>1,71,817.16</b>

**MFP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

**Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023**

As at 31st March 2022

	Carrying amount	Fair Value
<b>Financial assets</b>		
<b>Financial Assets at amortised cost</b>		
Long term loans and advances	27,464.67	27,464.67
Other Non-current financial asset	67,222.15	67,222.15
Trade receivables	245.60	245.60
Cash and cash equivalents	1,300.20	1,300.20
Other bank balances other than Cash and cash equivalents	3,185.15	3,185.15
Short term Loans & advance	15,405.66	15,405.66
Other Current financial asset	81,221.31	81,221.31
<b>Financial Assets at fair value through Profit or Loss</b>		
Investment in unquoted equity shares*	136.41	136.41
	<b>1,96,181.13</b>	<b>1,96,181.15</b>
<b>Financial liabilities at amortised cost</b>		
Long term borrowings	1,02,974.67	1,02,974.67
Lease liability	1,021.38	1,021.38
Short term borrowings	1,05,668.35	1,05,668.35
Trade and other payables	1,24,066.70	1,24,066.70
Other Current financial liabilities	34,210.42	34,210.42
	<b>3,67,941.51</b>	<b>3,67,941.51</b>

\* Fair Value hierarchy is not applicable to the company except in the case of investment in unquoted shares included in Non current investments [Refer note 5] which is covered in Level 3 investments. The fair value of the same is considered at cost of Rs. 136.40.

**B. 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

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,

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 33 Continue

### Financial instruments – Fair values and risk management (continued)

#### i. 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.

#### 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 Group has no significant concentrations of credit risk. 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:

	March 31, 2023	March 31, 2022
Undisputed Trade receivables - considered good		
Not Due	482.22	
Less than 6 months	1,223.66	62.13
6 months - 1 year	229.75	-
1-2 years	11.59	86.31
2-3 years	-	-
More than 3 years	114.57	97.16
<b>Carrying amount of receivables</b>	<b>2,061.79</b>	<b>245.60</b>

### Cash equivalents, other Bank Balance and Deposits

The Company held cash equivalents and other bank balances and deposit of Rs 1624.57 lakhs at March 31, 2023 (March 31, 2022: Rs 4,880.38 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.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 33 Continue

#### Financial instruments – Fair values and risk management (continued)

##### iii. 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, 2023	Carrying amount	Total	0-1 year	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Borrowings and Interest thereon	38,680.71	40,627.04	34,410.61	4,028.25	1,784.11	404.07
Trade Payables	1,12,784.30	1,12,784.30	1,12,784.30	-	-	-
Other financial Liabilities Payables	27,954.04	27,954.04	27,954.04	-	-	-
Lease liabilities	594.44	627.57	499.15	128.42	-	-
	<b>1,80,013.49</b>	<b>1,81,992.94</b>	<b>1,75,648.10</b>	<b>4,156.67</b>	<b>1,784.11</b>	<b>404.07</b>
<b>March 31, 2022</b>	<b>Carrying amount</b>	<b>Total</b>	<b>0-1 year</b>	<b>1-2 years</b>	<b>2-5 years</b>	<b>More than 5 years</b>
<b>Non-derivative financial liabilities</b>						
Borrowings and Interest thereon	2,27,202.17	<b>2,58,202.13</b>	1,40,456.77	55,586.59	61,506.69	652.09
Trade Payables	1,24,066.70	<b>1,24,066.75</b>	1,24,066.75	-	-	-
Other financial Liabilities Payables	15,651.26	<b>15,651.26</b>	15,651.26	-	-	-
Lease liabilities	1,021.38	<b>1,021.38</b>	476.85	544.53	-	-
	<b>3,67,941.51</b>	<b>3,98,941.52</b>	<b>2,80,651.63</b>	<b>56,131.12</b>	<b>61,506.69</b>	<b>652.09</b>



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 33 Continue

### Financial instruments – Fair values and risk management (continued)

#### iv. 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.

	March 31, 2023	March 31, 2022
<b>Fixed-rate instruments</b>		
Financial assets	2,231.80	5,379.71
Financial liabilities	(5,088.79)	(4,921.92)
	<u>(2,856.99)</u>	<u>457.79</u>
<b>Variable-rate instruments</b>		
Financial assets	-	-
Financial liabilities	(29,224.40)	(1,99,226.56)
	<u>(29,224.40)</u>	<u>(1,99,226.56)</u>
<b>Total</b>	<u><b>(32,081.39)</b></u>	<u><b>(1,98,768.76)</b></u>

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, 2023</b>		
Variable-rate instruments	(292.24)	292.24
<b>Cash flow sensitivity (net)</b>	<u><b>(292.24)</b></u>	<u><b>292.24</b></u>
<b>March 31, 2022</b>		
Variable-rate instruments	(1,992.27)	1,992.27
<b>Cash flow sensitivity (net)</b>	<u><b>(1,992.27)</b></u>	<u><b>1,992.27</b></u>

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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 34

### 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

	Rs. in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Non-Current Borrowings	5,337.31	1,02,974.67
Current Borrowings	35,495.90	1,05,668.35
Interest accrued and due on borrowings	3,890.76	17,220.47
<b>Gross Debt</b>	<b>44,723.97</b>	<b>2,25,863.49</b>
Less - Cash and Cash Equivalents	(449.89)	(1,300.20)
Less - Other Bank Deposits	(500.16)	(500.14)
<b>Adjusted Net debt</b>	<b>43,773.92</b>	<b>2,24,063.16</b>
Total equity attributable to owners	(46,612.96)	(11,414.45)
Adjusted Net debt to equity ratio	(0.94)	(19.63)

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 35

#### 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 as under

Description	As at	As at
	March 31, 2023	March 31, 2022
Group's contribution to Provident Fund	41.79	144.87
Group's contribution to Employee State Insurance Corporation	18.24	67.29
Group's Contribution to Maharashtra Labour Welfare Fund	-	-
	<u>60.04</u>	<u>212.16</u>

##### 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 Rs 150.11 lakhs (Previous year : Rs.97.76 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.

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Present value of funded obligations		
Fair Value of plan assets	-	-
Present value of unfunded obligations	424.79	904.71
<b>Net deficit/ (assets) are analysed as:</b>		
Liabilities	424.79	904.71
Assets	-	-
<b>Of the above net deficit:</b>		
Current	248.01	385.00
Non-current	176.78	519.71

##### 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:

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>Movement in defined benefit obligations:</b>		
At the beginning of the year	904.71	1,125.26
Current service cost	34.11	97.99
Past service cost	-	-
Interest cost	22.10	35.85
Remeasurements :		
(Gain)/loss from change in financial assumptions	(15.76)	(78.21)
(Gain)/loss from arising on account of experience changes	-	(217.06)
Experience (gains)/losses	(55.03)	-
Benefits paid	(97.82)	(39.70)
Liabilities assumed / (settled)	(32.97)	(19.42)
Transferred to Asset Held for Sale (Refer Note)	(334.54)	-
<b>At the end of the year</b>	<u>424.79</u>	<u>904.71</u>
<b>Amount recognised in the Balance Sheet</b>		
Present value of obligations	424.79	904.71
Present value of plan assets	-	-
	<u>424.79</u>	<u>904.71</u>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 35

The components of defined benefit plan cost are as follows:

Particulars	As at	As at
	March 31, 2023	March 31, 2022
<b>Recognised in Income Statement</b>		
Current service cost	34.11	97.99
Past service cost	-	-
Interest cost / (income) (net)	22.10	35.85
<b>Total</b>	<b>56.21</b>	<b>133.84</b>
<b>Recognised in Other Comprehensive Income</b>	<b>93.90</b>	<b>(231.60)</b>
<b>Expense recognised in Consolidated Total Comprehensive Income</b>	<b>150.11</b>	<b>(97.76)</b>

### Employee Benefits (Continued)

The schemes have no direct investments in the Company's equity securities or in property currently used by the Company.

The principal actuarial assumptions used for estimating the Company's benefit obligations are set out below (on a weighted average basis):

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Rate of increase in salaries	6.00%	6.00%
Discount rate	7.25%	5.25%
Expected average remaining service life of the employees	1.94 to 2.41	1.76 to 2.62

#### 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	Effect of Gratuity Obligation	
		As at	As at
		March 31, 2023	March 31, 2022
Discount rate	Minus 50 basis points	3.80	10.71
	Plus 50 basis points	(3.69)	(10.33)
Salary Escalation Rate	Minus 50 basis points	(2.77)	(10.33)
	Plus 50 basis points	2.77	10.46

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, 2023 is Rs 475.82 lakhs ( March 31, 2022: Rs. 1,055.92 lakhs)

Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
<b>March 31, 2023</b>					
Defined benefit obligations (Gratuity)	235.03	69.07	106.72	64.99	475.82
<b>Total</b>	<b>235.03</b>	<b>69.07</b>	<b>106.72</b>	<b>64.99</b>	<b>475.82</b>
<b>March 31, 2022</b>					
Defined benefit obligations (Gratuity)	385.00	174.98	292.82	203.12	1,055.92
<b>Total</b>	<b>385.00</b>	<b>174.98</b>	<b>292.82</b>	<b>203.12</b>	<b>1,055.92</b>

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 36

### 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, 2023 & March 31, 2022 and certain asset and liability information regarding industry segments as at March 31, 2023 & March 31, 2022.

#### A. Information about reportable segments

Segment Revenue	March 31, 2023	March 31, 2022
Toll Collection and Operation & Maintenance	23,816.71	89,830.98
Construction	638.99	6,906.16
	<u>24,455.70</u>	<u>96,737.14</u>
<b>Segment profit before exceptional items and tax</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Toll Collection and Operation & Maintenance	(9,024.44)	29,041.18
Construction	(3,442.80)	(890.42)
	<u>(12,467.24)</u>	<u>28,150.76</u>
<b>Segment profit / (loss) before exceptional items and tax includes:</b>		
<b>Toll Collection and Operation &amp; Maintenance</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
- Identifiable operating expenses	22,588.51	29,915.02
- Allocated expenses	4,077.20	5,926.63
- Depreciation and amortization	6,175.45	24,948.15
	<u>32,841.15</u>	<u>60,789.80</u>
<b>Construction</b>		
- Identifiable operating expenses	263.41	5,109.36
- Allocated expenses	463.14	1,165.36
- Depreciation and amortization	134.82	656.14
	<u>861.38</u>	<u>6,930.86</u>
<b>Segment assets</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Toll Collection and Operation & Maintenance	2,58,538.82	3,23,477.58
Construction	62,189.12	52,103.47
	<u>3,20,727.94</u>	<u>3,75,581.05</u>
<b>Segment liabilities</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Toll Collection and Operation & Maintenance	3,19,054.56	3,32,227.53
Construction	48,337.38	53,977.21
	<u>3,67,391.94</u>	<u>3,86,204.74</u>
<b>Other Disclosures</b>		
<b>Capital expenditure</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Toll Collection and Operation & Maintenance	47.55	175.24
Construction	-	152.19
	<u>47.55</u>	<u>327.43</u>
<b>B. Reconciliations of information on reportable segments to Ind AS</b>		
<b>(a) Profit / (loss) before tax</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Total profit before exceptional items and tax for reportable segments	(12,467.24)	28,150.76
Unallocated amounts:		
- Other Expenses	(14,670.02)	(27,968.93)
- Other Income	2,454.08	3,474.88
<b>Total profit before tax from operations</b>	<u>(24,683.18)</u>	<u>3,656.71</u>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 37

#### 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

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Basic Earnings per share</b>		
<b>i) Profit / (Loss) attributable to equity shareholders (In lacs)</b>		
From Continuing Operations	(26,754.35)	(22,546.53)
From Discontinuing Operations	4,301.36	-
<b>Total</b>	<b>(22,452.99)</b>	<b>(22,546.53)</b>
<b>ii) Weighted average number of equity shares</b>	<b>18,34,46,051</b>	<b>18,34,46,051</b>
<b>iii) Basic earnings per equity share (Rs.) [ (i) / (ii) ]</b>		
From Continuing Operations	(14.58)	(12.29)
From Discontinuing Operations	2.34	-
<b>Total</b>	<b>(12.24)</b>	<b>(12.29)</b>
<b>Diluted Earnings per share</b>		
<b>i) Profit / (Loss) attributable to equity shareholders (In lacs)</b>		
From Continuing Operations	(26,754.35)	(22,546.53)
From Discontinuing Operations	4,301.36	-
<b>Total</b>	<b>(22,452.99)</b>	<b>(22,546.53)</b>
<b>ii) Weighted average number of equity shares</b>	<b>18,34,46,051</b>	<b>18,34,46,051</b>
<b>iii) Diluted earnings per equity share (Rs.) [ (i) / (ii) ]</b>		
From Continuing Operations	(14.58)	(12.29)
From Discontinuing Operations	2.34	-
<b>Total</b>	<b>(12.24)</b>	<b>(12.29)</b>
Profit / (Loss) attributable to existing and potential shareholders	(26,754.35)	(22,546.53)
Weighted average number of equity shares*	18,34,46,051	18,34,46,051
Diluted earnings per equity share (Rs.)	(14.58)	(12.29)
<b>iii) Face Value per Share (amount in INR)</b>	<b>10.00</b>	<b>10.00</b>
<b>Reconciliation of weighted average number of equity shares:</b>		
<b>Particulars</b>		
Equity shares outstanding at the beginning of the year	18,34,46,051	18,34,46,051
Equity shares issued during the year	-	-
Equity shares outstanding at the end of the year	18,34,46,051	18,34,46,051
<b>Total weighted average number of shares</b>	<b>18,34,46,051</b>	<b>18,34,46,051</b>
*6,00,00,000 share warrants are excluded from calculating weighted average number of outstanding equity shares for the purpose of computing diluted EPS for the year ended March 31, 2023 as these are anti-dilutive (Refer note 17)		

### Note 38

#### Capital Commitments and other purchase commitments

Particulars	As at March 31, 2023	As at March 31, 2022
Estimated amount of contracts remaining to be executed on capital account (net of advance)	-	161.32
	<b>-</b>	<b>161.32</b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

Note 39

Disclosure on Ind-AS 116 Leases

Following are the changes in the carrying value of right of use assets for the year ended 31 March, 2023:

Particulars	As at April 1, 2022	Additions	Deductions	Depreciation	As at March 31, 2023
Plant and Machinery	45.02	-	45.02	-	(0.00)
Office premises	771.49	-	-	325.17	446.32
<b>Total</b>	<b>816.51</b>	<b>-</b>	<b>45.02</b>	<b>325.17</b>	<b>446.32</b>

Particulars	As at April 1, 2021	Additions	Deductions	Depreciation	As at March 31, 2022
Plant and Machinery	440.73	-	-	395.71	45.02
Office premises	1,096.65	-	-	325.16	771.49
<b>Total</b>	<b>1,537.38</b>	<b>-</b>	<b>-</b>	<b>720.87</b>	<b>816.51</b>

The following is the break-up of current and non-current lease liabilities:

Particulars	As at March 31, 2023	As at March 31, 2022
lease liabilities - current	348.06	476.85
lease liabilities - non- current	246.38	544.53
<b>Total</b>	<b>594.44</b>	<b>1,021.38</b>

The following is the movement in lease liabilities for the year ended:

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Opening Balance</b>	1,021.37	1,804.33
Additions during the year	-	-
Deductions during the year	(54.79)	-
Interest charged	80.13	143.62
Payments made	(452.27)	(926.58)
<b>Closing Balance</b>	<b>594.44</b>	<b>1,021.37</b>

Lease liabilities - Maturity analysis

Particulars	As at March 31, 2023	As at March 31, 2022
Less than 1 year	468.08	476.85
Between 1 and 5 years	126.36	544.53
<b>Total</b>	<b>594.44</b>	<b>1,021.38</b>

Note 40

Contingent Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Claims made against the Company not acknowledged as debts by the Company	69,556.16	47,318.77
Guarantees given by banks	7,707.48	66,410.36
Corporate guarantees given	2,56,428.77	3,00,441.13
Service Tax*	9,381.92	17,186.79
Income Tax*	2,946.31	2,946.31
<b>Total</b>	<b>3,46,020.64</b>	<b>4,34,303.36</b>

\*Cash outflows for the above are determinable only on receipt of judgments pending at various forums / authorities.

South Delhi Municipal Corporation (SDMC) has made claim of Rs. 3,36,597.01 lakhs against which Company has claimed Rs. 4,83,805.68 lakhs, the same is yet to be adjudicated.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 41

#### Disclosures pursuant to Indian Accounting standard (Ind AS) 115, Revenue from Contracts with Customers

- (a) The Company believes that the information provided vide Note 27 (Revenue from Operations) and vide Note 37 (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:

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Revenue from operations	24,455.70	64,616.03
<b>Adjustments</b>		
- Claims	-	32,121.11
<b>Revenue from contract with customers</b>	<b>24,455.70</b>	<b>96,737.14</b>

(c) Contract balances

- i) The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers;

Particulars	Note	As at	As at
		March 31, 2023	March 31, 2022
Trade receivables	11	2,061.79	245.60
Contract assets : Unbilled revenue	15	6,937.00	6,937.00
Contract liabilities - Advance billing to customer	24	2,155.65	2,155.65
Contract liabilities - Toll income received in advance	24	-	1,207.34
Contract liabilities - Mobilisation advances	21 & 25	5,950.00	5,950.00

(ii) Movement in contract balances during the year:

Particulars	Contract assets	Contract liabilities	Net contract balances
Opening balance as at April 1, 2022*	6,937.00	9,312.99	(2,375.99)
Closing balance as at March 31, 2023	6,937.00	8,105.65	(1,168.65)
Net increase / (decrease)	-	(1,207.34)	1,207.34

\*Includes balance of Asset held for sale (Refer Note 53)

- (iii) (iii) Revenue recognised during the year from opening balance of Contract liabilities amounts to Rs. Nil (previous year : Rs. 1,437.54 lakhs).

(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.



**MEP Infrastructure Developers Limited**  
**(Currency: Indian Rupees in Lakhs)**  
**Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023**

**Note 42**

**Related party transactions**

A) List of Related Parties with significant influence:	Principal Place of Business	Proportion of ownership interest held	
		As at March 31, 2023	As at March 31, 2022
<b>(i) Jointly controlled entities / Associates</b>			
KVM Technology Solutions Private Limited	India	33.00%	33.00%
SMYR Consortium LLP	India	25.00%	25.00%
MEP Sanjose Arawali Kante Road Private Limited	India	74.00%	74.00%
MEP Sanjose Kante Waked Road Private Limited	India	74.00%	74.00%
MEP Sanjose Nagpur Ring Road 2 Private Limited	India	74.00%	74.00%
MEP Nagpur Ring Road 1 Private Limited	India	74.00%	74.00%
MEP Sanjose Mahuva Kagavadar Road Private Limited	India	60.00%	60.00%
MEP Sanjose Talaja Mahuva Road Private Limited	India	60.00%	60.00%
Ozoneland MEP Solapur Ring Road private Limited (12th November, 2021 onwards)	India	26.00%	26.00%

**B) Other related parties with whom transactions have taken place during the year**

Smt. Sudha D. Mhaiskar	Relatives of Key Managerial Personnel
Mr. Jayant Mhaiskar	Key Management Personnel
Mrs. Anuya J. Mhaiskar	Key Management Personnel
Mr. Murzash Manekshana (Upto 7th September 2019)	Key Management Personnel
Mr. M. Sankaranarayanan (Upto 13th November 2020)	Key Management Personnel
Mr. Naresh Sasanwar (Upto 18th October 2022 )	Key Management Personnel
Mr. Rajendra Pawar ( 18th October 2022 onwards)	Key Management Personnel
Mr. Pandurang B Dandawate (Upto 31st January 2021)	Key Management Personnel
Mr. Harshad Pusalkar (Upto 30th October 2020)	Key Management Personnel
Mr. Shridhar Phadke (Upto 5th May, 2017)	Key Management Personnel
Mrs. Kanika Sehgal (Upto 30th November 2021)	Key Management Personnel
Ms. Ruchita Shah (01st December 2021 onwards and upto 27th October 2022)	Key Management Personnel
Mr. Vikram Mukadam ( 27th October 2022 onwards)	Key Management Personnel
Mr. Uttam Pawar (Upto 14th November 2022)	Key Management Personnel
Mr. Deepak Gadgil (14th November 2022 onwards)	Key Management Personnel
Mr. Subodh Garud	Key Management Personnel
MEP Toll Gates Private Limited	Enterprises over which significant influence is exercised by key managerial personnel
Ideal Hospitality Private Limited	Enterprises over which significant influence is exercised by key managerial personnel
Ideal Brands Private Limited	Enterprises over which significant influence is exercised by key managerial personnel
Jan Transport	Enterprises over which significant influence is exercised by key managerial personnel
Ideal Toll & Infrastructure Private Limited	Promoter
A J Tolls Private Limited	Promoter group
Rideema Toll Bridge Private Limited (Onwards 31st May 2021)	Promoter group



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

Note 42B Related Party Transactions (CONTD.)

### B. Disclosures of material transactions with related parties during the year

Particulars	Promoter / Promoter Group		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities/ Associates		Key managerial personnel / Relatives of Key managerial personnel		Total	
<b>Sale of Investment</b>										
A J Tolls Private Limited		1,267.98	-	-	-	-	-	-	-	1,267.98
<b>Investment in Equity shares</b>										
Ozoneland MEP Solapur Ring Road private Limited	-	-	-	-		0.26	-	-	-	0.26
<b>Share Application Money paid</b>										
Ozoneland MEP Solapur Ring Road private Limited						0.26			-	0.26
<b>Managerial remuneration</b>										
Mr. Jayant Mhaiskar	-	-	-	-	-	-	-	81.88	-	81.88
Mr. Naresh Sasanwar	-	-	-	-	-	-	26.67	62.99	26.67	62.99
Mr. Subodh Garud	-	-	-	-	-	-	79.12	75.95	79.12	75.95
Mr. Uttam Pawar	-	-	-	-	-	-	-	99.61	-	99.61
Ms. Kanika Sehgal	-	-	-	-	-	-	-	9.55	-	9.55
Ms. Ruchita Shah	-	-	-	-	-	-	6.21	3.62	6.21	3.62
Mr. Rajendra Pawar	-	-	-	-	-	-	13.09	-	13.09	-
Mr. Vikram Mukadam	-	-	-	-	-	-	1.80	-	1.80	-

### \*Compensation to key managerial personnel of the Company (Rs. in lakhs)

Nature of benefits	Year Ended	
	31 March 2023	31 March 2022
<b>Short Term Employee Benefits</b>		
Mr. Jayant Mhaiskar	-	65.00
Mr. M. Sankaranarayanan	-	-
Mr. Subodh Garud	74.93	73.63
Mr. Harshad Pusalkar	-	-
Mr. Naresh Sasanwar	26.67	62.65
Ms. Kanika Sehgal	-	9.55
Ms. Ruchita Shah	6.21	3.62
Mr. Uttam Pawar	-	82.27
Mr. Rajendra Pawar	13.09	-
Mr. Vikram Mukadam	1.77	-
<b>Post-employment Benefits</b>		
Mr. Jayant Mhaiskar	-	16.88
Mr. M. Sankaranarayanan	-	-
Mr. Naresh Sasanwar	-	0.34
Mrs. Kanika Sehgal	-	-
Ms. Ruchita Shah	-	-
Mr. Vikram Mukadam	0.03	-
Mr. Uttam Pawar	-	17.34
Mr. Subodh Garud	4.19	2.31
<b>Total Compensation paid to key managerial personnel</b>	<b>126.89</b>	<b>333.59</b>

# The aforesaid amount does not includes amount in respect of gratuity and leave as the same is not determinable

\* All transactions with related parties are on arms length basis.



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 42C Related Party Transactions (CONTD.)

#### C. Disclosures of material transactions with related parties and balances at the year end

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities/ Associates		Key managerial personnel / Relatives of Key managerial personnel		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Other receivables</b>										
KVM Technology Solutions Private Limited	-	-	-	-	-	32.89	-	-	-	32.89
MEP Nagpur Ring Road 1 Private Limited.	-	-	-	-	-	645.76	-	-	-	645.76
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	116.72	-	-	-	<b>116.72</b>	-
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	56.79	-	-	-	<b>56.79</b>	-
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	793.82	924.22	-	-	<b>793.82</b>	924.22
MEP Sanjose Nagpur Ring Road 2 Private Limited.	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	108.85	144.10	-	-	<b>108.85</b>	144.10
Rideema Toll Bridge Private Limited	<b>10.75</b>	10.75	-	-	-	-	-	-	<b>10.75</b>	10.75
Ideal Toll & Infrastructure Private Limited	-	360.11	-	-	-	-	-	-	-	360.11
Raima Infra Solutions Private Limited	-	1.70	-	-	-	-	-	-	-	1.70
<b>Other Liabilities</b>										
MEP Nagpur Ring Road 1 Private Limited.	-	-	-	-	1.06	1.52	-	-	<b>1.06</b>	1.52
MEP Sanjose Nagpur Ring Road 2 Private Limited.	-	-	-	-	-	241.97	-	-	-	241.97
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	1.34	-	-	-	1.34
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	0.02	0.02	-	-	<b>0.02</b>	0.02
KVM Technology Solutions Private Limited	-	-	-	-	-	8.14	-	-	-	8.14
Rideema Toll Bridge Private Limited	-	-	-	-	<b>3.96</b>	3.96	-	-	<b>3.96</b>	3.96
Ideal Toll & Infrastructure Private Limited	-	119.22	-	-	-	-	-	-	-	119.22
<b>Trade receivables</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 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 Talaja Mahuva Road Private Limited	-	-	-	-	<b>52.59</b>	52.59	-	-	<b>52.59</b>	52.59
KVM Technology Solutions Private Limited	-	-	-	-	54.66	86.30	-	-	<b>54.66</b>	86.30
<b>Construction Revenue</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	-	-	-	-	-	-
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	2,360.00	-	-	-	2,360.00
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	-	4,577.00	-	-	-	4,577.00

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 42C Related Party Transactions (CONTD.)

#### C. Disclosures of material transactions with related parties and balances at the year end

Particulars	Holding company / Associate Concern		Enterprises over which significant influence is exercised by key managerial personnel		Jointly controlled entities/ Associates		Key managerial personnel / Relatives of Key managerial personnel		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Guarantees given on behalf of</b>										
MEP Nagpur Ring Road 1 Private Limited	-	-	-	-	-	3,650.96	-	-	-	3,650.96
MEP Sanjose Nagpur Ring Road 2 Private Limited	-	-	-	-	1,540.85	3,140.85	-	-	1,540.85	3,140.85
MEP Sanjose Arawali Kante Road Private Limited	-	-	-	-	-	3,293.80	-	-	-	3,293.80
MEP Sanjose Kante Waked Road Private Limited	-	-	-	-	4,590.80	4,590.80	-	-	4,590.80	4,590.80
MEP Sanjose Talaja Mahuva Road Private Limited	-	-	-	-	24,866.42	22,583.89	-	-	24,866.42	22,583.89
MEP Sanjose Mahuva Kagavadar Road Private Limited	-	-	-	-	20,598.41	19,689.49	-	-	20,598.41	19,689.49
<b>Advances recoverable in cash or kind</b>										
Jan Transport	-	-	-	3.00	-	-	-	-	-	3.00
<b>Loan Taken</b>										
Smt. Sudha D. Mhaiskar	-	-	-	-	-	-	-	142.46	-	142.46
<b>Managerial remuneration</b>										
Mr. Jayant Mhaiskar	-	-	-	-	-	-	-	181.97	-	181.97
Mr. Naresh Sasanwar	-	-	-	-	-	-	12.06	5.14	12.06	5.14
Mr. M. Sankaranarayanan	-	-	-	-	-	-	-	-	-	-
Mr. Subodh Garud	-	-	-	-	-	-	16.77	14.30	16.77	14.30
Mr. Uttam Pawar	-	-	-	-	-	-	-	14.50	-	14.50
Mr. Rajendra Pawar	-	-	-	-	-	-	1.77	-	1.77	-
Mr. Vikram Mukadam	-	-	-	-	-	-	1.71	-	1.71	-
Ms. Kanika Shegal	-	-	-	-	-	-	-	-	-	-
Ms. Ruchita Shah	-	-	-	-	-	-	2.53	0.88	2.53	0.88
<b>Interest receivable on loan given</b>										
Ideal Toll & Infrastructure Private Limited	-	21,187.80	-	-	-	-	-	-	-	21,187.80

\*Outstanding balances at year end are unsecured and considered good.

#### C. Disclosures of Commitments with related parties and balances at the year end

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Construction Contracts with Joint Controlled entities	-	-

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 43A

Additional information as required by Schedule III to the Companies Act, 2013

As at 31 March, 2023

Name of the entity	Net assets, i.e. total asset minus total liabilities		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	-63.62%	29,685.36	64.32%	(13,140.15)	-71.62%	49.49	63.86%	(13,090.66)
<b>Subsidiaries</b>								
Raima Ventures Private Limited	-2.26%	1,055.48	-0.10%	20.37	-	-	-0.10%	20.37
MEP Infrastructure Private Limited	-81.25%	37,912.42	4.50%	(919.67)	178.35%	(123.24)	5.09%	(1,042.91)
Rideema Toll Private Limited	3.63%	(1,695.25)	1.21%	(247.72)	-	-	1.21%	(247.72)
Bhalaji Toll Road Private Limited [Formerly known as Baramati Tollways Private Limited] (Through Rideema Toll Private Limited)	-11.17%	5,213.25	-3.89%	794.43	24.20%	(16.72)	-3.79%	777.71
Rideema Toll Bridge Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
MEP Nagzari Toll Road Private Limited	1.37%	(641.56)	0.52%	(106.29)	-	-	0.52%	(106.29)
MEP IRDP Solapur Toll Road Private Limited	0.41%	(189.42)	0.67%	(136.10)	-	-	0.66%	(136.10)
MEP Hyderabad Bangalore Toll Road Private Limited	8.49%	(3,961.07)	5.08%	(1,037.82)	0.00%	-	5.06%	(1,037.82)
Raima Toll Road Private Limited	-2.86%	1,332.91	0.66%	(135.23)	-	-	0.66%	(135.23)
MEP Chennai Bypass Toll Road Private Limited	22.56%	(10,529.37)	0.25%	(51.84)	-	-	0.25%	(51.84)
MEP Highway Solutions Private Limited	-0.66%	308.94	3.98%	(812.45)	0.00%	-	3.96%	(812.45)
MEP RGSL Toll Bridge Private Limited	25.29%	(11,801.97)	32.64%	(6,668.20)	-30.93%	21.37	32.42%	(6,646.83)
Raima Toll and Infrastructure Private Limited	-4.15%	1,936.40	-0.87%	178.03	-	-	-0.87%	178.03
MEP Roads & Bridges Private Limited	-0.41%	190.22	0.00%	-	-	-	0.00%	-
Mhaiskar Toll Road Private Limited	0.01%	(2.82)	0.00%	(0.72)	-	-	0.00%	(0.72)
MEP Infra Constructions Private Limited	0.01%	(2.89)	0.00%	(0.26)	-	-	0.00%	(0.26)
MEP Toll & Infrastructure Private Limited	0.00%	(1.22)	0.00%	(0.74)	-	-	0.00%	(0.74)
MEP Tormato Private Limited	10.43%	(4,867.25)	7.34%	(1,499.56)	0.00%	-	7.32%	(1,499.56)
MEP Foundation	0.00%	(0.03)	0.00%	(0.12)	-	-	0.00%	(0.12)
MEP Longjian ACR Private Limited	1.11%	(517.51)	0.22%	(45.33)	-	-	0.22%	(45.33)
MEP Longjian CLR Private Limited	1.38%	(643.02)	0.02%	(3.22)	-	-	0.02%	(3.22)
MEP Longjian Loha Waranga Road Private Limited	1.54%	(718.68)	0.02%	(4.47)	-	-	0.02%	(4.47)
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-7.01%	3,271.30	0.71%	(144.44)	-	-	0.70%	(144.44)
MEPIDL Enterprises L.L.C	-0.05%	22.31	0.00%	-	0.00%	-	0.00%	-
MEP Infraprojects Private Limited	0.37%	(170.71)	1.04%	(211.48)	0.00%	-	1.03%	(211.48)
<b>Subtotal</b>	<b>-96.83%</b>	<b>45,185.82</b>	<b>118.32%</b>	<b>(24,172.98)</b>	<b>100.00%</b>	<b>(69.10)</b>	<b>118.26%</b>	<b>(24,242.08)</b>
<b>Non-controlling interests</b>	0.11%	(51.04)	4.12%	(841.77)	0.00%	-	4.11%	(841.77)
<b>Total elimination</b>	196.72%	(91,798.77)	-22.44%	4,584.50	0.00%	-	-22.36%	4,584.50
<b>Total</b>	<b>100.00%</b>	<b>(46,664.00)</b>	<b>100.00%</b>	<b>(20,430.25)</b>	<b>100.00%</b>	<b>(69.10)</b>	<b>100.00%</b>	<b>(20,499.35)</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	-	-	-	-	-	-	-	-
MEP Nagpur Ring Road 1 Pvt. Ltd.		1,081.39		656.27		-		656.27
MEP Sanjose Arawali Kante Road Pvt. Ltd		1,677.98		1,017.75		-		1,017.75
MEP Sanjose Kante Waked Road Pvt. Ltd		945.10		(126.91)		-		(126.91)
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd		-		(1,535.51)		-		(1,535.51)
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.		994.15		(106.51)		-		(106.51)
MEP Sanjose Talaja Mahuva Road Pvt. Ltd		1,678.17		(1,927.83)		-		(1,927.83)
Ozone Land MEP Solapur Ring Road Pvt. Ltd.		-		-		-		-
<b>Total</b>		<b>6,376.79</b>		<b>(2,022.74)</b>		<b>-</b>		<b>(2,022.74)</b>
<b>Grand Total</b>		<b>(46,664.00)</b>		<b>(22,452.99)</b>		<b>(69.10)</b>		<b>(22,522.09)</b>

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 43B

Additional information as required by Schedule III to the Companies Act, 2013

As at 31 March, 2022

Name of the entity	Net assets, i.e. total asset minus total liabilities		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	-380.20%	40,391.04	277.63%	(4,553.02)	87.22%	148.87	299.75%	(4,404.15)
<b>Subsidiaries</b>								
MEP Infrastructure Private Limited	-366.68%	38,955.34	-695.89%	11,412.35	10.49%	17.91	-777.95%	11,430.26
Raima Ventures Private Limited	-9.74%	1,035.09	-0.09%	1.51	-	-	-0.10%	1.51
Rideema Toll Private Limited	13.63%	(1,447.53)	14.15%	(232.09)	-	-	15.80%	(232.09)
Bhalaji Toll Road Private Limited [Formerly known as Baramati Tollways Private Limited] (Through Rideema Toll Private Limited)	-41.75%	4,435.54	2.13%	(35.00)	0.00%	-	2.38%	(35.00)
Rideema Toll Bridge Private Limited	0.00%	-	0.36%	(5.92)	0.00%	-	0.40%	(5.92)
MEP Nagzari Toll Road Private Limited	5.04%	(535.26)	0.04%	(0.72)	-	-	0.05%	(0.72)
MEP IRDP Solapur Toll Road Private Limited	0.50%	(53.31)	0.18%	(2.98)	-	-	0.20%	(2.98)
MEP Hyderabad Bangalore Toll Road Private Limited	27.52%	(2,923.22)	43.29%	(709.90)	0.00%	-	48.32%	(709.90)
Raima Toll Road Private Limited	-13.82%	1,468.15	9.09%	(149.03)	-	-	10.14%	(149.03)
MEP Chennai Bypass Toll Road Private Limited	98.62%	(10,477.53)	-0.42%	6.87	-	-	-0.47%	6.87
MEP Highway Solutions Private Limited	-10.56%	1,121.41	20.23%	(331.84)	0.00%	-	22.59%	(331.84)
MEP RGSL Toll Bridge Private Limited	48.52%	(5,155.15)	383.84%	(6,294.80)	2.29%	3.91	428.16%	(6,290.89)
Raima Toll and Infrastructure Private Limited	-16.55%	1,758.39	0.60%	(9.86)	-	-	0.67%	(9.86)
MEP Roads & Bridges Private Limited	-1.79%	190.21	-0.03%	0.52	-	-	-0.04%	0.52
Mhaiskar Toll Road Private Limited	0.02%	(2.09)	0.02%	(0.29)	-	-	0.02%	(0.29)
MEP Infra Constructions Private Limited	0.02%	(2.63)	0.03%	(0.42)	-	-	0.03%	(0.42)
MEP Toll & Infrastructure Private Limited	0.00%	(0.48)	-0.08%	1.32	-	-	-0.09%	1.32
MEP Tomato Private Limited	31.70%	(3,367.71)	12.46%	(204.42)	0.00%	-	13.91%	(204.42)
MEP Foundation	0.00%	0.08	-0.26%	4.34	-	-	-0.30%	4.34
MEP Longjian ACR Private Limited	4.44%	(472.19)	10.26%	(168.31)	-	-	11.46%	(168.31)
MEP Longjian CLR Private Limited	6.02%	(639.80)	17.72%	(290.56)	-	-	19.78%	(290.56)
MEP Longjian Loha Waranga Road Private Limited	6.72%	(714.22)	18.53%	(303.90)	-	-	20.68%	(303.90)
MEP Infra Consultants Private Limited (Formerly known as MEP Longjian VTR Private Limited)	-32.15%	3,415.76	14.25%	(233.68)	-	-	15.90%	(233.68)
MEPIDL Enterprises L.L.C	-0.21%	22.31	0.00%	-	0.00%	-	0.00%	-
MEP Infraprojects Private Limited	-0.38%	40.78	7.78%	(127.52)	0.00%	-	8.68%	(127.52)
<b>Subtotal</b>	<b>-631.07%</b>	<b>67,042.99</b>	<b>135.82%</b>	<b>(2,227.35)</b>	<b>100.00%</b>	<b>170.70</b>	<b>139.98%</b>	<b>(2,056.66)</b>
<b>Non-controlling interests</b>	<b>-7.44%</b>	<b>790.72</b>	<b>29.77%</b>	<b>(488.23)</b>	<b>0.00%</b>	<b>-</b>	<b>33.23%</b>	<b>(488.23)</b>
<b>Total elimination</b>	<b>738.51%</b>	<b>(78,457.44)</b>	<b>-65.59%</b>	<b>1,075.61</b>	<b>0.00%</b>	<b>-</b>	<b>-73.21%</b>	<b>1,075.61</b>
<b>Total</b>	<b>100.00%</b>	<b>(10,623.73)</b>	<b>100.00%</b>	<b>(1,639.97)</b>	<b>100.00%</b>	<b>170.70</b>	<b>100.00%</b>	<b>(1,469.28)</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	-	-	-	-	-	-	-	-
MEP Nagpur Ring Road 1 Pvt. Ltd.		425.12		(4,081.21)		12.17		(4,069.04)
MEP Sanjose Arawali Kante Road Pvt. Ltd		660.23		(4,422.99)		-		(4,422.99)
MEP Sanjose Kante Waked Road Pvt. Ltd		1,072.01		(5,659.13)		0.10		(5,659.03)
MEP Sanjose Mahuva Kagavadar Road Pvt. Ltd		1,535.51		(1,432.54)		2.15		(1,430.39)
MEP Sanjose Nagpur Ring Road 2 Pvt. Ltd.		1,100.66		(3,525.27)		0.90		(3,524.37)
MEP Sanjose Talaja Mahuva Road Pvt. Ltd		3,606.00		(1,785.16)		-		(1,785.16)
Ozone Land MEP Solapur Ring Road Pvt. Ltd.		-		(0.26)		-		(0.26)
<b>Total</b>		<b>8,399.52</b>		<b>(20,906.56)</b>		<b>15.32</b>		<b>(20,891.24)</b>
<b>Grand Total</b>		<b>(10,623.73)</b>		<b>(22,546.53)</b>		<b>186.02</b>		<b>(22,360.51)</b>



## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 43C

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, 2023	As at March 31, 2022
1	MEP Longjian ACR Private Limited	India	49%	49%
2	MEP Longjian CLR Private Limited	India	49%	49%
3	MEP Longjian Loha Waranga Road Private Limited	India	49%	49%
4	MEP Longjian VTR Private Limited	India	49%	49%

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

# **MEP Infrastructure Developers Limited**

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## **Note 44**

### **Claims**

One of the Company's subsidiary company has preferred claims with the Authority, aggregating Rs. 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 Rs Nil for the quarter and year ended 31 March 2023 (Rs Nil for the quarter and year ended 31 March 2022) in addition to the sum of Rs 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 are being dealt as per the provisions of the Concession Agreement, and the matter is currently under arbitration. Both the parties have submitted the claims and the counter claims. As per the Arbitral Tribunal order dated 21st January 2023, both parties have agreed for the segregation of the claims into two different proceedings to ensure that the revival of the claim does not affect the award to be pronounced in favour of the subsidiary. As per Order No 27 para No 6, dated February 9, 2023 the hearings pertaining to Company's subsidiary company stands completed and arbitral award is awaited.

## **Note 45**

### **Exceptional items**

The exceptional items includes profit of Rs. Nil (March 31, 2022 4,302.05 lakhs) on account of Harmonious substitution/Substitution of the Hybrid Annuity projects in four of the jointly controlled entities and one of the subsidiary.

## **Note 46**

### **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.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47A

### 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	March 31, 2023	March 31, 2022
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>	<b>25%</b>	<b>25%</b>
<b>Carrying Amount of the investment</b>	<b>0.60</b>	<b>0.60</b>
Less:		
Adjustment on Consolidation	0.60	0.60
<b>Carrying amount of Investment in Joint Venture</b>	<b>-</b>	<b>-</b>

Summarised statement of profit and loss of the SMYR Consortium LLP:

Particulars	March 31, 2023	March 31, 2022
Revenue	-	-
Interest Income	-	-
Finance Cost	-	-
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before tax</b>	<b>-</b>	<b>-</b>
Tax expense	-	-
<b>Profit / (Loss) for the year</b>	<b>-</b>	<b>-</b>
Other Comprehensive Income / (Loss)	-	-
<b>Total other comprehensive income / (loss) for the year</b>	<b>-</b>	<b>-</b>
<b>Proportion of Group's ownership</b>	<b>25%</b>	<b>25%</b>
<b>Group's share of profit / (loss) for the year</b>	<b>-</b>	<b>-</b>

The group had no contingent liabilities or capital commitments relating to its interest in SMYR Consortium LLP as at 31 March 2023 and 2022.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47B

### 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 and 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	950.01	1,019.16
Cash and Cash Equivalents	5.76	9.76
Non-Current Assets	45.28	55.25
Current Liabilities Other than Current Financial Liabilities	(1,199.79)	(1,199.79)
Current Financial Liabilities	(80.12)	(125.60)
Non Current Liabilities	-	-
Equity	(278.85)	(241.21)
<b>Proportion of Group's ownership</b>	<b>33%</b>	<b>33%</b>
<b>Carrying Amount of the investment</b>	<b>(92.94)</b>	<b>(80.39)</b>
Less:		
Adjustment on Consolidation	92.94	80.39
<b>Carrying amount of Investment in Joint Venture</b>	<b>-</b>	<b>-</b>

### Summarised statement of profit and loss of the KVM Technology Solutions Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	-	-
Interest Income	2.44	0.23
Finance Cost	-	-
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before tax</b>	<b>(29.47)</b>	<b>(7.23)</b>
Tax expense	(8.17)	-
<b>Profit / (Loss) for the year</b>	<b>(37.64)</b>	<b>(7.23)</b>
Other Comprehensive Income / (Loss)	-	-
<b>Total other comprehensive income / (loss) for the year</b>	<b>(37.64)</b>	<b>(7.23)</b>
<b>Proportion of Group's ownership</b>	<b>0.33</b>	<b>33%</b>
<b>Group's share of profit / (loss) for the year</b>	<b>(12.55)</b>	<b>(2.41)</b>

The Company had contingent liabilities of Rs Nil (31 March 2022 : Rs Nil) proportion of Groups ownership Of Rs Nil (31 March 2022 : Rs Nil) and capital commitments of Rs Nil lakhs (31 March 2022 : Rs Nil) relating to its interest in KVM Technology Solutions Private Limited.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47C

### 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	2,380.25	1,378.58
Cash and Cash Equivalents	33.87	33.72
Non-Current Assets	72.82	1,407.98
Current Liabilities Other than Current Financial Liabilities	(2.52)	(4.57)
Current Financial Liabilities	(1,023.36)	(2,241.50)
Non Current Liabilities	-	-
Equity	1,461.05	574.21
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	1,081.18	424.92
Less:		
Adjustment on Consolidation	0.21	0.20
<b>Carrying amount of Investment in Joint Venture</b>	1,081.39	425.12

Summarised statement of profit and loss of the MEP Nagpur Ring Road 1 Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	1,000.00	1,221.04
Interest Income	3.51	686.62
Interest Expense	-	(1,901.40)
Depreciation & Amortisation	-	(0.56)
<b>Profit / (Loss) before exceptional items and tax</b>	886.85	(2,858.55)
Exceptional items	-	(4,238.53)
Tax expense	-	(173.76)
<b>Profit / (Loss) for the year</b>	886.85	(7,270.84)
Other Comprehensive Income / (Loss)	-	16.44
<b>Total other comprehensive income / (loss) for the year</b>	886.85	(7,254.40)
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit / (loss) for the year</b>	656.27	(5,368.26)

The Company had contingent liabilities of Rs 2,685.00 lakhs (31 March 2022 : Rs 2,685.00 lakhs) proportion of Groups ownership Of Rs 1,986.90 lakhs (31 March 2022 : Rs 1,986.90 lakhs) relating to its interest in MEP Nagpur Ring Road 1 Private Limited.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47D

### 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	3,527.45	2,508.67
Cash and Cash Equivalents	1.15	6.22
Non-Current Assets	141.69	1,306.86
Current Liabilities Other than Current Financial Liabilities	(2.34)	(2.33)
Current Financial Liabilities	(2,324.53)	(2,332.04)
Non Current Liabilities	-	-
Equity	1,343.41	1,487.38
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	994.13	1,100.66
Less:		
Adjustment on Consolidation	0.02	-
<b>Carrying amount of Investment in Joint Venture</b>	994.15	1,100.66

Summarised statement of profit and loss of the MEP Sanjose Nagpur Ring Road 2 Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	-	1,268.99
Interest Income	2.60	544.05
Finance Cost	(0.54)	(1,979.14)
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before exceptional items and tax</b>	(143.94)	(290.78)
Exceptional items	-	(4,448.14)
Tax expense	-	(121.43)
<b>Profit / (Loss) for the year</b>	(143.94)	(4,860.34)
Other Comprehensive Income / (Loss)	-	1.22
<b>Total other comprehensive income / (loss) for the year</b>	(143.94)	(4,859.13)
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit / (loss) for the year</b>	(106.51)	(3,595.75)

The Company had contingent liabilities of Rs 497.73 lakhs (31 March 2022 : Rs 2,097.73 lakhs) proportion of Groups ownership Of Rs 368.32 lakhs (31 March 2022 : Rs 1,552.32 lakhs) relating to its interest in MEP Sanjose Nagpur Ring Road 2 Private Limited.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47E

### 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	1,776.47	49.48
Cash and Cash Equivalents	4.48	1.36
Non-Current Assets	706.26	981.63
Current Liabilities Other than Current Financial Liabilities	(17.03)	(8.70)
Current Financial Liabilities	(196.13)	(125.09)
Non Current Liabilities	(6.46)	(6.47)
Equity	2,267.60	892.22
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	1,678.01	660.23
Less:		
Adjustment on Consolidation	(0.03)	-
<b>Carrying amount of Investment in Joint Venture</b>	1,677.98	660.23

### Summarised statement of profit and loss of the MEP Sanjose Arawali Kante Road Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	1,544.92	151.17
Interest Income	0.41	694.26
Finance Cost	-	(1,411.07)
Depreciation & Amortisation	-	(0.12)
<b>Profit / (Loss) before exceptional items and tax</b>	1,375.35	(827.30)
Exceptional items	-	(5,132.00)
Tax expense	-	(173.88)
<b>Profit / (Loss) for the year</b>	1,375.35	(6,133.18)
Other Comprehensive Income / (Loss)	-	-
<b>Total other comprehensive income / (loss) for the year</b>	1,375.35	(6,133.18)
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit / (loss) for the year</b>	1,017.76	(4,538.55)

The Company had contingent liabilities of Rs Nil (31 March 2022 : Rs 3,293.80 lakhs) proportion of Groups ownership Of Rs Nil lakhs (31 March 2022 : Rs 2,437.41 lakhs) relating to its interest in MEP Sanjose Arawali Kante Road Private Limited.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47F

### 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	238.64	286.81
Cash and Cash Equivalents	3.93	3.63
Non-Current Assets	1,281.01	1,373.61
Current Liabilities Other than Current Financial Liabilities	(58.22)	(58.06)
Current Financial Liabilities	(187.55)	(156.70)
Non Current Liabilities	(0.95)	(0.96)
Equity	1,276.86	1,448.33
<b>Proportion of Group's ownership</b>	74%	74%
<b>Carrying Amount of the investment</b>	944.87	1,071.76
Less:		
Adjustment on Consolidation	0.23	0.25
<b>Carrying amount of Investment in Joint Venture</b>	945.10	1,072.01

### Summarised statement of profit and loss of the MEP Sanjose Kante Wakad Road Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	-	2,691.11
Interest Income	16.41	949.97
Finance cost	(67.71)	(2,019.80)
Depreciation & Amortisation	-	(0.06)
<b>Profit / (Loss) before exceptional items and tax</b>	(171.50)	(1,581.97)
Exceptional items	-	(6,213.16)
Tax expense	-	(238.54)
<b>Profit / (Loss) for the year</b>	(171.50)	(8,033.67)
Other Comprehensive Income / (Loss)	-	0.13
<b>Total other comprehensive income / (loss) for the year</b>	(171.50)	(8,033.54)
<b>Proportion of Group's ownership</b>	74%	74%
<b>Group's share of profit for the year</b>	(126.91)	(5,944.82)

The Company had contingent liabilities of Rs 4,590.80 lakhs (31 March 2022 : Rs 4,590.80 lakhs) proportion of Groups ownership Of Rs 3,397.19 lakhs (31 March 2022 : Rs 3,397.19 lakhs) relating to its interest in MEP Sanjose Kante Wakad Road Private Limited.



# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47G

### 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	26,013.48	26,828.20
Cash and Cash Equivalents	6.48	6.52
Non-Current Assets	1,603.52	1,925.52
Current Liabilities Other than Current Financial Liabilities	(1,471.55)	(1,621.28)
Current Financial Liabilities	(8,286.60)	(5,741.64)
Non Current Liabilities	(18,097.29)	(18,838.19)
Equity	(231.97)	2,559.13
<b>Proportion of Group's ownership</b>	60%	60%
<b>Carrying Amount of the investment</b>	(139.18)	1,535.48
Less:		
Adjustment on Consolidation	139.18	0.02
<b>Carrying amount of Investment in Joint Venture</b>	-	1,535.51

### Summarised statement of profit and loss of the MEP Sanjose Mahuva Kagavadar Road Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	-	-
Interest Income	-	-
Finance Cost	(2,015.43)	(2,375.18)
Depreciation & Amortisation	-	-
<b>Profit / (Loss) before exceptional items and tax</b>	(2,636.44)	(2,388.77)
Exceptional items	-	-
Tax expense	(154.67)	1.21
<b>Profit / (Loss) for the year</b>	(2,791.10)	(2,387.56)
Other Comprehensive Income / (Loss)	-	3.58
<b>Total other comprehensive income / (loss) for the year</b>	(2,791.10)	(2,383.98)
<b>Proportion of Group's ownership</b>	60%	60%
<b>Group's share of profit for the year</b>	(1,674.66)	(1,430.38)

The Company had contingent liabilities of Rs Nil (31 March 2022 : Rs Nil) proportion of Groups ownership Rs Nil (31 March 2022: Nil) and capital commitments of Rs Nil (31 March 2022 : Rs Nil) relating to its interest in MEP Sanjose Mahuva Kagavadar Road Private Limited.

# MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

## Note 47H

### 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	March 31, 2023	March 31, 2022
Current Assets Other Than Cash and Cash Equivalents	29,930.15	30,811.30
Cash and Cash Equivalents	13.45	13.99
Non-Current Assets	978.84	1,079.42
Current Liabilities Other than Current Financial Liabilities	(648.45)	(717.34)
Current Financial Liabilities	(5,667.44)	(3,367.78)
Non Current Liabilities	(21,808.92)	(21,808.92)
Equity	2,797.63	6,010.67
<b>Proportion of Group's ownership</b>	60%	60%
<b>Carrying Amount of the investment</b>	1,678.58	3,606.40
Less:		
Adjustment on Consolidation	(0.40)	(0.39)
<b>Carrying amount of Investment in Joint Venture</b>	1,678.17	3,606.00

### Summarised statement of profit and loss of the MEP Sanjose Talaja Mahuva Road Private Limited:

Particulars	March 31, 2023	March 31, 2022
Revenue	-	-
Interest Income	0.76	-
Finance Cost	(2,402.82)	(2,387.30)
Depreciation & Amortisation	(0.34)	(44.75)
<b>Profit / (Loss) before exceptional items and tax</b>	(3,213.05)	(2,975.27)
Exceptional items	-	-
Tax expense	(68.54)	-
<b>Profit / (Loss) for the year</b>	(3,213.05)	(2,975.27)
Other Comprehensive Income / (Loss)	-	-
<b>Total other comprehensive income / (loss) for the year</b>	(3,213.05)	(2,975.27)
<b>Proportion of Group's ownership</b>	60%	60%
<b>Group's share of profit for the year</b>	(1,927.83)	(1,785.16)

The Company had contingent liabilities of Rs Nil (31 March 2022 : Rs Nil) proportion of Groups ownership Rs Nil (31 March 2022: Nil) and capital commitments of Rs Nil (31 March 2022 : Rs Nil) relating to its interest in MEP Sanjose Talaja Mahuva Road Private Limited.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 48

#### Going Concern

Considering the Long term business outlook and future growth plans of the MEP Group, the Management is of the opinion that due to Harmonious Substitution of the concessionaire in a subsidiary Company (i.e.) MEP Infra Consultants Private Limited (formerly known as MEP Longjian VTR Private Limited) and the losses in subsidiaries/jointly controlled entities companies namely MEP Nagzari Toll Road Private Limited, MEP IRDP Solapur Toll Road Private Limited, MEP Chennai Bypass Toll Road Private Limited, MEP Hyderabad Bangalore Toll Road Private Limited, MEP Roads & Bridges Private Limited, KVM Technology Solutions 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 49

The Company had recognized the claim amounting to Rs. 7,491.94 lakhs with South Delhi Municipal Corporation (SDMC) on actual basis pertaining to the half year ended 30th September 2019 with respect to revenue loss on account of passing of commercial vehicles through free lanes at 13 major border entry points of Delhi. The SDMC constituted a committee to quantify the claims and give its recommendations. The high level committee and the Commissioner SDMC, didn't recommend the claims. The Company approached Hon'ble High Court of New Delhi for relief. The Hon'ble Court vide its order dated 06 November 2020 has directed the Company to collect and deposit 92.50% of the Collection keeping 7.50% for O&M. The Company's writ petition was disposed of by Single bench of Hon'ble high court of Delhi on 09 April 2021, with a direction that civil court should be approached for adjudication of disputes. The project was handed over to SDMC on 10 April 2021. Aggrieved by the order of the Single bench, in the matters as mentioned above, the Company has filed an appeal in the division bench of Hon'ble high court of Delhi. However the division bench was not inclined to interfere with the order of single judge and guided for civil remedies vide a civil suits. The Company is exploring various options such as filing a civil suit/writ petition in Hon'ble Supreme court. SDMC has made claim of Rs. 3,36,597.01 lakhs against which the Company has claimed Rs. 4,83,805.68 lakhs, the same is yet to be adjudicated. The SDMC has sent recovery notices of disputed dues which are yet to be adjudicated. The disputed demands are challenged by the Company in Hon'ble Supreme court of India, via special leave petition. The matter is sub judice the company is confident of recovering the claims recognised by it

### Note 50

The Company is carrying gross investment in equity shares of two of the jointly controlled entities amounting Rs. 7,419.20 lakhs. These Companies have handed over their highway construction projects on account of disputes with National Highways Authority of India (NHAI) on 17th February 2021. The dispute with NHAI was challenged by the jointly controlled entities vide writ petition before the division bench of Hon'ble Court of New Delhi. The Hon'ble High Court, vide its Order dated 25th May 2021, has directed NHAI to resolve the issues between both the parties under Conciliation. The Concessionaire has submitted their Statement of Claims to the Conciliation Committee of Independent Experts (CCIE) on 11.10.2021. Eight meetings of the CCIE have already been held along with NHAI and date for the next meeting is scheduled on 20 June 2023.

### Note 51

#### Other Statutory Information

##### (i) Registration of charges or satisfaction with Registrar of Companies (ROC)

No charges or satisfaction yet to be registered with ROC beyond the statutory period by the company.

##### (ii) Compliance with number of layers of companies

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

##### (iii) Utilisation of Borrowed funds:

During the year, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (Ultimate Beneficiaries)
- Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

##### (iv) Details of Benami

There are no proceedings which have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

##### (v) Undisclosed income

The Company will not have any transaction which not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

(vi) The Company has not been declared willful defaulter by any of the banks or financial institutions or any other lender.

(vii) The Company has not dealt with the struck off companies.

(viii) The funds borrowed for short term purposes have not been utilized for any other purpose / long term purposes.

(ix) The Company does not trade or invest in any crypto currency.

(x) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company.

(xi) There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as March 31, 2023.

(xii) During the year ended March 31, 2023 the company has not revalued any property, plant and equipment and intangible assets.

## MEP Infrastructure Developers Limited

(Currency: Indian Rupees in Lakhs)

Notes forming part of the Consolidated Financial Statements for the year ended 31 March, 2023

### Note 52

#### Loans or advances 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 :

Types of borrower	As at 31 March 2023		As at 31 March 2022	
	Amount outstanding	% of Total	Amount outstanding	% of Total
Promoters	1.70	0.02%	37,933.39	90.58%
Directors	-	-	-	-
Key Managerial Personnel	-	-	-	-
Related Parties	7,120.81	99.15%	3,862.53	9.22%
<b>Total aggregate loans (Refer to Note 6 and 14)</b>	<b>7,181.82</b>		<b>41,879.58</b>	

### Note 53

#### Asset Held for Sale

Due to the proposed dilution of investment upto 51% in it's wholly owned subsidiary [viz. MEP Infrastructure Private Limited (MIPL)], the Group has classified the investment of MIPL as Asset held for sale and corresponding disclosures are made accordingly.

Particulars	March 31, 2023	March 31, 2022
Subsidiary assets held for sale:		
Assets	1,99,533.58	-
Less: Liabilities	(1,85,812.77)	-
<b>Total</b>	<b>13,720.81</b>	<b>-</b>

### Note 54

The Toll collection activity of one of the subsidiary of the Company was suspended by authority on 27 February 2019. Subsequently on 27 May 2019 the authority unilaterally issued termination notice. Aggrieved by the decision of the authority, the subsidiary Company filed a petition before the Arbitral Tribunal. The Subsidiary Company received arbitral award on 14 October 2022. The said award contained certain computational/clerical/typographical errors, against which the Subsidiary Company filed an application under section 33 of the Arbitration and Conciliation Act, 1996 for correction of the same and is awaiting the outcome. NHAI has filed an application under section 34 of Arbitration and Conciliation Act, 1996 with Hon'ble High court of Delhi and same is yet to be heard.

As per our report of even date attached

#### For GMJ & Co

Chartered Accountants  
Firm's Registration No: 103429W

#### For and on behalf of the Board of Directors of

**MEP Infrastructure Developers Limited**  
CIN : L45200MH2002PLC136779

#### CA Madhu Jain

Partner  
Membership No: 155537

#### Jayant D. Mhaiskar

Managing Director  
(DIN: 00716351)

#### Anuya J. Mhaiskar

Director  
(DIN: 00707650)

#### Rajendra Pawar

Chief Financial Officer

Place: Mumbai

Date: 30th May 2023

#### Vikram Mukadam

Company Secretary

Place: Mumbai

Date: 30th May 2023