



CREATING HIGHWAYS TO SUCCESS

MBL INFRASTRUCTURES LTD | ANNUAL REPORT 2017-18

Contents

Corporate Information	1
Directors' Report	2
Management Discussion Analysis	8
Corporate Governance Report	21
Standalone Auditors' Report	38
Standalone Financial Statement	44
Consolidated Auditors' Report	84
Consolidated Financial Statement	88

Corporate Information

BOARD OF DIRECTORS

Anjanee Kumar Lakhotia
DIN No. 00357695
Chairman & Managing Director

Ashwini Kumar Singh
DIN No. 00365901
Independent Director

Bhagwan Singh Duggal
DIN No. 06634772
Independent Director

Sunita Palita
DIN No.03612793
Independent Director

CHIEF FINANCIAL OFFICER

Darshan Singh Negi

COMPANY SECRETARY & COMPLIANCE OFFICER

Anubhav Maheshwari

STATUTORY AUDITORS

M/s. SARC & Associates, Chartered Accountants

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.
44, Community Centre, 2nd floor
Naraina Industrial Area, Phase- I
Near PVR Naraina, New Delhi- 110028

REGISTERED & CORPORATE OFFICE

Bani Corporate One Tower
Suite No. 308, 3rd Floor, Plot No. 5,
Commercial Centre, Jasola, New Delhi-110025
Phone: 011-4959 3300, Fax :011-4959 3320
E-mail: delhi@mblinfra.com/ cs@mblinfra.com

BANKERS

State Bank of India
Punjab National Bank
Corporation Bank
Bank of Maharashtra
Vijaya Bank
Indian Overseas Bank
Punjab National Bank (International) Limited
United Bank of India (UK) Ltd.

Directors' Report

Dear Members,

The Board of Directors is pleased to present the Twenty Third Annual Report of the Company together with the Audited Financial Statements for the financial year ended 31st March 2018.

Financial Highlights

(Rs. in Lakhs)

	Standalone		Consolidated	
	Year ended		Year ended	
	2017-18	2016-17	2017-18	2016-17
Gross Revenue	54535.03	230767.22	57669.57	232046.91
Earnings Before Interest, Taxes and Depreciation	9081.33	3711.45	12075.8	4882.21
Less : Interest & Finance Charges	24596.62	14509.64	24985.77	14711.22
Less : Depreciation	1460.74	1777.22	2265.71	2721.76
Profit Before Tax and Exceptional Item	(16976.03)	(12575.39)	(15175.68)	(12550.77)
Exceptional item (Net) (Transferred to capital Reserve)	40212.56	-	16384.15	-
Profit before Tax*	23236.53	(12575.39)	1208.47	(12550.77)
Less: Provision for Tax (Current & Deferred)	(666)	(6061.24)	(700.9)	(6131.49)
Profit After Tax*	23902.53	(6514.15)	1909.37	(6419.28)
Balance Brought Forward From Last Year	6013.20	(13275.76)	7641.01	(14363.84)
Transfer to Capital Reserve	40212.56	-	40212.56	-
Balance carried to Balance Sheet	(10296.82)	6013.20	(30573.73)	7641.01

* Including exceptional items (Refer Note No. 39 to the Financial Statements)

Affairs of the Company

The Resolution plan dated 22nd November 2017 submitted by Mr. Anjanee Kumar Lakhota, Promoter Director, after being voted in favour by Committee of Creditors (CoC) was approved by Hon'ble National Company Law Tribunal ("NCLT"), Kolkata Bench by its order dated 18th April 2018. With approval of the Resolution Plan, the powers of the Board which were suspended from 30th March 2017 to 18th April 2018 were reinstated w.e.f. 19th April 2018.

The performance of the Company during the Corporate Insolvency Resolution process ("CIRP") period was adversely affected. The turnover of the Company on standalone basis decreased from Rs 227123.53 lakhs to Rs 48674.13 lakhs and on consolidation basis, decreased from Rs 228132.34 lakhs to Rs 51069.70 lakhs. The Company had loss of Rs 169.77 crores on standalone basis and Rs 151.76 crores on consolidation basis. However, after considering the Exceptional Item (transferred to Capital Reserve), the profit on standalone basis was Rs 23902.53 lakhs and Rs 1909.37 lakhs on consolidation basis.

Adequate means have been provided in the Resolution Plan for supervising the implementation and safeguards in the Resolution Plan. Post approval of the Resolution Plan, the Board has taken various steps

for the implementation of the Plan. Consortium of assenting working capital lenders have been formed. Four of the dissenting financial creditors have filed appeals with Hon'ble National Company Law Appellate Tribunal (Hon'ble NCLAT) against the order of Hon'ble NCLT, Kolkata Bench. The Provision has been made for payment of liquidation value to the dissenting financial creditors and such payment will be made to them before any recoveries are made by the financial creditors who voted in favour of the Resolution Plan. Over and above the working capital facilities of Rs. 388.79 crores from the existing consortium of Banks, the Company can also raise upto Rs 100 crores by way of fund based facilities and Rs 250 crores by way of non-fund based facilities for new contracts against specific charge on receivables/stock of such contracts.

In accordance with Resolution Plan, the Promoters and entities forming part of Promoter Group have already contributed Rs 63.30 crores against the envisaged total contribution of Rs 128.19 crores by way of issue of warrants/preferential issue of equity shares and/or warrants at Par/face value. The Company has made necessary application to both BSE & NSE for grant of "In-principle approval" for issuance and allotment of the equity shares aggregating to 12,81,90,000 equity shares at face value of Rs 10 each in one or more tranches.

The Company has enormous amount of long term receivables. Necessary legal and arbitration proceedings has been initiated in respect of most of the long term receivables and the Company expects to receive favorable awards in future.

The Company has inducted many professionals in various departments to strengthen the management of the Company and Board is in process of inducting more professionals. For the business advantage and to reduce the administrative & establishment cost, necessary steps have been taken for shifting of the Registered Office of the Company from the State of West Bengal to New Delhi and the Board expects that the approval from the concerned authorities will be received in due course.

With immense opportunities available in the core competency area of the Company, the Board is optimistic that going forward, the performance of the Company will improve and it will sustain its formidable position in infrastructure sector of the country.

Dividend

In view of the profits, being capital in nature resulting from approved Resolution Plan, your Directors do not recommend any dividend for the year.

Transfer to Reserves

The exceptional item of Rs. 402.13 crores due to impact of the approved Resolution Plan which being capital in nature has been transferred to Capital Reserve.

Changes in the Nature of Business, if any

There has been no change in the nature of business of the Company during the financial year 2017-18.

Changes in Share Capital

The paid-up Equity Share Capital of the Company as at 31st March, 2018 stood at Rs. 414.54 lakhs. During the year under review, there has been no changes in the share capital of the Company.

However, pursuant to the Resolution Plan, as on date the authorized capital of the Company stands increased from Rs 50 crores to Rs 105 crores divided into 10,50,00,000 equity shares of Rs 10 each. The increase in authorized capital is in commensurate to the paid up capital to be increased to the extent of Rs 63.30 crores of the contribution received from the Promoters and entities forming part of Promoter Group, after "In principle approval" of both the stock exchanges i.e. BSE & NSE.

Management Discussion and Analysis Report

Management Discussion and Analysis Report is enclosed as Annexure -A and forms integral part of this Annual Report.

Material Changes and Commitments, if any, Affecting The Financial Position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the Report

The Resolution Plan submitted by Mr. Anjanee Kumar Lakhota, Promoter Director was approved by Hon'ble NCLT, Kolkata Bench by order dated 18th April 2018. The powers of the Board of Directors have been reinstated and the management of the affairs of the Company is with the Board of Directors w.e.f 19th April 2018.

The effect of the Resolution Plan on the financial statements post the closure of the financial year ended 31st March 2018 was material and to give complete/ true and fair view of the affairs of the Company, the impact of the Resolution Plan on the financial statements and notes thereto for both Standalone and Consolidation have been considered at the time of adoption of the financial statements for the year ended 31st March 2018. The impact of the Resolution plan on the financial statement has been provided in note 39 to the enclosed financial statements and its impact of Rs. 402.13 crores being capital in nature and exceptional item has been transferred to Capital Reserve.

Extract of Annual Return

The details forming part of the extracts of the Annual Return in form MGT-9 as provided under section 92 of the Act is enclosed as Annexure-B and forms integral part of this report.

Corporate Governance

The Company has complied with the requirement of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") relating to Corporate Governance Report ("CGR"). A separate section titled "Report on Corporate Governance" along with the Practicing Company Secretary Certificate on Corporate Governance pursuant to requirement of Regulation 34 read with Para C of Schedule V of the Listing Regulations confirming compliance with the conditions of the Corporate Governance is annexed as Annexure- C and forms integral part of this Report.

Board Meetings

During the year 4 (Four) Board Meetings were convened and held, details of which are provided in enclosed Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Act and LODR.

Independent Directors

Mr. Ashwini Kumar Singh, Mr. Bhagwan Singh Duggal and Ms. Sunita Palita were appointed as Independent Directors of the Company to hold office for five consecutive years for a term upto 31st March, 2019. The

Board on the recommendation of the Nomination and Remuneration Committee, recommend approval of the members, the re-appointment of Mr. Ashwini Kumar Singh, Mr. Bhagwan Singh Duggal and Ms. Sunita Palita as Independent director for a period of 5 years. Requisite notice under Section 160 of the Act have been received for Mr. Ashwini Kumar Singh, Mr. Bhagwan Singh Duggal and Ms. Sunita Palita, who have filed their consent to act as Directors of the Company, if appointed.

Independent Directors Declaration

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16 of the Listing Regulations.

Performance Evaluation

The Company has in place formal process for evaluation of performance of the Board, its Committee and individual directors. The evaluation process was done through a 'structured questionnaires' in terms of the Company policy which, inter- alia, consider composition and attendance of Directors at Board and Committees, acquaintance with business, effective participation, regulatory compliance, corporate governance, etc.

The Independent Directors in their meeting held without the presence of the Managing Director have evaluated the performance of Executive Director and Board as a whole. The Board of Directors expressed their satisfaction on the evaluation process and the performance of all the Directors, the Committees and the Board as a whole. The evaluation of Independent Director was done by the entire Board excluding the director being evaluated. On the basis of the performance evaluation report, the Board has determined to continue the term of the Independent Directors.

Key Managerial Personnel

Pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company are Mr. Anjanee Kumar Lakhotia, Chairman and Managing Director, Mr. Darshan Singh Negi, Chief Financial Officer and Mr. Anubhav Maheshwari, Company Secretary and Compliance Officer.

Mr. Anjanee Kumar Lakhotia, Chairman and Managing Director of the Company, retire by rotation at the ensuing Annual General Meeting ("AGM") and being eligible offers himself for re-appointment. The Board recommends his re-appointment for the consideration of Members of the Company at the ensuing Annual General Meeting. The brief resume/profile of Mr. Anjanee Kumar Lakhotia is attached with Notice for the ensuing Annual General Meeting.

Mr. Anubhav Maheshwari was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 01st April, 2017.

Directors' Responsibility Statement

Your Directors here by confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanations, wherever required;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of profit of the Company for that period;
- c) they have proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls were adequate and operating effectively; and
- f) they have proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Corporate Social Responsibility (CSR)

The CSR policy of the Company is in accordance with the requirement of the Companies (CSR policy) rules, 2014 and is available on company website. www.mblinfra.com. The expenditure on activities undertaken are in accordance to schedule VII of the Act.

The focus areas of the CSR engagements amongst others are promoting healthcare including preventive healthcare and sanitation, ensuring Environmental sustainability and measures for reducing inequalities faced by the socially and economically backward groups.

The report on the CSR activities as required under Companies (CSR) Rules, 2014 is enclosed as **Annexure-D** and forms integral part of this Report.

Performance of Subsidiary Companies

The contribution of the Subsidiary Companies to the overall performance of the Company is given as note 47 of the consolidated Financial Statement. Pursuant to Section 129(3) of the Act and Ind AS -110 issued by the ICAI consolidated financial statements includes financial statement of subsidiary companies. The statement containing

salient features of the financial statement of the subsidiary companies is enclosed as **Annexure – E** and forms integral part of the Report.

The Audited accounts of each subsidiary is placed on the website of the Company www.mblinfra.com and copy of separate financial statement in respect of each subsidiary shall be provided to any shareholder of the Company. These documents are also available for inspection at the registered office of the Company for the period of 21 days before the date of AGM.

During the year, the Board of Directors reviewed the affairs of the subsidiaries. Summary of the BOT projects undertaken by the company through its subsidiaries is as under:

Project	SPV/Subsidiary companies	Type	Current Status
Strengthening, Widening, Maintaining and Operating of 18.303 kms Waraseoni-Lalbarra Road in the state of Madhya Pradesh	MBL (MP) Toll Road Company Limited	Toll + Annuity	Operational
Developing and Operation of Bikaner – Suratgarh Section of NH – 15 in the State of Rajasthan	Suratgarh Bikaner Toll Road Company Private Limited	Toll	Work is in Progress

Auditors

STATUTORY AUDITORS

M/s SARC & Associates, Chartered Accountants, (Firm Registration No. 006085N) were appointed as Statutory Auditors of the Company in the Annual General Meeting held on 11th November, 2017, for period of 5 (Five) consecutive years. The Auditor have confirmed that they are not disqualified from continuing as Statutory Auditor of the Company.

The Auditors report does not contain any qualifications, reservation and adverse remark or disclaimer. The note on financial statement referred to Auditors Report are self-explanatory and do not call for further comments. There has been no fraud report to account or Board of Directors during the period.

SECRETARIAL AUDITORS

The Secretarial Audit was conducted by M/s Mehak Gupta & Associates, Practicing Company Secretaries for the FY 2017-18. The Secretarial Audit Report is enclosed as **Annexure – F** and forms integral part of the Directors Report.

The Secretarial Audit report does not contain any qualification or reservation or adverse remark or disclaimer.

The Board of Directors of the Company has appointed M/s Mehak Gupta & Associates, Practicing Company Secretaries to conduct Secretarial Audit of the Company for the Financial Year 2018-19.

The Company has obtained written consent from them that their appointment is in accordance with applicable provisions of the Act and rules made therein.

COST AUDITORS

The Board of Directors on the recommendation of Audit Committee has appointed M/s Dipak Lal & Associates, Cost Accountant as Cost Auditors of the Company for the Financial Year ended 2018-19 at a remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses, subject to ratification by members in the ensuing AGM.

The Cost Audit report for FY 2017-18 does not contain any qualification or reservation or adverse remark or disclaimer.

Particulars of Loans, Guarantees or Investments

Details of loans, guarantees or investments made under Section 186 of the Act are given in the note to the financial statements.

Particulars of Contract or Arrangements with Related Parties

The Company related party transactions ("RPT") are with its Subsidiary Companies, Special Purpose Vehicle, Associate Companies, Joint Ventures/Enterprise-Participation, which are entered for synergy of operation, long-term sector environment strategy, legal requirements, liquidity and capital requirement of Subsidiary Companies, Associate Companies, Joint Venture/ Enterprise Participation. The Board has sought shareholders approval in the ensuing AGM for the Related Party Transactions proposed to be executed with Subsidiary Companies, Special Purpose Vehicle, Associate Companies, Joint Venture/ Enterprise Participation.

All contracts/arrangements/transactions entered by the Company with related parties for the year under review were on arm's length basis and in the ordinary course of business. Hence, disclosure in form AOC-2 under the Act read with the rules made therein is not required. The Company has not entered into any contract/ arrangement/ transaction which would be considered as material in accordance with the policy of the Company on the materiality of the related party transaction. The details of RPT transactions forms part of the notes to audited financial statement.

None of the transaction with any related parties were in conflict with the Company interest.

The policy on Related Party Transactions as approved by the Board of Directors of the Company may be accessed on the weblink <https://www.mblinfra.com/corporategovernance.php>.

Significant and Material Orders

The Resolution Plan submitted by Mr. Anjanee Kumar Lakhota, Promoter Director, has been approved by Hon'ble NCLT by its order dated 18th April 2018. With the approval of the Resolution Plan, the moratorium period under IBC, 2016 ceases and the powers of the Board of Directors have been reinstated. The copy of the order dated 18th April 2018 is available on the website of the Company.

Details of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo

- i) Conservation of energy is an ongoing process in the Company's activities. As the core activities of the Company are not energy intensive activity, no information is to be furnished regarding conservation of energy.
- ii) The Company had not undertaken any research and development activity for any manufacturing activity nor was any specific technology obtained from any external sources, which needs to be absorbed or adapted.
- iii) The particulars of expenditure and earnings in foreign currency are furnished in the notes forming part of the financial statements.

Risk Management

The Company has in place the Risk Management Policy. The details of the identification of the various risk associated with the business of the Company which in the opinion of the Board may threaten existence of the Company is detailed in the enclosed Management Discussion & Analysis Report ("MDA").

Audit Committee

The Composition, terms of reference and number of meetings of the Audit committee during the period under review is covered in the enclosed CGR.

Particulars of the Employees

The information required pursuant to Section 197 of the Act, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company is given in a separate annexure to this Report. The Reports and Accounts are being sent to Members and other entitled thereto, excluding the information on employee's particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on any working day. If any member is interested in obtaining a copy thereof, such member may write to Company Secretary in this regard.

During the period under review, no employee of the Company drew remuneration in excess of the limits specified under the provisions of the Act read with rules made therein and hence no disclosure is required to be made in the Annual Report.

Remuneration Policy

The Company has in place Remuneration Policy for Directors, Key Managerial Personnel and Senior Management Personnel to align with the requirement of the Act and LODR. The particulars of the remuneration policy are stated in the enclosed CGR.

Statement in Respect of Adequacy of Internal Financial Controls with Reference to the Financial Statements

The purpose of the internal control is to prevent risk arising in course of operations by adopting appropriate controls and process, especially with regard to conformity with the laws, compliance with the strategy, the quality of accounting and reporting, and the quality of process and protection of assets amongst others.

Your Company has an effective internal control system commensurate to its size, scale and complexities of its operations. Internal Auditors of the Company have conducted the Internal Audit in line with the scope formulated, functioning, periodicity and methodology agreed with the Audit Committee. The Internal Auditors monitors and evaluate the efficacy and adequacy of the internal control system in the Company, its compliance with operating systems and accounting procedures and policies adopted by it. Based on the reports of the internal audit, process owners undertake corrective action in their respective areas and thereby strengthening the controls. To maintain its objectivity and independence, the Internal Auditors reports to the Chairman of the Audit Committee. The Company has appointed consultants/professionals to conduct Cost Audit and Secretarial Audit and observations made, if any, are reviewed by the Management periodically and corrective actions, if required, are taken.

Whistle Blower Policy/ Vigil Mechanism

The Company has in place Vigil Mechanism/ Whistle Blower Policy for director and employees to report genuine concerns. The policy is available on the website of the Company www.mblinfra.com and the brief particulars of the establishment of Vigil Mechanism is provided in the enclosed CGR.

Deposits

During the period under review, no deposits were accepted by the Company.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013

Your Company has in place a policy on Prevention of Sexual Harassment at workplace. This policy is in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees, whether permanent, contractual, temporary and trainees are covered under this Policy. As per the said Policy, an Internal Complaints Committee is also in place to redress complaints received regarding sexual harassment. No case or complaint was filed pertaining to Sexual Harassments policy.

Acknowledgements

We convey our grateful appreciation for the valuable patronage and co-operation received and goodwill enjoyed by the Company from all the Stakeholders, its esteemed customers, shareholders, business

associates, banks, financial institutions, government Authorities and other stakeholders.

We place on record our appreciation to the contribution made by the employees at all levels.

By Order of the Board
For MBL Infrastructures Ltd.

Anjanee Kumar Lakhotia
Chairman & Managing Director
(DIN-00357695)

Place: New Delhi
Dated: 30th June 2018

Annexure A

MANAGEMENT DISCUSSION AND ANALYSIS

Indian Economic Overview

The outlook of India remains largely positive, underpinned by robust private consumption, public investment as well as ongoing structural reforms. The year under review was marked by structural reforms by the Government. In addition to GST introduction, the year witnessed significant resolution of problems associated with banks non-performing assets, FDI liberalization, bank recapitalization and privatization of coal mines. Despite slowdown in 2017 and lingering effects from the demonetization policy, the outlook remains largely positive. Exchange rate volatility, relatively high level of international reserves and improved macroeconomic management will help to navigate turbulent global financial conditions in future. Fiscal policies have maintained strong emphasis on infrastructure investments.

Tight global liquidity conditions would significantly affect capital flows, leading to spike in financing cost, depreciation in exchange rate and decline in equity prices. This would adversely impact banking and corporate sector balance sheet as well the capacity to roll over the debt. Increase of public investment in infrastructure will increase the overall investment growth amid subdued credit growth low capacity utilization and problems faced in the banking sector.

With the spur of initiatives taken, focus is on uplifting the rural economy and strengthening of agriculture sector, healthcare for the economically under privileged, infrastructure creation and improvement in the quality of education in the country.

ROAD SECTOR

The roads are imperative to the country's economy and form a backbone of the state. The country's vast infrastructure needs are expanding all time providing enormous opportunities. Infrastructure-related activities witnessed strong growth during FY 2017-18. The infrastructure sector in India is now on a structural and sustained uptrend due to various incentives by Government to boost infrastructure. India has largest roads network in the world and consist of National Highways, State Highways, major District Roads and Rural roads which includes district and village Roads. Robust demand, higher investments, attractive opportunities and policy support has resulted in witnessing great momentum in the development of road infrastructure. Road Sector has received government priority and the Sector has received budgetary support. The Budgetary allocation for the infrastructure sector has increased with a network to connect nation by roads, airports, railways, ports and inland waterways. In order to ensure high and sustainable growth, there has been a substantial step up of investment in infrastructure sector. Construction of highways hit 27 kilometers per day during the F Y 2017-18, clocking a growth of 20% over the 22.50 kilometers per day during F Y 2016-17.

Considering India's growth and government focus on infrastructure development, infrastructure sector is marked for massive capacity expansion in near future. Infrastructure Sector is the focus of the government. Special impetus has been given to Roads & Highways. Some of the key investments and decisions in the road sector are as follows:

- (1) As per Union Budget 18-19, government has provided an outlay of Rs. 1.21 lakh crores for the road sector.
- (2) Government plans to increase the length of national highway to 2 lakh kms.
- (3) Nearly 83,677 km of roads to be developed and INR 6.92 lakh Cr to be spent in the next 5 years. Central & State Governments to spend INR 88,185 Cr on rural roads via PMGSY scheme in next 3 years
- (4) Under the Union Budget 18-19, the Government of India has allocated an investment of Rs. 19,000 crores for Pradhan Mantri Gram Sadak Yojna.
- (5) The Special Accelerated Road Development Programme for the North Eastern region (SARDP-NE) is aimed at developing road connectivity between remote areas in North East with State Capital and districts.
- (6) Opportunities also available in Metro Rail construction to be undergone in major cities in the country
- (7) Railways Plans elevated corridors for suburban rail in Mumbai, Delhi and Bengaluru. Preliminary estimate for Mumbai alone is INR 25,000 Cr to be spent over 3-5 years
- (8) Poor existing infrastructure in the country resulting in huge opportunities

The Bharatmala Pariyojana is the second-largest highway development project since the National Highway Development Project and has been set up at an investment of Rs. 5.35 lac crore over a five-year period envisaging the construction of 34,800 kms of roads. This scheme has will help in seamless connectivity of interior and backward areas and border of the country by bridging critical infrastructure gaps.

India's EPC sector has witnessed consistent changes over the past few years, with increasing project sizes, scale and market maturity. Riding on India's infrastructure requirements over the next five years, the EPC sector is likely to make major advances. The sector is also attracting an increased interest from global majors, Indian conglomerates, as well as infrastructure developers. There is an increasing reliance on the private sector for the growth of the EPC sector. Indian players have taken the inorganic route to venture into international markets, global construction giants are also increasingly attracted to India's growth

story. Many EPC contractors are diversifying into the asset development business, while others are forging technical partnerships, especially with foreign players. The change from Build, Operate, Transfer (BOT) model to the Hybrid Annuity Model has helped medium sized contractors and a new set of developers to come through. Private Sector is emerging as a ray player across various infrastructure segments.

The initiatives undertaken have imparted significant boost to the infrastructure sector. With appropriate policies in place and their correct implementation, industry is confident that infrastructure sector will propel the growth of Indian economy further.

Advantage India: Key Strengths and Opportunities

Robust India

The country's road network has significantly improved over the years, thereby, leading to greater connectivity between different cities, towns and villages. Additionally, the growth in automobiles and freight movement commands a better road network in India. An increase in road traffic has led to a rise in the number of 2 and 4 wheelers, propelling this growth, further.

Attractive Opportunities

The Central Government's plan to offer a bonus of 10 per cent of the total project costs to firms that construct and deliver highway projects before deadline, has fast tracked atleast 24 roads and highway projects.

Higher Investments

The growing participation of the private sector through Public-Private Partnership (PPP) has considerably accelerated the infrastructural growth in this country.

Policy support

The road infrastructure has been key government priority with the sector receiving strong budgetary support over the years. Further FDI is allowed under automatic route subject to applicable laws and regulations.

Key catalysts behind increasing demand for roadways:

- ▶ Rising income leading to increasing number of vehicle owners
- ▶ Growing movement of goods within the country due to economic integration
- ▶ Better quality roads enables cheaper and safer road travel, attracting more users
- ▶ Increasing roadways leading to greater accessibility between different cities/towns/villages
- ▶ Growth in small and medium enterprises in India

Industry Structure & Development

A key driver for the Indian economy, the infrastructure sector is highly responsible for propelling India's overall development. The sector also enjoys intense focus from the Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country.

Civil Engineering Projects

Our Company is engaged in the execution of various Civil Engineering Projects. The Company provides integrated Engineering, Procurement and Construction (EPC) services for Civil Construction and Infrastructure sector projects.

Highway Construction EPC

In recent years, the company has executed and commenced a number of prestigious and praiseworthy projects in the states of West Bengal, Madhya Pradesh, Maharashtra, Assam, Uttar Pradesh, Delhi, Rajasthan, Karnataka, Haryana, Odisha, Andhra Pradesh, Bihar and Uttarakhand.

Immense opportunities are available to Company in its core competence area of Civil Engineering projects particularly in the roads and highways

Highway –BOT Projects

The Company was an early entrant into the BOT space from 2002 onwards. MBL has an integrated business model to execute the BOT projects which includes Design and Engineering, In-house construction Equipment Bank, Toll Collection and O&M, Traffic Estimation. NHAI Pre-qualification for Single BOT (Toll & Annuity) project up to Rs. 1105.71 Cr.

Highway –O&M

The Company was awarded the first ever contract for comprehensive maintenance of Inner & Outer Ring Road of NCT, New Delhi in 2005.

The Company's road maintenance attracted public appreciation; this encouraged the government to award more maintenance contracts to the Company.

Building, Housing & Urban Infrastructure

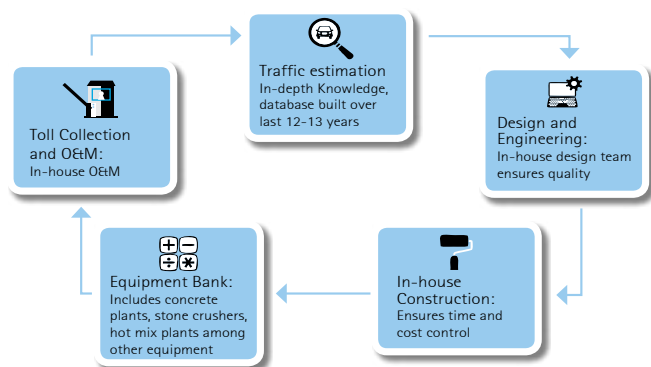
The Company is also engaged in Industrial & Urban Infrastructure Development projects across the country. With its impeccable track record, the Company gets good order flow from authorities such as PWD Haryana, MP Housing & Infrastructure Board, etc. The Company has executed several Housing / Building Projects PAN India as an EPC contractor.

Railways/Metro & Other Infrastructure

In Railways, the company has executed railway over bridge, railway under bridge works primarily and civil works. The Company has

completed two RUBs at Narela & Badli and a ROB at Faridabad and three ROBs at Sonapat.

Integrated Business Model



Other Significant Highlights

1. The Company was among the first batch of contractors to be awarded the contracts of prestigious North South East West Corridor by NHAI and was the first to complete the project
2. The Company was amongst the first batch of contractors to be awarded the contract for maintenance of National Highways by NHAI
3. The Company was awarded the first ever contract for comprehensive maintenance of Inner & Outer Ring Road of NCT, New Delhi.
4. The Company has over two decades of experience in executing infrastructure projects (especially of Highways) as Prime Contractor and has established its ability to deliver quality jobs within budget and schedule.
5. Our clientele comprises of NHAI, MoRTH, MPRDC, SAIL, CPWD, DMRC, PWD (NCT New Delhi, Haryana, Rajasthan, Assam, UP, Uttarakhand, West Bengal), RCD (Bihar), HUDA, M.P. Housing Board, NBCC, RITES, etc.
6. The Company has acumen in sourcing and maintaining supply chain of raw material and achieving benefits of backward integration.
7. The Company has witnessed a Continuous Growth in Bid Capacity and Pre-Qualification Capability.
8. The Company has been prequalified by NHAI for single PPP (BOT & OMT) project up to Rs. 1105.71 crores and for HAM projects upto Rs. 1187.13 crores.
9. Company has a large fleet of sophisticated equipment, including hot mix plants, sensor pavers, tandem rollers, soil compactors, stone crushers, loaders, excavators, tippers, motor graders, concrete batching plants, transit mixers, concrete pumps, dozers,

cranes, etc. The Company enters into contracts primarily through a competitive bidding process. It solely executes most of their projects as the prime contractor. To encash upon its experience it also enters into project specific joint ventures. Also as a normal business practice, depending on the business needs, The Company out sources some of its work to subcontractors.

10. The Company is certified for execution of civil engineering projects under the following categories:-
 - a) ISO 9001:2008 – in recognition of the Organization's Quality Management System
 - b) ISO 14001:2004 – in recognition of the Organization's Environment Management System
 - c) OHSAS 18001:2007 – in recognition of the Organization's Health and Safety Management System

Despite the emerging trends and enormous demand for physical infrastructure, the sector is poised to face significant challenges, as the developers, the financial community and the government grapple with stalled projects, non-performing loans and widening gap between performance and targets. The slowdown in construction activities has adversely affected Engineering, Procurement and Construction (EPC) companies across the country.

RISK MANAGEMENT

Strategic risk

A limited business strategy could affect the Company's ability to capitalize on opportunities in a growing market.

Mitigation

The Company enjoys a rich experience of construction under EPC/ BOT projects. The Company has executives tracking developments within the industry, allowing the Company to capitalize on emerging opportunities. Though Company's thrust area remains roads & highways, to de-risk from an overt exposure to the road sector, the Company extended into segments like railways, urban infrastructure and industrial infrastructure.

Competition risk

More opportunities have attracted numerous mid-sized players in the infrastructure sector. Increased competition could threaten the Company's growth ambitions.

Mitigation

Entry barrier is less for small sized road and highway projects whereas for execution of large projects now, there are only limited players. The Company is considered one of the most reputed entities in the infrastructure sector, with a respectable order book size over the past

years. The Company is trusted as a reliable partner for new projects. The Company's ability to execute large size projects across the length and breadth of the country helped the Company emerged as one of the renowned road developers in India.

Financial risk

Inadequate financials management might result in the Company's inability to secure funding for projects and to control cost might affect profitability.

Mitigation

The Company has years of experience in the infrastructure sector and has robust financial management which ensures the productivity is maintained along with keeping project costs in check.

Execution risk

Inability to secure projects and successfully execute large projects within project timelines could lead to stalled projects and stuck funds.

Mitigation

The Company always bids for projects within its core competence, which allows it to leverage its technical expertise to achieve timely project execution. It also has a strong order book, ensuring adequate revenue visibility. It also has standalone bitumen, concrete, quarrying and mining divisions which provide raw material security

Economic risk

Any adverse change in governmental policy could affect the entire industry.

Mitigation

India displayed impressive growth during the year under review to become the fastest growing economy in the world. The Central Government's emphasis on road infrastructure, energy, railways and affordable housing is expected to create numerous opportunities for the Company. The Company has displayed an inherent ability to explore and exploit opportunities presented by the entire infrastructure spectrum.

Industry risk

A downturn in the road sector can potentially impact sustainability.

Mitigation

The road sector enjoys priority in India. The Central Government announced a slew of initiatives to kick-start growth, supported by various policy changes. The Company's presence in all segments of infrastructure development, significantly mitigating this risk.

Business model risk

In new business models like BOT, revenues accrue to the contractor at a later date in the form of user-fees or toll. It is risky if the toll collected is insufficient to compensate the contractor with reasonable profits.

Mitigation

The Company takes due caution before taking up any such project; estimates of toll revenues are made with utmost diligence, considering all practical constraints and realistic view points, so as to arrive at a reasonably accurate figure of future revenues to be earned through collection of user fees. The quality of its project is always maintained at the highest levels, which would attract higher traffic intensity.

Input risk

The availability of the right quality and quantity of resources (raw material and finances) is critical for the timely completion of infrastructure projects. Besides, cost escalation could affect profitability.

Mitigation

The Company controls its projects directly – as opposed to sub-contracting core infrastructure assignments – enabling it to ascertain when material would be required in what quantity and here. It procures key raw materials (steel and cement) directly from leading manufacturers for a more timely access. Moreover, most of the Company's contracts are protected with input escalation clauses, which protect profitability.

Manpower risk

Since people represent the most valuable asset in the business, any attrition could lead to a valuable loss of competitive edge. Recruitment and retention of specialised professionals is an industrywide problem.

Mitigation

The Company maintains a cordial and informal working environment. It delegates authority at all levels through a defined system of the scope of work, responsibility and reporting structure which results in leaders being grown at every tier. It remunerates employees according to the prevailing industry standards and conducts in-depth training – functional and attitudinal, leading to a low attrition rate.

Quality risk

For an infrastructure Company, product quality needs to withstand the test across time. Any failure could effectively invite negative publicity affecting the Company's prospects.

FINANCIAL OVERVIEW

Sales & Other Income

The revenue from operation during the period under review was Rs. 545.35 crores against Rs. 2307.67 crores in previous on standalone basis and Rs. 576.70 crores on consolidated basis against Rs. 2320.47 crores in previous year. The financial cost was Rs. 245.97 crores against Rs. 145.10 crores on standalone basis and Rs. 249.86 crores against Rs. 147.11 crores on consolidated basis. The loss during the period was Rs. 169.76 crores against loss of Rs. 125.76 crores on standalone basis and loss of Rs. 151.76 crores against loss of Rs. 125.51 crores on consolidated basis during the period.

KEY RATIOS

Key financial ratios are given below:

	Year ended	
	2017-18	2016-17
EBIDTA/Turnover (percent)	16.66	1.61
Profit after Tax/Turnover (percent)	43.83*	(2.82)
EBITDA/Net Interest (no. of times)	0.37	0.26
Debt Equity Ratio	0.91	2.03
Long term debt to Equity Ratio	0.78	0.20
Short term debt to Equity Ratio	0.13	1.83
Return on Equity (percent)	26.62	(9.86)
Book value per share (Rs/share)	216.63	158.83
Earnings per share (Rs/share)	57.80	(15.65)

* Includes exceptional items

INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

The Company has an adequate system of internal controls to ensure that transactions are properly authorized, recorded, and reported apart from safeguarding its assets. The internal control system is supplemented by well-documented policies, guidelines and procedures. The Company has also installed an extensive CCTV Surveillance system to cover all the project sites of the Company. All these measures are continuously reviewed by the Management and as and when necessary improvements are implemented.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING – NUMBER OF PEOPLE EMPLOYED

The Company recognizes the importance of human values and ensure that proper encouragement both moral and financial is extended to employees to motivate them. The senior management team consist of experienced professionals with diverse skills. This is across all cadres and geographical locations

HEALTH, SAFETY AND ENVIRONMENT

The Company has framed a Health, Safety and Environment Policy (HSE). The key objective of HSE Policy is to empower employees to attain a healthy and safe work place with emphasis on zero injury and environmental protection. The Company is giving regular training to its employees, conducting regular audits and has taken ISO 9001, ISO 14001 and OHSAS 18001 to ensure proper working of its HSE Policy. The HSE Policy enunciated by the Management lays emphasis on Health, Safety & Environment through a structured approach and well-defined systems and procedures have been established for implementing the requisites at all stages of construction.

The safety and health of employees, partners, service providers and the public are a priority at MBL. The well being of stakeholders and the minimization of impact on the natural environment are also important. HSE are key focus areas and integrated into our business operations at every level. The HSE Policy ensures that site operations meet legal requirements and that operations cause minimal visual impact or nuisance to the public. Efforts to achieve safety awareness and eliminate unsafe practices are made through employee involvement.

CAUTIONARY STATEMENT

The Statements in the Management Discussion and Analysis Report' with regard to projections, estimates and expectations have been made in good faith. The achievement of results is subject to risks, uncertainties and even less than accurate assumptions. Market data and information are gathered from various published and unpublished reports. Their accuracy, reliability and completeness cannot be assured.

By Order of the Board
For MBL Infrastructures Ltd.

Place: New Delhi
Date: 30th June, 2018

Anjaneer Kumar Lakhoria
Chairman & Managing Director

Annexure B

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2018

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

I REGISTRATION & OTHER DETAILS:

i	CIN	L27109WB1995PLC073700
ii	Registration Date	25.08.1995
iii	Name of the Company	MBL INFRASTRUCTURES LTD
iv	Category/Sub-category of the Company	Commercial and Industrial
v	Address of the Registered office & contact details	Baani Corporate One Tower Suite No. 308, 3rd Floor, Plot No. 5, Commercial Centre, Jasola, New Delhi-110025 Phone: 011-4959 3300, Fax :011-4959 3320 E-mail: delhi@mblinfra.com/ cs@mblinfra.com
vi	Whether listed company (yes/no)	YES
vii	Name, Address & contact details of the Registrar & Share Transfer Agent, if any.	Link Intime India Private Limited 44, Community Centre, 2nd floor, Naraina Industrial Area, Phase- I Near PVR Naraina, New Delhi- 110028 Phone: 011-4141 0592, Fax :011-4141 0591 E-mail: delhi@linkintime.co.in

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Construction and Civil Engineering	41001/42101/42102/42909	100.00%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	AAP Infrastructure Limited "Divine Bliss", 2/3, Judges Court Road, 1st Floor, Kolkata-700 027	U45201WB2002PLC095575	Subsidiary	100	2(87)
2	MBL Highway Development Company Limited Baani Corporate One, Suite No 303, 3rd Floor, District Commercial Centre, Jasola, New Delhi- 110 025	U45400DL2011PLC223984	Subsidiary	100	2(87)
3	MBL (MP) Toll Road Company Limited Baani Corporate One, Suite No 303, 3rd Floor, District Commercial Centre, Jasola, New Delhi-110 025	U45204DL2011PLC226845	Subsidiary	100	2(87)

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
4	Suratgarh Bikaner Toll Road Company Private Limited "Divine Bliss", 2/3, Judges Court Road, 1st Floor, Kolkata-700 027	U45400WB2012PTC174476	Subsidiary	58.96*	2(87)
5	MBL Projects Limited Baani Corporate One, Suite No 303, 3rd Floor, District Commercial Centre, Jasola, New Delhi-110 025	U45400DL2012PLC246052	Subsidiary	50.1	2(87)
6	MBL (MP) Road Nirman Company Limited Baani Corporate One, Suite No 303, 3rd Floor, District Commercial Centre, Jasola, New Delhi-110 025	U45203DL2013PLC249216	Subsidiary	25.09**	2(87)
7	MBL (Haldia) Toll Road Company Limited Baani Corporate One, Suite No 303, 3rd Floor, District Commercial Centre, Jasola, New Delhi-110 025	U45400DL2013PLC251139	Subsidiary	100	2(87)
8	MBL (UDAIPUR BYPASS) Road Limited Baani Corporate One, Suite No 303, 3rd Floor, District Commercial Centre, Jasola, New Delhi-110 025	U45203DL2016PLC303603	Subsidiary	0.10***	2(87)

* 34.29 % of Shares are also held by partly owned Subsidiary Company , MBL Projects Ltd.

** 74.91 % of Shares are also held by partly owned Subsidiary Company , MBL Projects Ltd.

*** 99.90 % of Shares are also held by partly owned Subsidiary Company , MBL Projects Ltd.

IV SHAREHOLDING PATTERN

i) Category-wise shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2017)				No. of Shares held at the end of the year (As on 31st March, 2018)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	31,95,528	-	31,95,528	7.71	12,60,716	-	12,60,716	3.03	-4.677
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporates	77,03,193	-	77,03,193	18.58	71,33,193	-	71,33,193	17.21	-1.375
e) Bank/Fl	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A) (1)	1,08,98,721	-	1,08,98,721	26.29	83,93,909	-	83,93,909	20.24	-6.052
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2017)				No. of Shares held at the end of the year (As on 31st March, 2018)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	1,08,98,721	-	1,08,98,721	26.29	83,93,909	-	83,93,909	20.24	-6.05
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	33,01,787	-	33,01,787	7.96	-	-	-	-	-7.96
b) Banks/FI	487	-	487	0.00	67,650	-	67,650	0.16	0.16
C) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify) Foreign Portfolio Investor (Corp.)	36,06,635	-	36,06,635	8.70	125	-	125	0.00	-8.70
SUB TOTAL (B)(1):	69,08,909	-	69,08,909	16.67	67,775	-	67,775	0.16	-16.50
(2) Non Institutions									
a) Bodies corporates									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1,01,53,664	350	1,01,54,014	24.49	1,35,48,325	350	1,35,48,675	32.69	8.199
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	55,45,282	-	55,45,282	13.38	1,20,81,114	-	1,20,81,114	29.14	15.766
c) Others (specify)									
1. Clearing Member	13,10,349	-	13,10,349	3.16	7,82,836	-	7,82,836	1.89	-1.273
2. HUF	5,36,528	-	5,36,528	1.29	8,66,187	-	8,66,187	2.09	0.795
3. NRIs	7,65,127	-	7,65,127	1.85	10,00,602	-	10,00,602	2.41	0.568
4. NRN	1,25,510	-	1,25,510	0.30	2,52,466	-	2,52,466	0.61	0.306
5. Body Corporate and other	52,10,184	-	52,10,184	12.57	44,61,060	-	44,61,060	10.76	-1.807
SUB TOTAL (B)(2):	2,36,46,644	350	2,36,46,994	57.04	3,29,92,590	350	3,29,92,940	79.60	22.555
Total Public Shareholding (B)= (B)(1)+(B)(2)	3,05,55,553	350	3,05,55,903	73.71	3,30,60,365	350	3,30,60,715	79.76	6.052
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4,14,54,274	350	4,14,54,624	100.00	4,14,54,274	350	4,14,54,624	100.00	0.000

ii) Share holding of promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (As on 1st April, 2017)			Shareholding at the end of the year (As on 31st March, 2018)			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1	MBL A Capital Limited	42,94,877	10.36	70.81	37,24,877	8.99	37.91	-1.37
2	Anjaneer Kumar Lakhotia	31,95,528	7.71	81.96	12,60,716	3.03	19.83	-4.68
3	Prabhu International Vyapar Pvt. Ltd.	34,08,316	8.22	29.34	34,08,316	8.22	29.34	-
	Total	1,08,98,721	26.29	182.11	83,93,909	20.24	31.71	-6.05

iii) Change in promoters' shareholding as on March, 31 2018

Sl. No.	Name	No. of shares at the beginning of the year (01.04.2017)	% of total shares of the Company	Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative shares during the year	% of total shares of the Company during the year
1	Anjaneer Kumar Lakhotia	31,95,528	7.71				31,95,528	7.71
				10/04/17	47,812	Invocation	31,47,716	7.59
				10/04/17	24,600	Invocation	31,23,116	7.53
				11/04/17	3,34,111	Invocation	27,89,005	6.73
				12/04/17	3,41,289	Invocation	24,47,716	5.90
				17/04/17	9,07,384	Invocation	15,40,332	3.72
				26/04/17	2,79,616	Invocation	12,60,716	3.03
2	MBL A Capital Limited	42,94,877	10.36				42,94,877	10.36
				03/04/17	5,70,000	Invocation	37,24,877	8.99
3	Prabhu International Vyapaar Private Limited	34,08,316	8.22	NO CHANGE			34,08,316	8.22

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

Sl. No.	Shareholders Name	No. of shares at the beginning of the year (01.04.2017)	% of total shares of the Company	Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative shares during the year	% of total shares of the Company during the year
1	KAMLESH B SHAH	0	0				-	0.00
				16/06/2017	306000	Purchase	3,06,000	0.74
				28/07/2017	126000	Purchase	4,32,000	1.04
				22/09/2017	81000	Sale	3,51,000	0.85
				03/11/2017	423000	Purchase	7,74,000	1.87
2	GIRISH K MEHTA	287279	0.69				2,87,279	0.69
				07/04/17	26000	Purchase	3,13,279	0.76
				28/04/17	14000	Purchase	3,27,279	0.79
				12/05/17	30000	Purchase	3,57,279	0.86
				19/05/17	1665	Purchase	3,58,944	0.87

Sl. No.	Shareholders Name	No. of shares at the beginning of the year (01.04.2017)	% of total shares of the Company	Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative shares during the year	% of total shares of the Company during the year
				26/05/17	37962	Purchase	3,96,906	0.96
				02/06/17	71000	Purchase	4,67,906	1.13
				09/06/17	25000	Purchase	4,92,906	1.19
				16/06/17	70000	Purchase	5,62,906	1.36
				04/08/17	16000	Purchase	5,78,906	1.40
				11/08/2017	53531	Purchase	6,32,437	1.53
3	VLS SECURITIES LIMITED	405000	0.98				405000	0.98
				30/06/17	405000	Sale	0	0.00
				23/03/2018	350000	Purchase	3,50,000	0.84
4	PELICAN WEALTH ADVISORY SERVICES PRIVATE LIMITED	0	0.000				0	0.00
				31/03/18	340000	Purchase	3,40,000	0.82
5	AM MOBILE TELECOM PVT. LTD	0	0.000				0	0.00
				01/12/2017	1,00,000	Purchase	1,00,000	0.24
				15/12/2017	1,00,000	Purchase	2,00,000	0.48
				22/12/2017	79,915	Purchase	2,79,915	0.68
6	RAJTARU COMME X SERVICES PVT LTD	0	0.000				0	0.00
				14/04/17	1,00,000	Purchase	1,00,000	0.24
				02/06/17	100	Sale	99,900	0.24
				09/06/17	22,489	Sale	77,411	0.19
				16/06/17	19,589	Purchase	97,000	0.23
				23/06/17	7,151	Sale	89,849	0.22
				30/06/17	9,483	Purchase	99,332	0.24
				07/07/17	1,599	Sale	97,733	0.24
				14/07/17	2,267	Purchase	1,00,000	0.24
				11/08/17	676	Sale	99,324	0.24
				18/08/17	676	Purchase	1,00,000	0.24
				08/09/17	2,078	Sale	97,922	0.24
				15/09/17	2,078	Purchase	1,00,000	0.24
				22/09/17	11,631	Sale	88,369	0.21
				29/09/17	11,631	Purchase	1,00,000	0.24
				20/10/17	2,899	Sale	97,101	0.23
				27/10/17	21,621	Sale	75,480	0.18
				03/11/17	18,214	Purchase	93,694	0.23
				10/11/17	943	Sale	92,751	0.22
				17/11/17	5,685	Purchase	98,436	0.24
				24/11/17	1,563	Purchase	99,999	0.24
				01/12/17	31,667	Sale	68,332	0.16
				08/12/17	31,270	Purchase	99,602	0.24
				15/12/17	4,315	Sale	95,287	0.23
				22/12/17	8,425	Sale	86,862	0.21
				29/12/17	86,862	Sale	0	0.00
				31/03/18	252100.00	Purchase	2,52,100	0.61

Sl. No.	Shareholders Name	No. of shares at the beginning of the year (01.04.2017)	% of total shares of the Company	Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative shares during the year	% of total shares of the Company during the year
7	A V REDDY	45800	0.11				45,800	0.11
				07/04/17	15000	Purchase	60,800	0.15
				21/04/17	100000	Purchase	1,60,800	0.39
				17/11/17	1000	Purchase	1,61,800	0.39
				02/02/18	28200	Purchase	1,90,000	0.46
				09/02/18	31455	Purchase	2,21,455	0.53
				23/02/18	4115	Purchase	2,25,570	0.54
				02/03/18	17524	Purchase	2,43,094	0.59
				16/02/18	11525	Purchase	2,54,619	0.61
				31/03/18			2,51,819	0.61
							1,28,155	0.31
8	VIJAYA LAKSHMI ALLURI	128155	0.31				1,28,155	0.31
				12/05/17	17345	Purchase	1,45,500	0.35
				02/06/17	8000	Purchase	1,53,500	0.37
				09/06/17	10000	Purchase	1,63,500	0.39
				16/06/17	2626	Purchase	1,66,126	0.40
				23/06/17	17674	Purchase	1,83,800	0.44
				04/08/17	11500	Purchase	1,95,300	0.47
				11/08/17	3300	Purchase	1,98,600	0.48
				08/09/17	1000	Purchase	1,99,600	0.48
				13/10/17	5000	Purchase	2,04,600	0.49
				27/10/17	4000	Purchase	2,08,600	0.50
				03/11/17	2000	Purchase	2,10,600	0.51
				10/11/17	9400	Purchase	2,20,000	0.53
				08/12/17	1000	Purchase	2,21,000	0.53
				05/01/18	17700	Purchase	2,38,700	0.58
				12/01/18	10000	Purchase	2,48,700	0.60
				19/01/18	2000	Purchase	2,50,700	0.60
				31/03/2018			2,50,700	0.60
9	GEETHA GIRI	83000	0.20				83,000	0.20
				21/04/2017	4000	Purchase	87,000	0.21
				12/05/2017	1500	Purchase	88,500	0.21
				23/06/2017	99900	Purchase	1,88,400	0.45
				21/07/2017	10001	Purchase	1,98,401	0.48
				11/08/2017	2600	Purchase	2,01,001	0.48
				15/09/2017	2500	Purchase	2,03,501	0.49
				13/10/2017	7200	Purchase	2,10,701	0.51
				22/12/2017	3420	Purchase	2,14,121	0.52
				19/01/2018	12000	Purchase	2,26,121	0.55
							1,99,078	0.48
10	RAMA DEVI	199078	0.48				1,99,078	0.48
				04/08/17	1422	Purchase	2,00,500	0.48
				25/08/17	23900	Purchase	2,24,400	0.54
				31/03/18			2,24,400	0.54

v) Shareholding of Directors & Key Managerial Personnel

Sl. No.	Shareholding of each Director and each Key Managerial Personnel	No. of shares at the beginning of the year (01.04.2016)	% of total shares of the Company	Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative shares during the year	% of total shares of the Company during the year
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Details Provided in Part IV(iii)

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

(Rs. In Lakhs)

	Secured Loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	1,27,431.19	2,404.00	-	1,29,835.19
ii) Interest due but not paid	5,963.17	42.99	-	6,006.16
iii) Interest accrued but not due	132.53	-	-	132.53
Total (i+ii+iii)	1,33,526.89	2,446.99	-	1,35,973.88
Change in Indebtedness during the financial year				
Additions	11,118.77	300.12	-	11,418.89
Reduction	32,360.65	143.24	-	32,503.89
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	1,12,287.17	2,294.34	-	1,14,581.51
ii) Interest due but not paid	-	279.43	-	279.43
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,12,287.17	2,573.78		1,14,860.94

V REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time Director and/or Manager:

(Rs. In Lakhs)

Sl. No	Particulars of Remuneration	Anjaneer Kumar Lakhotia Chairman & Managing Director
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961.	Nil
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-
2	Stock option	-
3	Sweat Equity	-
4	Commission	
	-as % of profit	-
	-others (specify)	-
5	Others, please specify	-
	Total (A)	Nil
	Ceiling as per the Act	1.21 Crores

*Mr. Anjaneer Kumar Lakhotia has voluntary foregone his salary during the financial year 2017-18

B. Remuneration to other directors:

(Rs. In Lakhs)

Sl. No	Particulars of Remuneration	Ashwini Kumar Singh	Bhagwan Singh Duggal	Sunita Palita	Total Amount
1	Independent Directors				
	(a) Fee for attending board/ committee meetings				
	(b) Commission				
	(c) Others, please specify				
	Total (1)				
2	Other Non Executive Directors				
	(a) Fee for attending board/ committee meetings		NIL		
	(b) Commission				
	(c) Others, please specify.				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration (A+B)*				
	Overall Ceiling as per the Act.	The Companies Act, 2013 has prescribed that sitting fees shall not exceed Rs. 1 lacs per meeting of the Board or committee thereof, attended.			

*The Independent Directors had voluntary forgone their sitting fees for attending the meetings of the Board and Committee thereof.

C. Remuneration to Key Managerial Personnel other than MD/Manager/ WTD

(Rs. In Lakhs)

Sl. No	Particulars of Remuneration	Darshan Singh Negi	Anubhav Maheshwari
		CFO	Company Secretary
		Upto 31st March, 2018	Upto 31st March, 2018
1	Gross Salary	11.56	26.00
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	-
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total	11.56	26.00

VI PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties / punishments / compounding of offences for the year ending March 31, 2018

By Order of the Board
For MBL Infrastructures Ltd.

Place: New Delhi
Date: 30th June, 2018

Anjaneer Kumar Lakhota
Chairman & Managing Director

Annexure C

CORPORATE GOVERNANCE REPORT

1. Company's Philosophy on Corporate Governance

The philosophy of your Company in relation to Corporate Governance is to achieve and to maintain the highest standard of Corporate Governance through implementation of the following objectives:

- (1) To protect and facilitate the shareholders to exercise their rights.
- (2) To provide adequate and timely information to all the shareholders.
- (3) To ensure equitable treatment to all shareholders.
- (4) To recognize the rights of its shareholders and encourage co-operation between the Company and the stakeholders.
- (5) To ensure timely and accurate disclosure on all matters including financial situation, performance, ownership and governance of the Company.

2. Board of Directors

Composition of the Board

The composition of the Board of Directors, which is in conformity with the Companies Act, 2013 ("Act") and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("LODR"), along their attendance at the meetings during the year and number of other directorships in other companies and memberships of the Committees of the Board of such Companies as on 31st March, 2018 are as follows:-

Name of the Directors	Category	#No. of Directorship(s) held in Indian public Limited Companies (including this Company)		##No. of Committee(s) of which he/she is a Member/ Chairman (including this Company)	
		Chairman	Director	Chairman	Member
Mr. Anjanee Kumar Lakhotia	ED	1	7 [#]	None	6
Mr. Ashwini Kumar Singh	NEI	None	1	1	2
Mr. Bhagwan Singh Duggal	NEI	None	1	None	1
Ms. Sunita Palita	NEI	None	4 ^{##}	1	2

NEI: Non-Executive Independent Director, ED: Executive Director

As mandated by Regulations 25(1) and 26(1) of LODR:

- (a) None of the Directors are member of more than ten (10) Board Level Committees nor are they Chairperson of more than five (5) Committees in which they are members;
- (b) None of the Independent Directors serve as an Independent Director in more than seven listed companies; and
- (c) The Managing Director is not serving as Independent Director in more than three listed Companies.

Chairpersonship/Membership of the Board Committee includes membership of Audit Committee and Stakeholders' Relationship Committee in other public limited companies.

The Board periodically evaluates, as and when required, the need for change in its composition and size.

None of the Directors are related inter-se in terms of Section 2(77) of the Act.

Board Agenda

The meetings of the Board are governed by a structured agenda which is circulated to the Directors well in advance for facilitating meaningful and focused discussion at the meeting. Where it is not practicable to attach any document to the Agenda, it is tabled at the meeting with specific reference to the effect in the agenda. In special and exceptional circumstances additional or supplementary item(s) on the agenda are permitted.

The Board members and Key Managerial Personnel (KMP) confirm quarterly to the Board of Directors that they, directly or indirectly or on behalf of third parties, does not have a material interest in the transactions or matters directly affecting the Company. The Board members in consultation

with the Chairman may bring upon other matters for consideration at the Board meeting. Members of the Senior Management are occasionally present in the meeting as an invitee as and when required.

Information placed before the Board

Necessary information as required under the statute and Regulation 17(7) read with Part A of Schedule II of LODR are placed before the Board, from time to time. Within fifteen (15) days from the date of the conclusion of the Meeting of the Board, the draft Minutes are circulated amongst the members for their comments. The minutes of the meeting explicitly record dissenting opinions of the members, if any. To protect and to facilitate the shareholders rights, the Board ensures that:

- Shareholders have the right to participate in and be sufficiently informed on decisions concerning fundamental corporate changes.
- Shareholders have the opportunity to participate effectively and vote in general meetings.
- Shareholders are informed on the rules including voting procedures that govern general shareholder meetings.
- Shareholders have the opportunity to ask questions to the Board, to place items on the agenda of general meetings and to propose resolutions, subject to reasonable limitations.
- Effective shareholder participation is facilitated in key Corporate Governance decisions, such as nomination and election of board members.
- Exercise of ownership rights is facilitated by all shareholders including institutional investors.
- Company has an adequate mechanism to address the grievances of the shareholders.

Post Meeting Mechanism

The important decisions taken at the Board/Board Committee(s) meetings are communicated to the concerned departments/divisions. Action Taken Report on decisions (if any)/minutes of the previous meeting is placed at the succeeding meeting of the Board/Board committees for noting. The Company also files the reports, statements, documents, filings and other information, if any with NSE & BSE on the electronic platform as specified in Regulation 10 of LODR.

Number of Board Meeting held and attended by Directors

During the year under review 4 (Four) meetings of the Board of Directors were held and the gap between two consecutive meetings did not exceed one hundred and twenty days ("120"). The necessary quorum was present for all the Board Meetings. The dates on which the Board meetings were held were 29th May, 2017, 11th August, 2017, 11th November, 2017 and 9th February, 2018.

The attendance record of each of the directors at the Board meetings during the year ended 31st March 2018 and of the last Annual General Meeting is as under:

Name of Directors	No. of Board Meetings during the year 2017-18		Attendance at the last AGM held on 11th November, 2017
	Held	Attended	Yes/No
Mr. Anjanee Kumar Lakhotia	4	4	Yes
Mr. Ashwini Kumar Singh	4	4	Yes
Mr. Bhagwan Singh Duggal	4	3	No
Ms. Sunita Palita	4	4	Yes

Independent Directors

In terms of the requirement of the Act read with LODR, the shareholders of the Company in the Annual General Meeting held on 9th August, 2014 had approved appointment of the Independent Director to hold office for a term upto five consecutive years. The Company had issued formal letter of appointment to the Independent Director which, inter-alia, explains the role, functions, duties and responsibilities expected from them as a Director of the Company. The brief terms and conditions for their appointment as Independent Directors is available on Company's website www.mblinfra.com.

All Independent Directors have given declaration that there has been no change in the circumstances which may affect their status as an independent director and they meet the criteria of independence as enumerated in LODR and Section 149 of the Act. The Independent Directors have also affirmed that they have abided by the provisions specified in Schedule IV to the Act.

Code of Conduct

The Board of Directors has laid down, the Code of Conduct ("Code") of the Company for all Board Members and Senior Management of the Company. The Code has incorporated duties of Independent Directors as laid down in the Companies Act, 2013 ("the Act"). The Board members and senior management have conducted themselves so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information in order to foster a culture of good decision making. The code anchors ethical and legal behavior within the organization. The Code is posted on the website of the Company www.mblinfra.com.

All Board Members and Senior Management Personnel have confirmed compliance with the Code on an annual basis and the declaration to the effect signed by the Managing Director is enclosed at the end of the Report.

Codes under SEBI (Prohibition of Insider Trading) Regulations 2015

The Board of Directors pursuant to the requirement of the SEBI (Prohibition of Insider Trading) Regulations, 2015 has adopted w.e.f 15th May, 2015: (1) Code of Conduct to Regulate, Monitor and Report Trading by Insiders and (2) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (Code for Fair Disclosure). These Codes ensures that Board Members, KMP and Senior Management i.e one level below the Board shall conduct themselves so as to meet the expectations of operational transparency to stakeholders. While at the same time maintaining confidentiality of information in order to foster a culture of good decision making. All the Board members and senior management personnel have confirmed compliance with the Code. All the Directors, Promoters, employees and third parties as defined in the Code etc. who could have access to the unpublished price sensitive information of the Company are governed by this Code. The Code for Fair Disclosure is available on the Company's website www.mblinfra.com.

Familiarization Programme for the Independent Director

The familiarization programmes for the Independent Directors are in line with the Policy adopted by the Board of Directors in connection thereof. The familiarization programmes for the Independent Directors also extends to other Non-Executive Directors of the Company.

The management provides information as detailed in the Familiarization Policy for the Independent Directors either at the Board meeting(s) or committee meeting(s) or otherwise. Periodic presentations were made at the Board and /or Committee meetings thereof on various matters, inter-alia, covering business and performance updates, finance, product updates, quality, human resources, quarterly and financial results, status of the compliance of the applicable laws and such other areas as may arise, from time to time, where directors get an opportunity to interact with the Company management. Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all documents sought by them for enabling a good understanding of the Company, its various operations and industry segments of which it is a part.

During the year 2017-18, the Company continuously through its various Board Meeting(s) and/or Committee meeting(s) facilitated Directors to familiarize about the Company performance and in turn helped them in their active participation in managing the affairs of the Company.

Familiarization programme undertaken for Independent Directors is provided at the following weblink: <https://www.mblinfra.com/corporategovernance.php>.

Board Evaluation:

The Board adopted a formal mechanism for evaluating its performance and effectiveness as well as that of its Committees and individual Directors, including the Chairman of the Board. For Board and its Committees, the exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. The Directors were satisfied with the evaluation results, which reflected the overall engagement and effectiveness of the Board and its Committees.

Managing Director & CFO Certificate:

A Compliance Certificate from the managing Director and CFO of the Company pursuant to Regulation 17(8) of LODR, is enclosed at the end of the Report. Pursuant to Regulation 33 of LODR, Managing Director and CFO also give quarterly certification on financial results while placing the same before the Board.

Disclosure regarding Re-Appointment of Director:

The brief resume and other information required to be disclosed under this Section is provided in the Notice of the Annual General Meeting.

3. Board Committees

The Company has four Board level committees:

- (a) Audit Committee;
- (b) Nomination & Remuneration Committee;
- (c) Stakeholders' Relationship Committee;
- (d) Corporate Social Responsibility Committee;

Apart from the above, the Company has two non-statutory committees namely Banking Committee and Management Committee. The details of the meeting of the committees held during the year under review are provided in the Report on corporate Governance forming part of this report.

The Board is responsible for constituting, assigning, co-opting and fixing the terms and reference for members of various committees. The minutes of all the Board and Committee meetings are placed before the Board and noted by the Directors present at the meetings. The particulars of composition of various committees of Board are also available on the website of the Company. The role and composition of the Committees including the number of meeting(s) held and the related attendance during financial year 2017-18 are as follows:

A. Audit Committee

The Audit Committee is constituted in accordance with the provisions of Regulation 18 of the LODR read with Section 177 of the Act. The Company has in place a qualified and independent Audit Committee. The role of the Audit Committee includes the powers as stipulated in LODR read with Section 177 of the Act.

Terms of Reference

The brief terms of reference of the Audit Committee, inter-alia, includes the following:

- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Review and monitor the Auditor's independence and performance and effectiveness of audit process;
- Reviewing, with the management, the quarterly and annual financial statements before submission to the Board for approval;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Discussion with internal auditors of any significant findings and follow up there on;
- To review the functioning of the Whistle Blower/Vigil Mechanism;

The Audit Committee may also review such other matters as considered appropriate by it or referred to it by the Board.

Composition

The composition of the Audit Committee is in accordance with the requirement of Regulation 18 of the LODR and Section 177 of the Act. As on 31st March, 2018, the Committee comprised of 3 (Three) Directors out of which 2 (Two) are Independent Directors and 1 (One) Executive Director. The Chairman of the Committee is an Independent Director. All members of the Audit Committee have the ability to read and understand the financial statement.

Mr. Ashwini Kumar Singh (Chairman), Mr. Anjanee Kumar Lakhotia and Ms. Sunita Palita were the members of the Committee as on 31st March, 2018. The Company Secretary acts as Secretary to the committee.

The Audit Committee meetings are also attended by Chief Financial Officer (CFO), representatives of Statutory Auditors, representatives of Internal Auditors and Senior Executives of the Company, if required. The Cost Auditor appointed by the Company attend the Meeting in which cost audit reports were discussed. The Chairman of the Audit Committee attended the Annual General Meeting of the Company to answer the shareholders queries.

Meetings and attendance

During the year 4 (Four) Audit Committee meetings were held on 29th May, 2017, 11th August, 2017, 11th November, 2017 and 09th February, 2018. The details of attendance of members are as under:

Name of the Member	No. of meetings during the year 2017-18	
	Held during tenure	Attended
Mr. Ashwini Kumar Singh	4	4
Mr. Anjanee Kumar Lakhotia	4	4
Ms. Sunita Palita	4	4

B. Nomination and Remuneration Committee

The Company has in place a "Nomination & Remuneration Committee" and role of the Committee, is in accordance with the requirements of Section 178 of the Act read with Regulation 19 of LODR

Composition

The composition of the Committee is in line with the requirement given in Section 178 of the Act and Regulation 19 of the LODR.

As on 31st March, 2018, the Committee comprised of 3 (Three) Independent Directors. Mr. Ashwini Kumar Singh (Chairman), Ms. Sunita Palita and Mr. Bhagwan Singh Duggal are members of the Committee. The Company Secretary acts as Secretary to the Committee. No meeting of Nomination and Remuneration Committee was held during the financial year 2017-18

Evaluation of Independent Director(s)

The Board had approved and adopted Code of Conduct as detailed in Schedule IV of the Act as criteria for evaluation of performance of Directors, performance evaluation of the Board, its committees, and individual directors is based on the roles and responsibilities and is based on certain parameters like director profile, attendance, acquaintance with business, contribution to Board and its committees, adherence to applicable codes/policies. The Committee after evaluating the performance of each member of the Board was of the opinion that performance of all members were satisfactory and all members had contributed towards the growth of the Company. The Company had recommended that all members of Board should continue subject to applicable laws etc.

Remuneration Policy

The Company follows a Policy on remuneration of Directors, Key Managerial Personnel and Senior Management. The policy, inter-alia, ensures that:-

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmark;
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

The details of remuneration paid to Whole Time Director is as follows during the year:

Name of the director	Salary & Perquisites (in lakhs)	Sitting fees
Mr. Anjanee Kumar Lakhotia	Nil*	Nil

*Mr. Anjanee Kumar Lakhotia has voluntary foregone his salary during the financial year 2017-18

C. Stakeholder's Relationship Committee

The Company has in place a Stakeholders' Relationship Committee to provide quality and efficient services to the investors and to align and streamline the process of share transfer, investor's grievance, etc. during the year.

As a Company Policy, the Committee would meet, if required, to look into the unresolved grievances, if any, of the security holders relating to transfer of shares, non-receipt of Balance sheet, etc.

Composition

As on 31st March, 2018, the Committee comprised of 3 (Three) Independent Director. Ms. Sunita Palita (Chairman), Mr. Ashwini Kumar Singh and Mr. Bhagwan Singh Duggal. The Company Secretary of the Company acts as Secretary to the Committee.

During the financial year ended 31st March 2018, One (1) Committee Meeting were held on 29th November, 2017. The necessary quorum was present for the meeting. The details of attendance of members is as under:

Name of the Member	No. of meetings during the year 2017-18	
	Held	Attended
Ms. Sunita Palita	1	1
Mr. Ashwini Kumar Singh	1	1
Mr. Bhagwan Singh Duggal	1	1

Compliance Officer

Mr. Anubhav Maheshwari, Company Secretary of the Company has been designated as Compliance Officer for complying with the requirements of the Act, Security Laws and the LODR.

Investor's Complaints/Grievance Redressal Mechanism

Details of Investors Complaints received and redressed during the financial year 2017-18.

Opening Balance	Received during the year	Resolved during the year	Closing Balance
NIL	1	1	NIL

It is the endeavor of the Company to attend investors' complaints and other correspondence within 15 days except where constrained by disputes or legal impediments. The Company ensures that adequate steps are taken for expeditious redressal of investors complaints. In terms of SEBI circular the Company has obtained necessary SCORES (SEBI Complaints Redressal System) authentication. This has facilitated the investors to view online status of the action taken against the complaints made by logging on to SEBI's website www.sebi.gov.in. In terms of LODR a statement giving the number of complaints pending at the beginning of the quarter, received and disposed off during the quarter and unresolved at the end of the quarter is submitted to the Stock Exchange(s) as well as placed before the Board. As on date of the Report, the Company affirms that no shareholder's complaint was lying pending.

D. Corporate Social Responsibility (CSR) committee

The CSR Committee was constituted in terms of the requirement of Section 135 of the Act. The terms of reference of the Committee, inter-alia, are as follows:

- To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act, as amended from time to time, excluding the activities undertaken in pursuance of normal course of business of the Company;
- To recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- To monitor the Corporate Social Responsibility Policy of the Company from time to time; and
- To institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities to be undertaken by the Company from time to time.

Composition, Meetings & Attendance

The composition of the committee is in compliance with the Act read with rules made thereunder. The Committee comprised of 2 (Two) Independent Directors and an Executive Director of the Company.

Mr. Anjanee Kumar Lakhotia (Chairman), Mr. Ashwini Kumar Singh and Ms. Sunita Palita were the members of the Committee. The Company Secretary acts as Secretary to the Committee.

During the financial year ended 31st March, 2018, one (1) Committee Meeting was held. The meeting was held on 29th May, 2017 the details of attendance are as follows:

Name of the Member	No. of meetings during the year 2017-18	
	Held	Attended
Mr. Anjanee Kumar Lakhotia	1	1
Mr. Ashwini Kumar Singh	1	1
Ms. Sunita Palita	1	1

Details of sitting fees paid to Non-Executive Directors

During the year, since CIRP proceedings were initiated, Independent Directors had voluntary forgone their sitting fees for attending the meetings of the Board and Committee thereof. General Body Meetings

4. General Body Meetings

a. Location, Date and Time of Last three AGMs and Special Resolutions passed there at are as under:

No. of AGM and FY	Date of Meeting	Location	Time	Special Resolution Passed
22nd AGM 2016-17	Saturday, 11th November, 2017	Bhasha Bhawan, National Library Auditorium, near Alipore Zoo, at Belvedere Road, Kolkata- 700 027	2.00 P.M.	No
21st AGM 2015-16	Friday, 12th August, 2016	Science City Mini Auditorium, JBS Haldane Avenue, Kolkata- 700 046	3.00 P.M.	Yes
20th AGM 2014-15	Friday, 17th July, 2015	"Kalakunj", 48, Shakespeare Sarani, Kolkata - 700017	3.30 P.M.	Yes

b. Passing of Resolution by Postal Ballot

No Special Resolution was passed by postal ballot during the financial year 2017-18.

No Special Resolution is proposed to be conducted through Postal Ballot. However, if required, the same should be passed in compliance with the provisions of the Act LODR and any other applicable laws.

c. Whistle Blower Mechanism

The Company has a vigil mechanism/whistle blower mechanism for its Directors and employees to report genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides for adequate safeguards against victimization of director(s)/ employee(s) and also provides for direct access to the Chairman of the Audit Committee in exceptional cases.

The Whistle Blower Policy covering the details of establishment of such mechanism by the Company is available on the website www.mblinfra.com and the Audit Committee periodically reviews the functioning of the Whistle Blower mechanism. No personnel have been denied access to the Audit Committee.

The Company has a mechanism in place to inform Board Members about the risk assessment and minimization procedures. The Company has in place Risk Management Policy and Risk Manual which helps in framing, implementing and monitoring the risk management plan of the Company.

Demat Suspense Account/Unclaimed Suspense Account:

There are no outstanding shares which are required to be transferred to Suspense Account/Unclaimed Suspense Account.

Unpaid/ Unclaimed Dividend

The Final dividend for the Financial Year 2009-10 which remain unclaimed for a period of 7 (seven) years was transferred to IEPF.

Once the unclaimed dividend are transferred to IEPF, no claim shall be thereof with the Company. However, the stakeholders pursuant to the provisions of Act read with Rules made there under may claim their unclaimed amount from Ministry of Corporate Affairs (MCA) as per procedure and guidelines issued by MCA.

The details of dividends specified below are available on the website of the Company:

Due date for transfer of unclaimed dividend to IEPF is as follows:

Financial Year	Unclaimed Dividend as on 31/03/2018	Due for transfer to IEPF on
2010-11	27,483	4th September, 2018
2011-12(Interim)	26,185	13th March, 2019
2011-12 (Final)	12673	3rd September, 2019
2012-13	59,190	30th September, 2020
2013-14	12,225	8th September, 2021
2014-15	14,829	18th August, 2022
2015-16	37,764	30th September, 2023

Means of Communication

The Company files the reports, statements, documents, filing etc. on the electronic platform as specified by both BSE & NSE. The Company has a functional website www.mblinfra.com and is regularly updated. The information disseminated on the website provides for equal, timely and cost efficient access to relevant information by users.

The audited/un-audited financial results are prepared on the basis of accrual accounting policy and is in accordance with uniform accounting practices adopted during period under review after being approved by Board of Directors are submitted to BSE/NSE as well as posted on the website of the Company. The results are published in the form as prescribed under LODR in National daily in English circulating in the whole or substantially the whole of India and in Bengal daily newspaper circulating in the region where the registered office of the Company is situated. The results are not mailed to the shareholders.

The Company will continue to send Annual Report, Notices, etc to the shareholders at their email address registered with their Depository Participants and /or Company's RTA.

The Company has not made any presentation to the institutional investors /analysis during the year. The investor presentations, from time to time, is mailed to BSE and NSE for dissemination to all stake holders at large.

Management Discussion and Analysis Report forms part of the Annual Report.

In compliance with the requirement of LODR, the official website of the Company contains information about its business, shareholding pattern, compliance with corporate governance, contact information of the compliance officer, etc. and the same are updated at any given point of time.

To give effect to the approved Resolution Plan, the Company had applied to SEBI seeking extension of time for submission of Audited Financial Results for the quarter and year ended 31st March, 2018 on or before 30th May, 2018. The Audited Results for the year ended 31st March, 2018 were approved and submitted to Stock Exchanges on 30th May, 2018. However, SEBI has not granted permission for extension of time. The Company is in the process of taking necessary steps in this regard.

5. General Shareholder Information

a. Annual General Meeting:

Date & Time: 29th September, 2018, 2:30pm

Venue: Asia Pacific Institute of Management, 3 & 4 institutional Area , Jasola, New Delhi- 110025

b. Financial Year

1st April 2017 to 31st March, 2018

c. Financial Calendar for the Year 2017-18

Particulars	Tentative Schedule
Financial reporting for the quarter ending 30th June, 2018	On or before 14th August, 2018 (Tentative)
Financial reporting for the half-year ending 30th September, 2018	On or before 14th November, 2018 (Tentative)
Financial reporting for the quarter ending 31st December, 2018	On or before 14th February, 2019 (Tentative)
Financial reporting for the year ending 31st March, 2019	On or before 30th May, 2019 (Tentative)

d. Date of Book Closure: 21st September 2018 to 29th September 2018 (both days inclusive)

e. Dividend Payment Date:- No Dividend declared

f. Listing on Stock Exchanges & Stock Code

The Equity Shares of the Company are listed on
National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block "G"
5th floor, BandraKurla Complex,
BandraEast, Mumbai- 400051

BSE Limited (BSE).
New Trading Wing,
Rotunda Building, PJ Tower, Dalal Street,
Mumbai- 400001

g. Stock Code

Exchange	Code
National Stock Exchange of India Limited	Symbol – MBLINFRA
BSE Limited	Stock Code – 533152

h. Stock Market Price Data at BSE Limited (BSE) and at National Stock Exchange of India Limited (NSE) during the Financial Year 2017-18

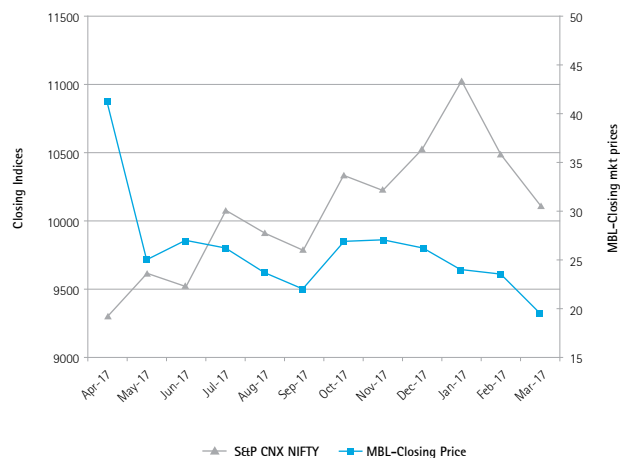
The Monthly high and low stock quotations of Equity Shares of the Company on NSE and BSE during the FY 2017-18 were as under:

Month	BSE		NSE	
	High (Rs)	Low (Rs)	High (Rs)	Low (Rs)
April, 2017	47.00	39.80	47.55	39.7
May, 2017	45.50	23.30	42.65	23.25
June, 2017	38.55	25.00	38.60	25.00
July, 2017	30.85	26.00	30.90	25.85
August, 2017	26.55	20.80	26.50	20.90
September, 2017	26.35	21.60	26.30	21.55
October, 2017	30.30	21.50	30.25	21.50
November, 2017	28.15	21.90	27.75	21.50
December, 2017	27.70	22.95	27.85	22.75
January, 2018	31.00	23.60	30.95	23.40
February, 2018	29.00	21.45	28.90	21.60
March, 2018	24.20	17.30	24.70	17.25

Share price performance in comparison to broad based indices – BSE SENSEX



Share price performance in comparison to broad based indices – NSE Nifty



i. Registrar & Share Transfer Agents

Link Intime India Private Limited
44, Community Centre, 2nd floor, Naraina Industrial Area, Phase- I
Near PVR Naraina, New Delhi- 110028
Phone: 011-4141 0592, Fax :011-4141 0591
E-mail: delhi@linkintime.co.in
Website: www.linkintime.co.in

j. Share Transfer System

99.99% of shares of the Company are held in electronic mode. Intimation about transfer/transmission of these shares to RTA is done through the depositories i.e. NSDL & CDSL with no involvement of the Company.

For transfer of shares in physical mode, the transfer documents should be sent to the office of the RTA. All share transfers are completed within the stipulated statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. The Stakeholders Relationship Committee has been delegated with the authority to approve transfer and/or transmissions of shares and other related matters.

As required under Regulation 40(9) of the Listing Regulations, a certificate on half yearly basis confirming the half year Compliance Certificate for 31st March, 2018 from Practicing Company Secretary has been submitted to the Stock Exchanges within the stipulated time.

Pursuant to provisions of Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 the Company has submitted Reconciliation of Share Capital Audit Report on quarterly basis to the Stock Exchanges within the stipulated time.

k. Dematerialisation & Liquidity of Shares

The shares of the Company are currently traded only in dematerialized form and the Company has entered into agreements with the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Under the Depository system, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE912H01013. As on 31st March 2018, 41454274 equity shares representing about 99.99% of the share capital are held in dematerialized form.

The ISIN allotted by NSDL and CDSL is INE912H01013. Almost 99.99% of the total equity shares are in dematerialised form upto 31st day of March, 2018. The shares are regularly traded at BSE & NSE.

I. Distribution of Shareholding as on 31st March, 2018

S. No	Category of shareholders (no of shares held)			No of shareholders	Percentage of shareholders	No of shares held	Percentage of holding
1	1	to	500	15625	68.98	2720396	6.57
2	501	to	1000	2873	12.68	2380777	5.74
3	1001	to	2000	1826	8.06	2836624	6.84
4	2001	to	3000	717	3.17	1861690	4.49
5	3001	to	4000	360	1.59	1295309	3.12
6	4001	to	5000	291	1.28	1382859	3.34
7	5001	to	10000	493	2.18	3772166	9.10
8	10001	to	above	461	2.06	25204803	60.80
TOTAL				22646	100.00	41454624	100.00

m. Shareholding Pattern as on 31st March, 2018

Category	Number of Shares held	Percentage (%)
Promoter and Promoter Group	83,93,909	20.24
Mutual Funds	-	-
Financial Institutions / Banks	67650	0.16
Insurance Companies	-	-
Foreign Portfolio Investor (Corp.)	125	0.00
Individuals	25629789	61.83
Others (Including Clearing Members)	7363151	17.77
Total	4,14,54,624	100.00

n. Address for correspondence

Registered Office & Corporate Office

Mr. Anubhav Maheshwari

Company Secretary & Compliance Officer

Baani Corporate One Tower

Suite No. 308, 3rd Floor, Plot No. 5, Commercial Centre, Jasola, New Delhi-110025

Phone: 011-4959 3300, Fax :011-4959 3320

E-mail: cs@mblinfra.com

The Company has complied with all the mandatory requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of LODR.

The status of adoption of the non mandatory requirements as specified in sub regulation 1 of Regulation 27 are as follows:

- Shareholders Right:** Half yearly and quarterly financial results are published in financial daily and uploaded on Company's website.
- Modified opinion in Audit Report:** The Company has a regime of un-qualified financial statements. Auditors have raised no qualification on the financial statements.
- Reporting of Internal Auditors:** The Internal Auditor reports to the Audit Committee.

By Order of the Board
For MBL Infrastructures Ltd.

Place: New Delhi

Date: 30th June, 2018

Anjanee Kumar Lakhotia
Chairman & Managing Director

Annexure to Corporate Governance Report

CERTIFICATION OF COMPLIANCE OF THE CODE OF CONDUCT OF THE COMPANY

This is to confirm that the Company has received declarations affirming compliance of the Code of Conduct from the persons concerned for the Financial Year ended 31st March, 2018.

Place : New Delhi
Date : 30th June, 2018

Anjaneer Kumar Lakhoria
Chairman & Managing Director

MANAGING DIRECTOR AND CFO COMPLIANCE CERTIFICATE

To
The Board of Directors
MBL Infrastructures Ltd.

Dear Sirs,

We have reviewed the Financial Statements and the Cash Flow Statements of MBL Infrastructures Ltd. ('the Company') for the financial year ended 31st March, 2018 and that to the best of our knowledge and belief, we state that:

1. a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
b. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company 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 taken or propose to taken for rectifying these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
 - a. significant changes in internal control over financial reporting during the year, if any;
 - b. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c. Instances of significant frauds, if any, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For MBL Infrastructures Ltd.

Place : New Delhi
Dated : 30th June, 2018

Anjaneer Kumar Lakhoria Darshan Singh Negi
Chairman & Managing Director CFO

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of MBL Infrastructures Ltd.

We have examined the compliance of conditions of Corporate Governance by the MBL Infrastructures Ltd. ("the Company") for the year ended 31st March, 2018 as stipulated in Regulation 17 to 27, clause (b) to (i) of Regulation 46 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) of the said Company with the stock Exchange in India.

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

In our opinion and to the best of our information and according to the explanations given to us, and representations made by the Directors and Management, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned regulations.

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 Anjali Yadav & Associates
Practicing Company Secretaries

Anjali Yadav
Proprietor
FCS No.: 6628
C P No.: 7257

Place: New Delhi

Date: 30th June 2018

Annexure D

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

S. No		
1.	A Brief outline of the Company's CSR policy Including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or program.	CSR POLICY CSR activities undertaken by the Company is as per its CSR policy, as projects or programs or activities (either new or ongoing), excluding activities undertaken in normal course of business. CSR activities of the Company primarily focus to contribute to the Social and economic development of the community in which it operates. The Company gives preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility activities. The projects and Programs undertaken amongst other are matter relates to preventive healthcare and sanitation, environmental sustainability and development of socially and economically backward groups. The Company CSR Policy can be assessed on www.mblinfra.com .
2.	Composition of CSR Committee	Mr. Anjanee Kumar Lakhota, Chairman & Managing Director Ms. Sunita Palita, Independent Director Mr. Ashwini Kumar Singh, Independent Director
3.	Average net profit of the company for last three financial years	Rs.3286.86 Lakhs
4.	Prescribed CSR Expenditure (Two percent of the amount as in item 3 above)	Rs. 65.74 lakhs
5.	Details of CSR spend for the financial year	a) Total amount spent for the financial year :Rs. 00.50 Lakhs b) Amount unspent if any: Rs. 65.24 lakhs c) Manner in which the amount spent during the financial year is detailed below:

CSR Expenditure details

							(Rs. in lakhs)
S. No.	CSR Project or activity identified	Sector	Location	Amount Outlay (budget) project or program wise	Amount spent on the projects or programs Subheads: (1) Direct expenditure on projects or programs. (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1	Tree plantation	Environmental sustainability, protection of flora & fauna	Balaghat district, Madhya Pradesh	37.50	0.10	2.34	Direct
2	Tree plantation	Environmental sustainability, protection of flora & fauna	Bikaner District, Rajasthan	37.50	0.40	2.46	Direct
		Total			0.50		

S. No		
6.	Reason for not spending the amount	During the period under review, the Corporate Insolvency Resolution Process was initiated under the Insolvency and Bankruptcy Code, 2016. Due to liquidity constraints the Company could not incur the prescribed CSR expenditure.
7.	Responsibility Statement of the CSR Committee	The implementation and monitoring of CSR Policy, is in compliance with CSR regulations and Policy of the Company.

By Order of the Board
For MBL Infrastructures Ltd.

Place: New Delhi
Date: 30th June, 2018

Anjanee Kumar Lakhota
(Chairman & Managing Director)

Annexure E

FORM NO. AOC.1

Statement containing salient features of the financial statement of subsidiaries/associate companies
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

(Rs. Lakhs)

1	Sl. No.	1	2	3	4	5	6	7	8
2	Name of the subsidiary	AAP Infrastructure Ltd.	MBL Highway Development Company Ltd.	MBL (MP) Toll Road Company Ltd.	Suratgarh Bikaner Toll Road Company (P) Ltd.	MBL Projects Ltd.	MBL (MP) Road Nirman Company Ltd.	MBL (Haldia) Toll Road Company Ltd.	MBL (Udaipur Bypass) Road Limited
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same	Reporting period of Subsidiary and Holding Company are same
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR	INR	INR	INR	INR	INR	INR	INR
5	Share capital	1,200.00	5,110.00	1,500.00	17,007.00	2,984.25	3,977.00	7.25	5.00
6	Reserves & surplus	(2,733.21)	(15,833.78)	290.86	-	(738.90)	(4,581.92)	(0.28)	6.13
7	Total assets	238.00	84.16	7,842.45	72,641.48	9,287.47	30.67	7.20	5.00
8	Total Liabilities	238.00	84.16	7,842.45	72,641.48	9,287.47	30.67	7.20	5.00
9	Investments	-	-	-	-	6,984.24	-	-	-
10	Turnover	41.01	-	1,166.14	-	2,676.36	-	-	-
11	Profit before taxation	(3,908.17)	(15,833.78)	24.45	-	(705.32)	(4,581.92)	(0.42)	(0.05)
12	Provision for taxation	(2.74)	-	(47.14)	-	(15.73)	-	-	-
13	Profit after taxation	(3,905.43)	(15,833.78)	71.69	-	(721.05)	(4,581.92)	(0.42)	(0.05)
14	Proposed Dividend	-	-	-	-	-	-	-	-
15	% of shareholding*	100.00	100.00	100.00	58.96*	50.10	25.09**	100.00	0.10***

* 34.29 % of Shares are also held by partly owned Subsidiary Company , MBL Projects Ltd.

** 74.91 % of Shares are also held by partly owned Subsidiary Company , MBL Projects Ltd.

*** 99.90 % of Shares are also held by partly owned Subsidiary Company , MBL Projects Ltd.

Notes: The following information shall be furnished at the end of the statement:

1	Whether the Subsidiary has commenced operations	Yes	No	Yes	No	Yes	No	No	No
2	Whether the Subsidiary has been liquidated or sold during the year	No	No	No	No	No	No	No	No

By Order of the Board
For MBL Infrastructures Ltd.

Place: New Delhi
Date: 30th June, 2018

Anjanee Kumar Lakhota
(Chairman & Managing Director)

Annexure F

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2018

To,
The Members,
MBL Infrastructures Ltd.

I, Mehak Gupta, Proprietor of Mehak Gupta & Associates, Company Secretaries have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MBL Infrastructures Ltd. (CIN- L27109WB1995PLC073700) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I 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, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (as amended) ('the Act') and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - (Not applicable to the Company during the audit period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - (Not applicable to the Company during the audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - (Not applicable to the Company during the audit period);
 - (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; - (Not applicable to the Company during the audit period);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period).
- (vi) I further report that, having regards to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the company has complied with the (A) Contract Labour (Regulation and Abolition) Act, 1970 (B) Building and other Constructions Workers (BOCW) Act, 1996.

I have also examined compliance with the applicable clauses of:

- (i) Secretarial Standard 1 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India;
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015;

During the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

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

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

I further report that, based on the review of the compliance reports and the certificates of the Company Executive taken on record by the Board of Directors of the Company, in my opinion there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines the Company is generally regular in filing of e-forms with the Registrar of Companies within the time prescribed under the Act.

I further report that during the year under review, Corporate Insolvency Resolution Process (CIRP) under Insolvency & Bankruptcy Code, 2016 was initiated w.e.f. 30th March 2017 pursuant to Hon'ble National

Company Law Tribunal, Kolkata Bench. The Resolution Plan submitted by Mr Anjanee Kumar Lakhota has been approved by Hon'ble NCLT by its order dated 18th April 2018 and the moratorium ceased w.e.f. 19th April 2018.

This Report is to be read with my letter of even date which is annexed as Annexure 1 and forms an integral part of this Report.

For Mehak Gupta & Associates

Mehak Gupta
Prop.

ACS No.: 38897
C P No.: 15013

Place: New Delhi
Date: 30th June, 2018

Annexure 1

To,
The Members,
MBL Infrastructures Ltd.

My report of even date is to be read along with this letter stating that.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, we followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility

of management. My examination was limited to the verification of procedure on test check basis.

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

For Mehak Gupta & Associates

Mehak Gupta
Prop.
ACS No.: 38897
C P No.: 15013

Place: New Delhi
Date: 30th June, 2018

INDEPENDENT AUDITOR'S REPORT

To The Members of
MBL INFRASTRUCTURES LTD

REPORT ON THE STANDALONE FINANCIAL STATEMENTS

We have audited the accompanying Standalone Financial Statements of MBL INFRASTRUCTURES LTD ('the Company'), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

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

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

AUDITOR'S RESPONSIBILITY

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Standalone Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Standalone Financial Statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

OPINION

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

EMPHASIS OF MATTERS

We draw attention to the following matters in the notes to the accompanying Standalone Ind AS Audited Financial Statement for the year ended March 31, 2018:

- a. The Company was under Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016. Hon'ble Kolkata bench of National Company Law Tribunal (NCLT) approved the resolution plan vide order dated April 18, 2018. The powers of the board of directors were suspended during the financial year 2017-18 and were reinstated back on April 19, 2018.
- b. In forming our opinion on the Financial Statements, the Financial Statements are prepared on going concern basis, considering the NCLT order dated April 18, 2018 approving resolution plan.
- c. In terms of Ind AS 10 "Events after the Reporting Period" the impact of the Resolution Plan being "Adjusting event" has been given effect in preparation of Financial Statements as on March 31, 2018. The impact arising due to applicability of resolution plan of Rs. 40,213 Lakhs which has been shown as exceptional items in statement of profit & loss and the same has been treated as capital reserve on the basis of legal opinion obtained by the Company, refer Note 39.

- d. Company has reclassified an amount of Rs. 1,500 lakhs from loans and advances to investments. As a result of reclassification the resultant net impact on the Statement of Profit & Loss for the period ended March 31, 2018 is Rs. 108 lakhs, refer Note 54.

OTHER MATTERS

The comparative financial information for the year ended March 31, 2017 prepared in accordance with Ind AS included in these Standalone Financial Statements have been audited by the predecessor auditor on which they had expressed an unmodified opinion vide report dated May 29, 2017. Our opinion is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this report are in agreement with the books of account.
 - d. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e. on the basis of the written representations received from the directors of the Company as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating

effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations provided to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There is no outstanding amount required to be transferred to the Investor Education and Protection Fund by the Company during the year.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **SARC & Associates**
Chartered Accountants
ICAI Firm Registration No.006085N

Dinesh Verma

Partner

Place: New Delhi
Dated: 30th June, 2018

Membership No.: 089583

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of MBL INFRASTRUCTURES LTD of even date)

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

We have audited the internal financial controls over financial reporting of MBL INFRASTRUCTURES LTD ('the Company') as of March 31, 2018 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 Board of Directors/Resolution Professional of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are

subject to the risk that the internal financial control over financial reporting may be come 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 provided to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on

Audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

For **SARC & Associates**
Chartered Accountants
ICAI Firm Registration No.006085N

Dinesh Verma

Partner

Place: New Delhi

Dated: 30th June, 2018

Membership No.: 089583

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements 'section of our report to the Members of MBL INFRASTRUCTURES LTD of even date)

1. In respect of the Company's fixed assets:
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, 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 by the management during the year. According to the information and explanations provided to us, no material discrepancies were noticed on such verification.
 - c. According to the information and explanations provided to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
2. According to the information and explanations provided to us, the inventory has been physically verified at reasonable intervals during the year by the management. In our opinion and according to the information and explanations provided to us, the interval of such physical verification is reasonable having regard to size of the Company and nature of its business and according to the information and explanations provided to us, no material discrepancies were noticed on such verification.
3. The Company has granted loans to parties covered in the register maintained under section 189 of the Companies Act, 2013.
 - a. In our opinion and according to the information and explanations provided to us, the terms & conditions of the grant of such loan is not, prima facie, prejudicial to the Company's interest;
 - b. The schedule of repayment of the principal and the payment of the interest has not been stipulated and hence we are unable to comment as to whether repayment/receipts of the principal amount and interest are regular;
 - c. In the absence of the stipulated schedule of repayment of principal and payment of interest, we are unable to comment as to whether there is any amount which is overdue for more than 90 days and whether reasonable steps have been taken by the Company for recovery of the principal amount and interest.
4. In our opinion and according to the information and explanations provided to us, provisions of section 185 and 186 of the Companies Act 2013 and in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company.
5. The Company has not accepted any deposits within the meaning of section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of Clause 3(v) of the Order are not applicable to the Company.

6. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub section (1) of Section 148 of the Companies Act in respect of Company products/services and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete. The cost records of the Company have been audited by M/s Dipak Lal & Associates Cost Accountants. The Management has furnished to us the cost audit report for the financial year 2016-17; the cost auditor has expressed an unmodified opinion in the report. The audit of cost records for the financial year 2017-18 is under progress. We have relied on the opinion expressed by the cost auditor in his report.

7. According to the information and explanations provided to us and, in respect of statutory dues:

a. Undisputed statutory dues including provident fund, employee state insurance, income tax, sales tax, duty of custom, duty of excise, value added tax, goods and service tax (GST), cess and other material statutory dues as applicable, have not been regularly deposited with the appropriate authorities and there have been significant delays in a large number of cases. Undisputed amounts payable in respect thereof, which were outstanding at the year-end for a period of more than six months from the date they became payable are as follows:

Statement of arrears of statutory dues outstanding for more than six months:-

₹ In Lakhs

S.No.	Particulars	Amount
1	Provident Fund	234.87
2	Employee State Insurance	30.72
3	Goods and Service Tax	23.88
4	Service Tax	204.18
5	Tax Deducted at Sources	428.80
6	Dividend Distribution tax	253.17

b. Details of dues of income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess which have not been deposited as on March 31, 2018 on account of disputes are given below:

(₹ in Lakhs)

Name of the statute	Nature of Dues	Amount	Period	Forum where dispute is pending
Income Tax Act	Income Tax	1.83	A.Y. 2004-05	High Court
Income Tax Act	Income Tax	373.68	A.Y. 2005-06	High Court
Income Tax Act	Income Tax	15.63	A.Y. 2005-06	DCIT- Central 2(2)
Income Tax Act	Income Tax	252.65	A.Y. 2011-12	DCIT- Central 2(2)
Income Tax Act	Income Tax	1369.39	A.Y. 2012-13	CIT (Appeals) - Central I/ Kolkata
Income Tax Act	Income Tax	459.27	A.Y. 2013-14	CIT (Appeals) - Central I/ Kolkata
Income Tax Act	Income Tax	1596.23	A.Y. 2014-15	CIT (Appeals) - Central I/ Kolkata
WB VAT ACT 2003	Sales Tax	40.65	A.Y. 2007-08	Commercial Tax Officer
WB VAT ACT 2003	Sales Tax	275.28	A.Y. 2008-09	Commercial Tax Officer
WB VAT ACT 2003	Sales Tax	684.05	A.Y. 2009-10	WB Taxation Tribunal
WB VAT ACT 2003	Sales Tax	251.26	A.Y. 2010-11	WB Commercial Taxes Appellate & Revision Board
BVAT ACT 2005	Sales Tax	94.74	A.Y. 2010-11	Commercial Tax Tribunal
BVAT ACT 2005	Sales Tax	54.81	A.Y. 2010-11	Commercial Tax Tribunal
KVAT ACT	Sales Tax	30.38	A.Y. 2011-12	SR. Joint Commissioner
BVAT ACT 2005	Sales Tax	.41	A.Y. 2011-12	Commercial Tax Joint Commissioner
BVAT ACT 2005	Sales Tax	.55	A.Y. 2011-12	Commercial Tax Joint Commissioner
BVAT ACT 2005	Sales Tax	451.96	A.Y. 2011-12	Commercial Tax Tribunal
BVAT ACT 2005	Sales Tax	55.25	A.Y. 2011-12	Commercial Tax Tribunal
UP VAT ACT 2008	Sales Tax	5.99	A.Y. 2011-12	Add. Commissioner- Commercial tax
BVAT ACT 2005	Sales Tax	.55	A.Y. 2012-13	Commercial Tax Joint Commissioner
BVAT ACT 2005	Sales Tax	.50	A.Y. 2012-13	Commercial Tax Joint Commissioner

(₹ in Lakhs)

Name of the statute	Nature of Dues	Amount	Period	Forum where dispute is pending
BVAT ACT 2005	Sales Tax	482.23	A.Y. 2012-13	Commercial Tax Tribunal
BVAT ACT 2005	Sales Tax	92.22	A.Y. 2012-13	Commercial Tax Tribunal
BVAT ACT 2005	Sales Tax	.55	A.Y. 2013-14	Commercial Tax Joint Commissioner
UP VAT ACT 2008	Sales Tax	.64	A.Y. 2013-14	Commercial Tax Deputy Commissioner
RVAT ACT 2003	Sales Tax	2.17	A.Y. 2013-14	Commercial Tax Officer
UP VAT ACT 2008	Sales Tax	37.04	A.Y. 2014-15	Commercial Tax Deputy Commissioner
RVAT ACT 2003	Sales Tax	70.04	A.Y. 2014-15	Commercial Tax Officer
JVAT ACT	Sales Tax	351.25	A.Y. 2015-16	Commercial Tax Assistant Commissioner
BVAT ACT 2005	Sales Tax	147	A.Y. 2015-16	Commercial Tax Assistant Commissioner
DVAT ACT 2005	Sales Tax	.50	A.Y. 2015-16	Joint Commissioner
DVAT ACT 2005	Sales Tax	.50	A.Y. 2015-16	Joint Commissioner
UTTRANCHAL VAT ACT 2005	Sales Tax	.51	A.Y. 2015-16	Joint Commissioner
UTTRANCHAL VAT ACT 2005	Sales Tax	.61	A.Y. 2015-16	Joint Commissioner
FINANCE ACT 1994	Service Tax	103.17		CESTAT

8. The Company was under Corporate Insolvency Resolution Process under Insolvency and Bankruptcy code 2016, during the financial year 2017-18. The Resolution Plan of the Company was approved by Hon'ble National Company Law Tribunal (NCLT) Kolkata Bench vide its Order dated 18th April, 2018. As per information and explanations provided to us by the management and as per the resolution plan approved, the debts due to assenting financial creditors amounting to Rs. 1,11,645 lakhs have been restructured and are repayable as per plan. The debts amounting to Rs. 31,622 lakhs payable to dissenting financial creditors have been adjusted to the liquidation value.
9. In our opinion and according to the information and explanations provided by the management, the Company has utilized the monies raised by the way of term loans for the purposes for which they were raised.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and according to the information and explanations provided by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
11. According to the information and explanations provided by the management, No managerial remuneration has been paid by the Company during the year. Accordingly, the provision of Clause 3(xi) of the Order is not applicable to the Company.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of Clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
13. According to the information and explanations provided to the management, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
14. According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures during the year under review and hence reporting requirements under Clause 3(xiv) of the Order are not applicable to the Company and, not commented upon. However pursuant to the approved resolution plan by NCLT Company has received a sum of Rs. 280 Lakhs as share application money from the promoters and promoter groups during the financial year 2017-18.
15. According to the information and explanations provided by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Companies Act, 2013.
16. According to the information and explanations provided to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **SARC & Associates**
Chartered Accountants
ICAI Firm Registration No.006085N

Dinesh Verma
Partner

Place: New Delhi
Dated: 30th June, 2018

Membership No.: 089583

BALANCE SHEET as at 31st March, 2018

(₹ in Lakhs)

Particulars	Note No	As on 31st March, 2018	As on 31st March, 2017
ASSETS			
(1) Non current assets			
(a) Property, plant and equipment	5	14,464.48	15,921.96
(b) Financial assets			
(i) Investment	6	21,839.39	21,839.39
(ii) Trade receivables	7	85,403.10	98,906.40
(iii) Loans	8	3,711.42	5,327.72
(iv) Others	9	215.10	-
(c) Deferred tax assets (net)	10	3,021.80	2,387.15
(d) Other non current assets	11	73,141.34	27,978.03
(2) Current assets			
(a) Inventories	12	629.88	2,508.88
(b) Financial assets			
(i) Trade receivables	13	9,177.28	23,076.13
(ii) Cash and cash equivalents	14	442.78	356.91
(iii) Other Bank Balances	14	1.90	661.25
(iv) Others	16	5,711.36	5,013.52
(c) Other current assets	17	13,639.85	19,953.28
TOTAL ASSETS		2,31,399.68	2,23,930.62
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	18	4,145.46	4,145.46
(b) Other equity	19	85,658.24	61,696.45
LIABILITIES			
(1) Non current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	69,034.65	9,811.78
(ii) Trade payables	21	6,800.98	-
(iii) Other financial liability	22	554.16	-
(b) Provisions	23	62.86	144.22
(c) Other non current liabilities	24	36,737.66	-
(d) Current Tax Liabilities (net)	25	2,448.52	-
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	26	12,011.95	1,22,253.57
(ii) Trade payables	27	4,180.63	11,957.28
(iii) Other financial liability	28	2,271.21	7,497.88
(b) Other current liabilities	29	7,236.05	3,463.67
(c) Provisions	30	257.31	266.14
(d) Current Tax Liabilities (net)	31	-	2,694.17
TOTAL EQUITY & LIABILITIES		2,31,399.68	2,23,930.62

Significant Accounting Policies and other accompanying notes (1-55) forms an intergral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

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

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjanee Kumar Lakhotia

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

STATEMENT OF PROFIT AND LOSS for the year ended 31st March, 2018

(₹ in Lakhs)

Particulars	Note No	For the year ended March 31, 2018	For the year ended March 31, 2017
INCOME			
Revenue from operation	32	48,674.13	2,27,123.53
Other income	33	5,860.90	3,643.69
(A) TOTAL INCOME		54,535.03	2,30,767.22
EXPENSES			
Cost of materials consumed	34	3,686.94	2,02,799.06
Employee benefits expense	35	857.59	3,615.04
Finance costs	36	24,596.62	14,509.64
Depreciation and amortisation expense	37	1,460.74	1,777.22
Other expenses	38	40,909.17	20,641.67
(B) TOTAL EXPENSES		71,511.06	2,43,342.63
(C) Profit/(Loss) before exceptional items and tax (A-B)		(16,976.03)	(12,575.39)
(D) Exceptional Items (Net)	39	40,212.56	-
(E) Profit/(Loss) before tax (C+D)		23,236.53	(12,575.39)
(F) Tax Expense:			
(1) Current Tax		-	-
(2) Deferred Tax	47	(666.00)	(6,061.24)
(G) Total Profit/(Loss) for the year (E-F)		23,902.53	(6,514.15)
OTHER COMPREHENSIVE INCOME			
i. Items that will not be reclassified to Profit or Loss		90.61	38.26
ii. Income Tax on above (i)		(31.36)	(13.24)
(H) Total Other Comprehensive Income for the year, net of tax		59.25	25.02
Total Comprehensive Income for the period (G+H)		23,961.78	(6,489.13)
Earnings per equity share (Face Value ₹ 10/- each) (in ₹)	45	57.80	(15.65)
Basic & diluted			

Significant Accounting Policies and other accompanying notes (1-55) forms an integral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors
Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjanee Kumar Lakhotia

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2018

A Equity Share Capital

(₹ in Lakhs)

Particulars	Share capital
Balance as on April 1, 2016	4,145.46
Add: Shares issued during the year 2016-17	-
Balance as on March 31, 2017	4,145.46
Add: Shares issued during the year 2017-18	-
Balance as on March 31, 2018	4,145.46

B Other equity

(₹ in Lakhs)

Particulars	Reserve and Surplus				Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Re-measurement of defined benefit plans	
Balance as on April 1, 2016	-	20,703.24	34,962.41	13,275.76	(7.42)	68,933.99
Profit for the year	-	-	-	(6,514.15)	-	(6514.15)
Dividend payments including dividend distribution tax	-	-	-	(748.41)	-	(748.41)
Re-measurements of defined benefit Plans	-	-	-	-	25.02	25.02
Balance as on March 31, 2017	-	20,703.24	34,962.41	6,013.20	17.60	61,696.45
Profit for the year*	-	-	-	(16,310.02)	-	(16,310.02)
Dividend payments including dividend distribution tax	-	-	-	-	-	-
Adjustment due to Insolvency & Bankruptcy Code, 2016**	40,212.56	-	-	-	-	40,212.56
Re-measurements of defined benefit Plans	-	-	-	-	59.25	59.25
Balance as on March 31, 2018	40,212.56	20,703.24	34,962.41	(10,296.82)	76.85	85,658.24

*Excluding exceptional item (net) which being capital in nature has been classified as capital reserve

**Refer Note 39

Refer note 19 for nature and purpose of reserves

Significant Accounting Policies and other accompanying notes (1-55) forms an integral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors

Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjaneer Kumar Lakhota

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

CASH FLOW STATEMENT for the year ended 31st March, 2018

(₹ in Lakhs)

Description	For the year ended March 31, 2018	For the year ended March 31, 2017
A. Cash Inflow / (Outflow) from Operating Activities		
Net Profit/(Loss) Before Tax & Exceptional Items	(16,976.03)	(12,575.39)
Adjustment for:		
Depreciation/Amortisation expenses	1,460.74	1,777.22
Finance Cost	24,596.62	14,750.22
Interest Income	(29.77)	(224.91)
(Profit) / Loss on Sale/Discard of Property, Plant & Equipment (Net)	-	130.74
Operating Profit Before Working Capital Changes	9,051.56	3,857.88
Adjustment for:		
(Increase) / Decrease in Inventories	1,879.00	71,273.13
(Increase) / Decrease in Trade Receivables	27,402.14	(46,393.25)
Decrease/ (Increase) in Other Financial Assets	(882.40)	(2,195.33)
Decrease/ (Increase) in Loans	1,616.30	(332.68)
Decrease/ (Increase) in Other Assets	(38,849.88)	(40,106.62)
Increase/ (decrease) in Trade payables	(975.67)	(18,503.05)
Increase/ (decrease) in Other Financial Liabilities	(78,498.33)	(440.53)
Increase/ (decrease) in Other Liabilities & Provisions	40,510.48	2,399.42
Income Tax (Advance) (Net)	(245.65)	(745.43)
Cash Inflow from Operating Activities Before Exceptional Items	(38,992.46)	(31,186.46)
Exceptional items (Net) - Gain/(Loss)*	40,212.56	-
	1,220.10	(31,186.46)
B. Cash Inflow / (Outflow) from Investing Activities		
Capital Expenditure	(3.26)	(437.65)
Proceeds from sale of property, plant & equipment	-	1,398.11
Acquisition/Disposal of investment in subsidiary	-	2,363.51
Deposit with original maturity more than three months	658.58	(283.90)
Interest Received	-	186.39
Net Cash Inflow from Investing Activities	655.32	3,226.46

CASH FLOW STATEMENT for the year ended 31st March, 2018

(₹ in Lakhs)

Description	For the year ended March 31, 2018	For the year ended March 31, 2017
C. Cash Inflow / (Outflow) from Financing Activities		
Dividend Paid	-	(748.03)
Amount deposited in bank towards unclaimed dividend	(0.31)	(0.50)
Interest and Finance Charges Paid	(129.96)	(14,751.62)
Proceeds from / (Repayment of) Long Term Borrowings (net)	-	(1,706.42)
Proceeds from / (Repayment of) Short Term Borrowings (net)	(187.30)	47,065.41
Net Cash Outflow from Financing Activities	(317.56)	29,858.84
Net Changes in Cash & Cash Equivalents (A+B+C)	1,557.87	1,898.84
Cash & Cash Equivalents (Closing Balance) (Including Book overdraft)**	415.60	(1,142.27)
Cash & Cash Equivalents (Opening Balance) (Including Book overdraft)	(1,142.27)	(3,041.11)
Net Changes in Cash & Cash Equivalents	1,557.87	1,898.84
**Cash and cash equivalents as per Balance Sheet	442.78	356.91
Book overdraft	27.18	1,499.18
Cash & Cash Equivalents (Closing Balance) (Including Book overdraft)	415.60	(1,142.27)

*Refer Note no 39

Reconciliation of Liabilities arising from Financing Activities

(₹ in Lakhs)

Particulars	As at March 31, 2017	Proceeds Raised through		Non cash Flow- Others	As at March 31, 2018
		Non cash Flow- Others	Repayment		
Long Term Borrowings (Including current maturity)	13,005.02	56,481.58	-	2.72	69,489.33
Short Term Borrowings	1,20,754.39	(1,08,582.33)	(187.30)	-	11,984.77

Note:

- The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.
- An amount of ₹1,500 lakhs classified as loans and advances in the previous year has been reclassified as Investments during the year ending March 31st 2018. As result of the reclassification previous year ending i.e. March 31st 2017 figures have also been reclassified. The resultant impact of the reclassification on (i) Net Profit/(Loss) Before Tax & Exceptional Items ₹(107.95) Lakhs, (ii) finance cost ₹(627.55) Lakhs (iii) Decrease/ (Increase) in Loans ₹1,180.36 Lakhs, (iv) Decrease/ (Increase) in Other Assets ₹211.70 Lakhs and (v) (Acquisition)/Disposal of investment in subsidiary ₹(1,500) Lakhs. The resultant net impact on Cash Flow Statement for the year ended 31st March, 2017 on (i) Net cash inflow/(outflow) from Operating Activities is ₹875.45 Lakhs, (ii) Net cash inflow/(outflow) from Investing Activities is ₹(1500) Lakhs and (iii) Net cash inflow/(outflow) from Financing Activities is ₹627.55 Lakhs.

Significant Accounting Policies and other accompanying notes (1-55) forms an integral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors

Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjaneer Kumar Lakhotia

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

1. CORPORATE AND GENERAL INFORMATION

MBL Infrastructure Limited ("the Company") is a public limited company domiciled and incorporated in India and its equity shares are listed at Bombay Stock Exchange (BSE) /National Stock Exchange (NSE). The registered office is located at Divine Bliss, 2/3, Judges Court Road, 1st Floor, Kolkata 700027, India to be shifted to New Delhi in terms of approved Resolution Plan. The Company is principally engaged in the business of providing engineering and construction services.

2. STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

Recent Pronouncements

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has issued the Companies (Indian Accounting Standards) Amendment Rules, 2018 notifying Ind AS 115, "Revenue from Contract with Customers" and Appendix B to Ind AS 21 "Foreign currency transactions and advance consideration" which are applicable with effect from financial periods beginning on or after 1st April, 2018.

Ind AS 115 – Revenue from Contract with Customers

The standard requires that an entity should recognize revenue to depict the transfer of promised goods or services to customers for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The effect of this amendment on the financial statements of the Company is being evaluated.

Ind AS 21 – Appendix B "Foreign currency transactions and advance consideration"

This Appendix applies to a foreign currency transaction (or part of it) when an entity recognises a non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration before the entity recognises the related asset, expense or income (or part of it). The effect of this amendment on the financial statements of the Company is being evaluated."

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The financial statements have been prepared under the historical cost convention on accrual basis except certain financial instruments that are measured in terms of relevant Ind AS at amortized costs at the end of each reporting period.

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

Operating cycle for the business activities of the company covers the normal duration of the project/ contract/ service including the defect obligation period, wherever applicable, and extends up to the realisation of receivables (including retention money) within the credit period normally applicable to the respective project. In cases where the operating cycle cannot be identified in the normal course, the same has been assumed to have duration of twelve months. Accordingly, all Assets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in Ind AS 1 'Presentation of financial statements' and Schedule III to the Companies Act, 2013. The standalone financial statements are presented in Indian Rupees ('INR'), which is the Company's functional and presentation currency and all amounts are rounded to the nearest Lakhs in two decimals (except otherwise indicated).

(b) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

- (a) Level 1: inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2: inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.
- (c) Level 3: inputs for the asset or liability which are not based on observable market data (unobservable inputs).

The company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

responsibility for overseeing all significant fair value measurements who regularly review significant unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

(c) Accounting Estimates

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years.

(d) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

(e) Recoverability of claims

The Company has claims in respect of cost over-run arising due to client caused delays, suspension of projects, deviation in design and change in scope of work etc., which are at various stages of negotiation/ discussion with the clients or under arbitration. The realisability of these claims are estimated based on contractual terms, historical experience with similar claims as well as legal opinion obtained from internal and external experts, wherever necessary. Changes in facts of the case or the legal framework may impact realisability of these claims.

(f) Property Plant and Equipment (PPE)

Property, plant and equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose, cost include deemed cost on the date of transition and comprises purchase price of assets or its construction cost including duties and taxes, inward freight and other expenses incidental to acquisition or installation and adjustment for exchange differences wherever applicable and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the income statement when incurred.

Depreciation :

Depreciation on PPE is provided as per Schedule II of the Companies Act, 2013 on straight line method.

Assets costing rupees five thousand or less are being depreciated fully in the year of addition/acquisition.

Depreciation on Property, Plant and Equipments commences when the assets are ready for their intended use. Based on above, the estimated useful lives of assets for the current period are as follows.

Category	Useful life
Buildings	60 Years
Plant and machinery	15 Years
Computer equipment	3 Years
Furniture and fixtures	10 Years
Office equipment	5 Years
Vehicles - Motor cycles, scooters and other mopeds"	8 Years

Depreciation methods, useful lives and residual values and are reviewed and adjusted as appropriate, at each reporting date.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

(g) Derecognition of Tangible assets:

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

(h) Inventories:

Construction materials are valued at lower of cost and fair value (except scrap/ waste which are valued at net realizable value). Cost of inventories is ascertained on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and selling costs. The cost is computed on weighted average basis.

Provision for obsolescence in inventories is made, whenever required.

(i) Financial assets and financial liabilities

Financial assets and financial liabilities (financial instruments) are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value through Profit and Loss (FVTPL) or at Fair Value Through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

(i) Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

(ii) Financial Assets and Financial Liabilities measured at amortised cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

The above Financial Assets and Financial Liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts (including all fees and points paid or received, transaction costs and other premiums or discounts) through the expected life of the Financial Asset or Financial Liability to the gross carrying amount of the financial asset or to the amortised cost of financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

(iii) Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

(iv) For the purpose of para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

(v) Financial Assets or Liabilities at Fair value through profit or loss

Financial Instruments which does not meet the criteria of amortised cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. These are recognised at fair value and changes therein are recognized in the statement of profit and loss.

(vi) Investment in Subsidiaries and associates are being carried at cost.

(vii) Impairment of financial assets

The Company evaluates whether there is any objective evidence that financial assets including loan, trade and other receivables are impaired and determines the amount of impairment allowance as a result of the inability of the parties to make required payments. The Company bases the estimates on the ageing of the receivables, credit-worthiness of the receivables and historical write-off experience and variation in the credit risk on year to year basis.

(viii) Derecognition of financial instruments

The Company derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset (except for equity instruments designated as FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in statement of profit and loss.

On derecognition of assets measured at FVTOCI, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.

Financial liabilities are derecognized if the Company's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of Profit and Loss.

(j) Foreign Currency Transactions

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate as at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expense in the statement of profit and loss. Foreign exchange gain/loss to the extent considered as an adjustment to Interest Cost are considered as part of borrowing cost.

(k) Equity Share Capital

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium. Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

(l) Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the financial statements by way of notes to accounts when an inflow of economic benefits is probable.

Provisions for onerous contracts are recorded in the statements of operations when it becomes known that the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

(m) Employee Benefits

Employee benefits are accrued in the year in which services are rendered by the employees. Short term employee benefits are recognized as an expense in the statement of profit and loss for the year in which the related service is rendered.

Contribution to defined contribution plans such as Provident Fund etc, is being made in accordance with statute and are recognised as and when incurred.

Contribution to defined benefit plans consisting of contribution to gratuity are determined at close of the year at present value of the amount payable using actuarial valuation techniques. Actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income.

Other long term employee benefits consisting of Leave Encashment are determined at close of the year at present value of the amount payable using actuarial valuation techniques. The changes in the amount payable including actuarial gain/loss are recognised in other comprehensive income.

(n) Revenue recognition

- In respect of construction/ project related activity, the Company follows percentage of completion method. Percentage of completion is determined by survey of work performed / physical measurement of work actually completed at the balance sheet date taking into account contractual price/ unit rates and revision thereto.
- Revenue in respect of claims is recognised to the extent the Company is reasonably certain of their realisation.
- Other operational income is recognised on rendering of related services, as per the terms of the contracts.
- Other items of income are accounted as and when the right to receive arises.
- Dividend income

Dividend income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

- Interest income

Finance income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable EIR. Other income is accounted for on accrual basis. Where the receipt of income is uncertain, it is accounted for on receipt basis.

(o) Borrowing costs

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset, that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing cost also includes exchange differences to the extent considered as an adjustment to the borrowing costs.

(p) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

Finance Lease

Finance Lease that transfer substantially all of the risks and benefits incidental to ownership of the leased item, are capitalised at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and a reduction in the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's policy on borrowing costs.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating Lease

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by lessor are classified as operating leases.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned. Payments/receipts under operating lease are recorded in the Statement of Profit and Loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

(q) Taxes on income

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognized in the income statement except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current Tax

Current income tax is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is accounted for using the balance sheet liability method in respect of temporary Differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of taxable profit as well as for unused tax losses or credits. In principle, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Deferred tax assets and liabilities are also recognized on temporary differences arising from business combinations except to the extent they arise from goodwill that is not taken into account for tax purposes.

Deferred taxes are calculated at the enacted or substantially enacted tax rates that are expected to apply when the asset or liability is settled. Deferred tax is charged or credited to the income statement, except when it relates to items credited or charged directly to other comprehensive income in equity, in which case the corresponding deferred tax is also recognized directly in equity.

(r) Earnings per share

Basic Earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(s) Segment accounting

Operating segments are identified and reported taking into account the different risk and return, organisation structure and internal reporting system.

4. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the financial statements have been disclosed below. The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below:

(a) Contract estimates

The Company, being a part of construction industry, prepares budgets in respect of each project to compute project profitability. The two major components of contract estimate are 'claims arising during Construction period' and 'budgeted costs to complete the contract'. While estimating these

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

components various assumptions are considered by the management such as (i) Work will be executed in the manner expected so that the project is completed timely (ii) consumption norms will remain same (iii) Assets will operate at the same level of productivity as determined (iv) Wastage will not exceed the normal % as determined etc. (v) Estimates for contingencies (vi) There will be no change in design and the geological factors will be same as communicated and (vii) price escalations etc. Due to such complexities involved in the budgeting process, contract estimates are highly sensitive to changes in these assumptions all assumptions are reviewed at each reporting date.

(b) Depreciation and impairment on PPE

Property, plant and equipment are depreciated on straight-line basis over the estimated useful lives in accordance with Schedule II of the Companies Act, 2013, taking into account the estimated residual value, wherever applicable.

The company reviews its carrying value of its Tangible Assets whenever there is objective evidence that the assets are impaired. In such situation Assets' recoverable amount is estimated which is higher of asset's or cash generating units (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflect the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted. The Company reviews the estimated useful lives of the assets regularly in order to determine the amount of depreciation and amount of impairment expense to be recorded during any reporting period. This reassessment may result in change estimated in future periods.

(c) Impairment on Investments in Subsidiaries and associates

Investments in Subsidiaries and associates are been carried at cost. The company has tested for impairment at year end based on the market value where the shares are quoted, P/E ratio of similar sector company along with premium/discount for nature of holding and Net Asset Value computed with reference to the book value/ projected discounted cash flow of such company in respect of unquoted investments.

(d) Arrangements containing leases and classification of leases

The Company enters into service / hiring arrangements for various assets / services. The determination of lease and classification of the service / hiring arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

(e) Impairment allowances on trade receivables

The Company evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Company bases the estimates on the ageing of the trade receivables balance, credit-worthiness of the trade receivables and historical write-off experience. If the financial conditions of the trade receivable were to deteriorate, actual write-offs would be higher than estimated.

(f) Income taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

(g) Defined benefit obligation (DBO)

Critical estimate of the DBO involves a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate, anticipation of future salary increases etc. as estimated by Independent Actuary appointed for this purpose by the Management. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

(h) Provisions and Contingencies

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Company as it is not possible to predict the outcome of pending matters with accuracy.

The carrying amounts of provisions and liabilities and estimation for contingencies are reviewed regularly and revised to take account of changing facts and circumstances.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

5. PROPERTY, PLANT AND EQUIPMENT

As at 31 March, 2018

Particulars	Freehold Land	Buildings	Plant & Machinery	Furniture & Fittings	Vehicles	Office Equipment	Computer	Grand Total
(₹ in Lakhs)								
GROSS BLOCK								
Gross Carrying value as at April 1, 2017	10.62	1,633.10	16,552.96	362.61	372.27	194.48	118.16	19,244.20
Addition	-	-	2.40	0.15	-	0.34	0.37	3.26
Disposal/Adjustments	-	-	-	-	-	-	-	-
Gross Carrying value as at March 31, 2018	10.62	1,633.10	16,555.36	362.76	372.27	194.82	118.53	19,247.46
ACCUMULATED DEPRECIATION								
Accumulated Depreciation and Impairment as at April 1, 2017	-	58.37	2,823.76	99.15	167.90	90.48	82.58	3,322.24
Depreciation for the year	-	27.80	1,288.98	42.54	49.11	34.27	18.04	1,460.74
Disposal	-	-	-	-	-	-	-	-
Accumulated Depreciation as at March 31, 2018	-	86.17	4,112.74	141.69	217.01	124.75	100.62	4,782.98
Net Carrying value as at March 31, 2018	10.62	1,546.93	12,442.62	221.07	155.26	70.07	17.91	14,464.48

As at 31 March, 2017

Particulars	Freehold Land	Buildings	Plant & Machinery	Furniture & Fittings	Vehicles	Office Equipment	Computer	Grand Total
(₹ in Lakhs)								
GROSS BLOCK								
Gross Carrying value as at April 1, 2016	10.62	1,633.10	17,857.93	353.28	378.12	163.87	108.65	20,505.56
Addition	-	-	385.40	9.33	2.80	30.61	9.51	437.65
Disposal/Adjustments	-	-	1,690.37	-	8.65	-	-	1,699.01
Gross Carrying value as at March 31, 2017	10.62	1,633.10	16,552.96	362.61	372.27	194.48	118.16	19,244.20
ACCUMULATED DEPRECIATION								
Accumulated Depreciation and Impairment as at April 1, 2016	-	29.19	1,441.91	48.74	97.57	45.09	52.68	1,715.19
Depreciation for the year	-	29.18	1,547.32	50.41	75.01	45.39	29.90	1,777.22
Disposal	-	-	165.47	-	4.69	-	-	170.16
Accumulated Depreciation as at March 31, 2017	-	58.37	2,823.76	99.15	167.90	90.48	82.58	3,322.24
Net Carrying value as at March 31, 2017	10.62	1,574.73	13,729.21	263.46	204.37	104.00	35.58	15,921.96

Notes:

5.1 The company has elected to continue with the net carrying value of Property, Plant and Equipment as on the date of transition (1st April, 2015) measured as per Previous GAAP as deemed cost under Ind AS 101 "First -Time Adoption of Indian Accounting Standards".

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

6. Non Current Investments:

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Investment in Equity Instruments		
In Wholly Owned Subsidiaries (at Cost)		
AAP Infrastructure Limited *	1,200.00	1,200.00
1,20,00,000 (2017: 1,20,00,000) equity shares of ₹10/- each fully paid up		
MBL Highway Development Co. Limited *	5,110.00	5,110.00
5,11,00,000 (2017: 5,11,00,000) equity shares of ₹10/- each fully paid up		
MBL (MP) Toll Road Co. Limited*	1,500.00	1,500.00
1,50,00,000 (2017: 1,50,00,000) equity shares of ₹10/- each fully paid up		
MBL (Haldia) Toll Road Co. Ltd.	7.25	7.25
72,500 (2017: 72,500) equity shares of ₹10/- each fully paid up		
In Partly Owned Subsidiaries (at cost)		
Suratgarh Bikaner Toll Road Company Private Limited *	11,527.00	11,527.00
10,02,70,000 (2017: 10,02,70,000) equity shares of ₹10/- each fully paid up		
MBL Projects Ltd.	1,495.11	1,495.11
1,49,51,093 (2017: 1,49,51,093) equity shares of ₹10/- each fully paid up		
MBL (MP) Road Nirman Co. Ltd.	1,000.00	1,000.00
1,00,00,000 (2017: 1,00,00,000) equity shares of ₹10/- each fully paid up		
MBL (Udaipur Bypass) Road Limited	0.01	0.01
50 (2017: 50) equity shares of ₹10/- each fully paid up		
Investment Others at amortised cost		
MBL (CGRG) Road Limited	0.01	0.01
50 (2017: 50) equity shares of ₹10/- each fully paid up		
MBL (GSY) Road Limited	0.01	0.01
50 (2017: 50) equity shares of ₹10/- each fully paid up		
In Associates (at cost) **		
Orissa Steel Expressway Private Limited		
23743800 (2017:23743800) equity shares of ₹10/- each fully paid up	-	-
TOTAL	21,839.39	21,839.39

* 100% investment in equity shares of wholly owned subsidiary, AAP Infrastructure limited, 30% investment in equity shares of wholly owned subsidiaries, MBL Highway Development Company limited and MBL (MP) Toll Road Company limited and 5,49,31,000 (PY 5,49,31,000) equity shares of partly owned subsidiary, Suratgarh Bikaner toll Road Company Private limited have been pledged with bankers against long term credit facilities availed by the respective subsidiary company.

** Net of the amount of ₹2374.38 Lakhs received by the Company and appearing in long term liabilities in earlier years

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

6.1 Statement of investment in Subsidiaries

(a) Investment in Subsidiaries

(₹ in Lakhs)

Name of the Company	Country of Incorporation	% of holding as at 31st March 2018	% of holding as at 31st March 2017
AAP Infrastructure Limited	India	100.00	100.00
MBL Highway Development Co. Limited	India	100.00	100.00
MBL (MP) Toll Road Co. Limited	India	100.00	100.00
MBL (Haldia) Toll Road Co. Ltd.	India	100.00	100.00
Suratgarh Bikaner Toll Road Company Private Limited	India	58.96	58.96
MBL Projects Ltd.	India	50.10	50.10
MBL (MP) Road Nirman Co. Ltd.	India	25.14	25.14
MBL (Udaipur Bypass) Road Limited	India	0.10	0.10

6.2 An amount of ₹1,500 lakhs classified as loans and advances in the previous year has been reclassified as Investments during the year ending March 31st 2018. As result of the reclassification previous year ending i.e. March 31st 2017 figures have also been reclassified. The resultant impact of the reclassification on (i) other equity ₹(107.95) Lakhs, (ii) finance cost ₹(627.55) Lakhs (iii) other income ₹(519.59) Lakhs, (iv) other non current assets ₹(105.85) Lakhs, (v) other current assets ₹(105.85) Lakhs, (vi) non current financial assets-loan ₹(1,180.36) Lakhs and (vi) non current investments ₹1,500 Lakhs. The resultant net impact on statement of Profit & Loss for the year ended 31st March 2017 is ₹ 107.95 Lakhs.

7. Trade Receivables:

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Secured, Considered Good			
Unsecured, Considered Good*	7.1 & 13.1	85,403.10	98,906.40
TOTAL		85,403.10	98,906.40

* Refer Note 13 for Current portion of Trade Receivables

7.1 The above balances are subject to confirmation/reconciliation and consequential impact thereof.

7.2 Breakup of debtors is as follows:

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Non Current		85,403.10	98,906.40
Current		9,177.28	23,076.13
Deferred (Non current)	11	71,671.49	42,812.87
Deferred (Current)	17	9,903.88	146.19
TOTAL		1,76,155.75	1,64,941.59

7.3 Ageing of trade receivables

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Within Credit period		5,290.84	1,628.61
Less than 180 days		1,303.52	1,60,079.39
More than 180 days		1,69,561.40	3,233.59
TOTAL		1,76,155.75	1,64,941.59

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

8. Non-Current Financial Assets- Loans

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Loan to related parties:		
- Unsecured, Considered Good*	3,711.42	5,327.72
TOTAL	3,711.42	5,327.72

*Refer Note 40 with regard to related party transactions.

8.1 An amount of ₹1,500 lakhs classified as loans and advances in the previous year has been reclassified as Investments during the year ending March 31st 2018. As result of the reclassification previous year ending i.e. March 31st 2017 figures have also been reclassified. The resultant impact of the reclassification on (i) other equity ₹(107.95) Lakhs, (ii) finance cost ₹(627.55) Lakhs (iii) other income ₹(519.59) Lakhs, (iv) other non current assets ₹(105.85) Lakhs, (v) other current assets ₹(105.85) Lakhs, (vi) non current financial assets-loan ₹ (1,180.36) Lakhs and (vi) non current investments ₹1,500 Lakhs. The resultant net impact on statement of Profit & Loss for the year ended 31st March 2017 is ₹107.95 Lakhs.

9. Non- Current Financial Assets- Other Financial Assets

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Carried at amortised cost			
Deposits with Banks having maturity more than 12 months	15.1	215.10	-
TOTAL		215.10	-

10. Deferred Tax Assets

The following is the analysis of deferred tax assets/(liabilities) presented in the Balance Sheet:

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Deferred Tax Asset		4,942.38	5,296.62
Deferred Tax Liabilities	47(c)	1,920.58	2,909.47
TOTAL		3,021.80	2,387.15

Refer Note 47(c) for components of Deferred tax assets and liabilities

11. Other Non Current Assets

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Deferred credit-deposits/others		73,141.34	27,960.35
Prepaid expenses		-	17.68
TOTAL		73,141.34	27,978.03

12. Inventories

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
(As valued and certified by the management)			
(at cost or net realisable value, whichever is lower)			
Construction materials at site		629.88	2,508.88
TOTAL		629.88	2,508.88

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

13. Current Financial Assets–Trade Receivables

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
(Unsecured – considered good unless otherwise stated)			
Considered Good	13.1	9,177.28	23,076.13
		9,177.28	23,076.13
Less: Impairment Allowance for Doubtful Receivables		-	-
TOTAL		9,177.28	23,076.13

13.1 The above balances are subject to confirmation/reconciliation and consequential impact thereof.

Refer Note 7.3 for ageing of trade receivables

14. Current Financial Assets–Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Balances with banks:			
On current accounts		113.43	229.91
Cash on hand		7.75	17.27
Deposits with banks having maturity less than 3 months	15.1	321.60	109.73
TOTAL		442.78	356.91

15. Current Financial Assets–Other bank Balances

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Deposits with banks having maturity more than 3 months but less than 12 months	15.1	-	658.58
Balances with Bank	15.2	-	0.46
Unclaimed Dividend	15.2	1.90	2.21
TOTAL		1.90	661.25

15.1 Fixed deposits (includes maturity less than 3 months, 3-9 months & more than 12 months) pledged with banks, as margin of ₹321.60 (2017: ₹422.16)
Fixed deposits (includes maturity less than 3 months, 3-9 months & more than 12 months) pledged with others, as security deposit of ₹215.10 lakhs (as at 31st March, 2017: ₹346.15 lakhs)

15.2 Includes unclaimed share application and interest of ₹Nil (As at 31st March, 2017: ₹0.46 Lakhs) and unclaimed dividend of ₹1.90 Lakhs (as at 31st March, 2017: ₹2.21 Lakhs)

16. Current Financial Assets–Others

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Unsecured Considered Good unless otherwise stated			
Advance to Related Parties (Refer note no. 40)		5,136.72	4,525.80
Security and Other Deposits	16.1	359.79	295.23
Accrued Interest on fixed deposits		121.54	116.86
Others		93.31	75.63
TOTAL		5,711.36	5,013.52

16.1 The above balances are subject to confirmation/reconciliation and consequential impact thereof.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

17. Other Current Assets

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Advance against materials, services etc.	17.1	3,336.48	4,777.68
Deferred credit-deposits/others		10,271.34	14,932.32
Prepaid expenses		32.03	243.28
TOTAL		13,639.85	19,953.28

17.1 Advance against materials, services are subject to confirmations from certain parties.

18. Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Authorised Shares		
5,00,00,000 (5,00,00,000) Equity Shares of ₹10/- Each	5,000.00	5,000.00
	5,000.00	5,000.00
Issued, Subscribed & Fully Paid Up Shares		
4,14,54,624 (4,14,54,624) equity shares of ₹10/- each fully paid up	4,145.46	4,145.46
	4,145.46	4,145.46

18.1 The company has only one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share.

18.2 The dividend proposed by the board of directors is subject to the approval of shareholders.

18.3 In the event of Liquidation, the Equity Shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholding.

18.4 Reconciliation of shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Number	Value (₹ in Lakhs)	Number	Value (₹ in Lakhs)
Equity Shares:				
No. of Shares at the beginning of the year	4,14,54,624	4,145.46	4,14,54,624	4,145.46
Add: Shares issued during the year	-	-	-	-
No. of Shares at the end of the year	4,14,54,624	4,145.46	4,14,54,624	4,145.46

18.5 The company had allotted 2,07,27,312 fully paid up equity shares of face value ₹10/- each, in the ratio of one equity shares for every equity shares held, during the quarter ended 30th September, 2015, pursuant to a bonus issue approved by the shareholders at the annual general meeting, held on 17th July, 2015, by capitalisation of capital redemption reserve & securities premium reserve.

18.6 The details of shareholders holding more than 5% shares of the aggregate share in the company:

Name of the Shareholder	As at 31st March, 2018		As at 31st March, 2017	
	Number	Value (₹ in Lakhs)	Number	Value (₹ in Lakhs)
MBL A Capital Limited	37,24,877	8.99%	42,94,877	10.36%
Anjaneer Kumar Lakhotia	-	-	31,95,528	7.71%
Prabhu International Vyapar Private Limited	34,08,316	8.22%	34,08,316	8.22%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

19. Other equity

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Capital Reserve	40,212.56	-
Securities Premium Reserve	20,703.24	20,703.24
General Reserve	34,962.41	34,962.41
Retained earnings	(10,296.82)	6,013.20
Other Comprehensive Income		
Remeasurement of defined benefit plans	76.85	17.60
TOTAL	85,658.24	61,696.45

Refer Statement of changes in Equity (SoCE) for movement in balances of reserves.

Nature and purpose of Reserves:-

1. Securities Premium Reserve

Securities Premium Reserve represents the amount received in excess of par value of securities and is available for utilisation as specified under Section 52 of Companies Act, 2013.

2. General Reserve

The general reserve is created from time to time by appropriating profits from retained earnings. The general reserve is created by a transfer from one component of equity to another and accordingly it is not reclassified to the Statement of profit and loss.

3. Retained Earnings

Retained Earnings generally represent the undistributed profits /amount of accumulated earnings of the Company.

4. Capital Reserve

Capital Reserve represents adjustments arising out of Resolution Plan under Insolvency and Bankruptcy Code, 2016 approved by the Hon'ble NCLT on 18th April, 2018 as stated in Note No. 39.

5. Other Comprehensive Income

Other Comprehensive Income represent the balance in equity relating to actuarial gain and losses on defined benefit obligations. This will not be reclassified to statement of Profit and Loss account.

20. Non Current Financial Liability – Borrowings

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Secured Term Loan			
Equipment/Vehicle Finance/Term Loan/External Commercial Borrowings	20.1		
-From Banks		12,222.51	8,466.22
-From others		4,018.32	1,345.56
Restructured facilities from banks	20.2	52,793.82	-
TOTAL		69,034.65	9,811.78

20.1 Equipment / Vehicle finance/ External commercial borrowings (ECB) availed from banks and others are secured by hypothecation of specific equipments; comprising construction equipments acquired out of the said loans and personal guarantee of promoter director of the company.

20.2 Restructuring in term of Resolution Plan

(A) In terms of the Resolution Plan, there will be working capital term loan of ₹3,737.93 Lakhs from the consortium of banks. The rate of interest on such loan will be 1 year MCLR of SBI plus spread of 0.70% p.a and will be repaid in 39 unequated quarterly installments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

The Working Capital Term Loan secured/ to be secured as follows:

- (i) 1st pari-passu charge on the entire Fixed Assets (movable and immovable) of the Company except those specifically charged to Equipment/ECB lenders.
 - (ii) 1st pari-passu charge on the long term receivables.
 - (iii) 2nd pari-passu charge on the entire current assets of the company.
- (B) In terms of the Resolution Plan, there will be secured Non-Convertible Debentures at a coupon rate of 0.10% to the consortium of banks to be redeemed over a period of 9.75 years (at a premium of 10% at the time of final redemption). The payment of the interest will be made quarterly on the last date of the quarter.

The payment of the Principal amount in 39 unequated quarterly installments.

A security trustee will be appointed for creation of security and the amount of NCDs aggregating to ₹87,537.50 lakhs (Including Deferred Credit to ₹38,481.60) will be secured by:

- (i) 1st pari-passu charge on the long term receivables.
 - (ii) 2nd pari-passu charge on the entire current assets of the company.
- (C) All the amounts will be paid after proper reconciliation and without prejudice to legal remedies available to the Company. The Company will have the option to prepay the dues to banks, financial institutions /creditors (based on time value of their dues at discount rate), without any additional levies.

20.3 Maturity profile of long term borrowings are set out below:

(₹ in Lakhs)

Particulars	Rate of Interest(%)*	within 1 year	1 to 2 years	2 to 3 years	beyond 3 years
From Banks	between 1 Year SBI MCLR + (0.70 % p.a.)	438.65	869.15	936.52	63,210.66
From Other	between 1 Year SBI MCLR + (0.70 % p.a.)	16.03	34.40	40.34	3,943.58
TOTAL		454.68	903.55	976.86	67,154.24

* Interest rates have been considered as per the resolution plan approved by the NCLT on 18th April, 2018.

21. Non Current Financial Liability –Trade Payable

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
A) Total outstanding dues of micro enterprises and small enterprises	27.1	-	-
B) Total outstanding dues of Creditors other than micro enterprises and small enterprises	27.2	6,800.98	-
TOTAL		6,800.98	-

22. Non Current Financial Liability –Other Financial Liability

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Other Payable	554.16	-
TOTAL	554.16	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

23. Non Current Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Provision for employee benefits	62.86	144.22
TOTAL	62.86	144.22

24. Other Non Current Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Statutory Dues Payable/Other liabilities	1,036.44	-
Deferred Credit	35,701.22	-
TOTAL	36,737.66	-

25. Non Current Tax Liabilities (net)

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Provision for Tax (net of advance tax)	25.1	2,448.52	-
TOTAL		2,448.52	-

25.1 Provision for tax of ₹13642.36 lakhs is net of advance tax of ₹11,193.84 lakhs.

26. Current Financial Liability – Borrowings

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Secured			
-Working Capital facilities from banks (repayable on demand)	26.1	3,737.61	1,14,709.23
-Dissenting financial creditors*		4,902.25	
-Others	26.2	628.91	3,598.93
Unsecured			
-Loan and Advances from Body Corporates		2,716.00	2,446.23
-Book Overdraft		27.18	1,499.18
TOTAL		12,011.95	1,22,253.57

26.1 Restructuring of working capital facilities in term of Resolution Plan

In terms of the Resolution Plan, working capital facilities will be ₹3,737.61 lakhs (cash credit) from the consortium of banks. The rate of interest on such cash credit will be 1 year MCLR of SBI plus spread of 0.70% p.a. The Working Capital facilities will be secured by:

- 1st pari-passu charge on the entire current assets of the company.
- 2nd pari-passu charge on the entire Fixed Assets (movable and immovable) of the Company.
- 2nd pari-passu charge on the long term receivables.

The working capital dues will also be secured by the personal guarantee of Mr Anjanee Kumar Lakhota and further pledge of 24% of promoter's shareholding to the consortium of working capital lenders.

*Payable upon reconciliation to dissenting financial creditors as per Resolution Plan under IBC, 2016 as stated in Note No. 39.

26.2 Short term secured borrowings from other party is secured by subservient charge on the current asset of the Company. Further, there is a collateral security by way of pledge of 14,12,000 nos. (as on 31st March 2017: 30,41,073 nos.) shares of the Company by Promoter Company MBL A Capital Limited and 2,50,000 nos. (as on 31st March 2017: 26,19,000 nos.) shares of Anjanee Kumar Lakhota-Chairman & Managing Director of the company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

27. Current Financial Liability –Trade Payables

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Acceptances		-	542.14
A) Total outstanding dues of micro enterprises and small enterprises	27.1	-	-
B) Total outstanding dues of Creditors other than micro enterprises and small enterprises	27.2	4,180.63	11,415.14
TOTAL		4,180.63	11,957.28

27.1 Disclosure of Trade Payables is based on information available with Company regarding the status of suppliers if any, as defined under the "Micro, Small and Medium Enterprise Development Act, 2006". There are no delays in payment made to such suppliers. There is no overdue amount outstanding as at the balance sheet date.

27.2 Balances are subject to confirmations/reconciliations and consequential impact thereof.

28. Current Financial Liability –Others

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Current maturity of Long Term Debt			
-From Banks		438.65	2,264.48
-From Others		16.03	928.76
Interest accrued		-	132.41
Unclaimed Dividend		1.90	2.21
Unclaimed Share Application and interest thereon		-	0.46
Share Application Money	28.1	280.00	-
Other Payables		1,534.63	4,169.56
TOTAL		2,271.21	7,497.88

28.1 Pursuant to the approved resolution plan by Hon'ble National Company law Tribunal, Kolkata Bench (Hon'ble NCLT) by its order dated 18th April 2018, company has received sum of Rs. 280 lakhs as share application money from promoters and promoter group during the financial year 2017-18.

29. Other Current Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Capital Vendors	69.33	69.39
Advance from Customers	163.63	2,563.91
Advance from Related Parties	2,598.82	-
Statutory Dues Payable	-	830.37
Deferred Credit	4,404.27	-
TOTAL	7,236.05	3,463.67

30. Current Liability –Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Provision for Employee Benefits	4.13	12.96
Tax on proposed dividend	253.18	253.18
TOTAL	257.31	266.14

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

31. Current Tax Liabilities (net)

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Provision for Tax (net of advance tax)	31.1	-	2,694.17
TOTAL		-	2,694.17

31.1 Provision for tax of Nil (2016-17 ₹13,642.36 lakhs) is net of advance tax of Nil (2016-17 ₹10,948.19 lakhs).

32. Revenue from Operations

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Construction and Project related activities	48,674.13	2,27,123.53
TOTAL	48,674.13	2,27,123.53

33. Other Income

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Interest on fixed deposits	29.77	224.91
Interest income on Financial Asset carried at amortised cost		
-Retention Money	146.18	248.31
-Deposits	5,176.49	2,468.45
-Loan	321.78	319.09
Claims	-	24.25
Miscellaneous income and receipts	186.68	358.68
TOTAL	5,860.90	3,643.69

34. Cost of Material Consumed

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Cost of Material Consumed	3,686.94	2,02,799.06
TOTAL	3,686.94	2,02,799.06

35. Employee Benefit Expenses

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Salaries, Wages and Bonus	777.03	3,284.81
Contribution to Provident and Other funds	41.90	195.32
Provision for Employee Retirement Benefits	4.77	26.76
Staff Welfare Expenses	33.89	108.15
TOTAL	857.59	3,615.04

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

36. Finance Cost

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Interest expense	24,596.62	14,494.03
Other borrowing costs	-	256.19
Net loss on foreign currency transactions and translation	-	(240.58)
TOTAL	24,596.62	14,509.64

37. Depreciation and Amortisation Expense

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Depreciation and Amortisation	5	1,460.74	1,777.22
TOTAL		1,460.74	1,777.22

38. Other Expenses

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Direct labour, sub-contract etc.		6,605.44	9,458.25
Stores and spares consumed		13.69	499.24
Power, fuel and lubricants		86.02	2,344.07
Hire charges - vehicles and equipments		34.97	818.46
Sites rent		88.71	265.86
Repairs to machinery		34.30	45.32
Insurance		84.65	131.97
Rates and taxes, excluding taxes on income		117.12	3,417.23
Other repairs		35.67	139.16
Remuneration to Auditors	38.1	28.55	17.01
Loss on sale of fixed assets		-	130.74
Bank commission and charges		184.57	1,144.50
Site development expenses		0.35	4.41
CSR expenses	38.2	0.50	10.46
Director's Sitting Fees		-	7.20
Miscellaneous expenses		754.05	2,207.79
Reversal of claims		32,840.58	-
TOTAL		40,909.17	20,641.67

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

38.1 Remuneration to Auditors comprises of:

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Payment to Auditors		
-Statutory audit	25.75	14.38
-Tax audit	2.50	1.73
-Cost audit	0.30	0.30
-Certification fees etc.	-	0.60
TOTAL	28.55	17.01

38.2 The CSR expenditure comprises the following:

(a) Gross amount required to be spent by the Company during the year: ₹65.74 Lakhs (Previous year ₹160.21 Lakhs)

(b) Amount spent during the year on:

S. No.	Particulars	As at 31st March, 2018			As at 31st March, 2017		
		Paid	Yet to be Paid	Total	Paid	Yet to be Paid	Total
i	Construction/acquisition of any asset	-	-	-	-	-	-
ii	On purpose other than (i) above	0.50	65.24	65.74	10.46	149.75	160.21
	TOTAL	0.50	65.24	65.74	10.46	149.75	160.21

39.

39.1 Exceptional Items

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
CIRP Cost	275.74	-
Less:- GST Input	14.87	-
CIRP Cost (net)	260.87	-
Adjustment of Interest as per Resolution plan	(13,753.68)	-
Adjustment of Dissenting Financial Creditors	(26,719.75)	-
TOTAL	(40,212.56)	-

The Corporate Insolvency Resolution Process (CIRP) for the Company under the Insolvency & Bankruptcy Code, 2016 (IBC, 2016) was initiated pursuant to an order dated 30th March 2017 of Hon'ble National Company law Tribunal, Kolkata Bench (Hon'ble NCLT). The Resolution Plan dated 22nd November 2017 submitted by Mr A. K. Lakhotia, Promoter Director after being voted in favour by the Committee of Creditors was approved by Hon'ble NCLT by its order dated 18th April 2018. The powers of the Board of Directors which were suspended during CIRP from 30th March 2017 to 18th April 2018 have been reinstated with effect from 19th April 2018 and the management of the affairs of the Company is now under the control and supervision of the Board of Directors of the company. Four of the dissenting banks have filed appeals with Hon'ble National Company Law Appellate Tribunal against the NCLT order dated 18th April 2018 approving the Resolution Plan. The Resolution Plan, inter-alia, provides for the payment of liabilities, subject to reconciliation and legal remedies, as follows:

- (i) Payment of CIRP cost and workmen dues on priority.
- (ii) Operational and other creditors (except financial creditors) to be paid in three years.
- (iii) Statutory dues to be paid in three years.
- (iv) Assenting Financial Creditors:
 - a) Cash credit facility amounting to ₹3,737.61 Lakhs @ one year MCLR of SBI plus spread of 0.70% p.a
 - b) Working Capital Term Loan amounting to ₹3,737.61 Lakhs @ one year MCLR of SBI plus spread of 0.70% p.a.
 - c) Issuance of Secured 0.10% Non-convertible debentures (NCDs) amounting to ₹87,867.00 Lakhs redeemable over a period of 9.75 years (at a premium of 10% at the time of final redemption).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

- d) External Commercial Borrowings amounting to ₹12,281.36 Lakhs be restructured to be paid over a period of 9.75 years @ one year MCLR of SBI plus spread of 0.70% p.a. in Indian rupees.
- e) Term Loans from NBFC Lenders amounting to ₹4,034.35 Lakhs to be restructured to be paid over a period of 9.75 years @ one year MCLR of SBI plus spread of 0.70% p.a..

The repayment of the aforesaid liabilities at (b), (d) and (e) would be made in 39 unequaled quarterly installments. NCDs pursuant to (c) above have since been issued and are redeemable in 39 unequaled quarterly installments.

- (v) Dissenting financial creditors - to be paid liquidation value amounting to ₹4,902.25 Lakhs as per IBC, 2016.

In terms of Ind AS 10 "Events after the Reporting Period" the impact of the Resolution Plan being adjusting event has been given effect to as on 31st March 2018. Accordingly, the resultant impact of the adjustments of the item (ii), (iii) and (iv) detailed above is as under:-

Description	Reclassified from Current Liabilities	Reclassified to:			
		Long Term Liabilities	Other Current Financial Liabilities	Other Non Current Liabilities	Other Current Liabilities
Borrowings	(91,604.93)	52,793.82	393.04	34,576.27	3,841.81
Trade Payable	(8,361.27)	6,800.98		1,040.19	520.10
Other Financial Liability (Other Payable)	(681.30)	554.16		84.76	42.38
Other Current Liabilities (Statutory Dues)	(1,036.44)	1,036.44			
Current Tax liability	(2,448.52)	2,448.52			
Total	(1,04,132.46)	63,633.92	393.04	35,701.22	4,404.29

The Adjustment arising out of Resolution Plan including the difference between the admitted claims and liquidation value payable to the dissenting financial creditors to the approved Resolution Plan and other adjustment net of CIRP cost have been disclosed as "Exceptional Item" and are treated as "Capital Reserve". The following items are part of exceptional items - (a) Adjustment for liquidation value ₹26,719.75 lakhs, (b) Interest ₹13,753.68 Lakhs, and (c) CIRP Cost (₹275.74 lakhs, less GST Input ₹14.87 lakhs) net ₹(260.87) Lakhs.

- 39.2** The proceedings under Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as 'IBC') are subject to either resolution or liquidation of a Company. Section 238 of the IBC provides that its provisions override other statutes.

Exceptional Items(Net) amounting to Rupees 40,212.56 Lakhs are resulting from Corporate Insolvency Resolution Process (CIRP) and are capital in nature and no income/profit has accrued and no cash flow is to be realised to the Company. The amount has been routed through Statement of Profit and Loss account as per requirement of Ind AS and being capital in nature has been transferred to Capital Reserve. Moreover no real income/profit has accrued to the Company and in view of above the same is not taxable under provisions of entire Income Tax Act and Rules.

40. Related Party Disclosures

Related parties have been identified in terms of Ind As 24 on "Related Party Disclosure" as listed below :

List of Related Parties where control exists

A Name of the Related Party	Relationship
AAP Infrastructure Ltd.	Subsidiary Company
MBL Highway Development Company Ltd.	Subsidiary Company
MBL (MP) Toll Road Company Ltd.	Subsidiary Company
MBL Projects Ltd.	Subsidiary Company
MBL (MP) Road Nirman Company Ltd.	Subsidiary Company
MBL (Haldia) Toll Road Company Ltd.	Subsidiary Company
Suratgarh Bikaner Toll Road Company Private Ltd.	Subsidiary Company
MBL (Udaipur Bypass) Road Limited	Subsidiary Company
TCIL - MBL (JV) (51%)	Enterprises-Participation interest
MBL - Supreme (JV) (50%)	Enterprises-Participation interest
MBL- ABCI (JV) (60%)	Enterprises-Participation interest
MBL- VIL (JV) (60%)	Enterprises-Participation interest

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

B Key Management Personnel

Mr. Anjanee Kumar Lakhota

Mrs. Sunita Palita (Independent Director)

Mr. Ashwini Kumar Singh (Independent Director)

Mr. Bhagwan Singh Duggal (Independent Director)

Mr. Darshan Singh Negi (Chief Financial Officer)

Mr. Anubhav Maheshwari (Company Secretary)

Relationship

Chairman and Managing Director

Independent Director

Independent Director

Independent Director

Chief Financial Officer

Company Secretary

C Enterprises owned or significantly influenced by key management personnel or their relatives

MBL A Capital Ltd

Dipika Suppliers Pvt Ltd

Chetan Commotrade Pvt Ltd

SMH Infrastructure Pvt Ltd

Narayan Infracon Pvt Ltd

D Transactions during the year

(₹ in Lakhs)

Particulars	Subsidiary Companies		Key Management Personnel		Enterprises owned or significantly influenced by key management personnel or their relatives		Enterprises-Participation interest	
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017
Dividend								
Anjanee Kumar Lakhota			-	92.14				
MBL A Capital Ltd					-	211.81		
Advance Paid								
MBL Project Limited	9.64	14.69						
MBL (Udaipur Bypass) Road Limited	-	5.84						
Advance Refund								
SMH Infrastructure Pvt Ltd					14.29			
MBL Project Limited	264.66	-						
Operation and Maintenance Charges:								
AAP Infrastructure Limited	-	235.42						
Receipts								
TCIL - MBL (JV)							932.87	38.13
MBL - Supreme (JV)							-	1,044.84
MBL - ABCI (JV)							2,582.11	2,369.47
MBL - VIL (JV)							128.72	-
Paid								
MBL - Supreme (JV)							23.33	-
MBL - VIL (JV)							-	2,917.50
MBL A Capital Ltd.					128.45			
Development Charges etc								
MBL (MP) Toll Road Co. Ltd	59.98	184.90						
Suratgarh Bikaner Toll Road Company Pvt Ltd	-	7,809.68						
MBL (MP) Road Nirman Company Ltd	-	697.67						

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

E Outstanding Balance

(₹ in Lakhs)

Particulars	Subsidiary Companies		Key Management Personnel		Enterprises owned or significantly influenced by key management personnel or their relatives		Enterprises-Participation interest	
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017
Amount Receivable								
TCIL - MBL (JV)							719.80	3,167.92
MBL - Supreme (JV)							13.80	-
MBL - ABCI (JV)							2779.81	137.02
SMH Infrastructure Pvt Ltd					201.55	215.85		
Amount Payable								
MBL - ABCI (JV)								-
MBL - VIL (JV)							127.53	-
MBL - Supreme (JV)								154.32
MBL (Haldia) Toll Road Company Limited	4.89	-						
Anjanee Kumar Lakhotia			1,151.00	-				
MBL A Capital Ltd.					1,299.41	-		
Dipika Suppliers Pvt Ltd					250.04			
Chetan Commotrade Pvt Ltd					112.44			
Narayan Infracon Pvt Ltd					8.50	8.50		
Investment								
AAP Infrastructure Ltd.	1,200.00	1,200.00						
MBL Highway Development Company Ltd.	5,110.00	5,110.00						
MBL (MP) Toll Road Company Ltd.	1,500.00	1,500.00						
MBL Projects Ltd.	1,495.11	1,495.11						
MBL (MP) Road Nirman Company Ltd.	1,000.00	1,000.00						
MBL (Haldia) Toll Road Company Ltd.	7.25	7.25						
Suratgarh Bikaner Toll Road Company Private Ltd.	10,027.00	10,027.00						
MBL (Udaipur Bypass) Road Limited	0.01	0.01						
Long Term Advance								
MBL Projects Ltd.	3,711.42	5,327.72						
Deferred (Amortize Cost)								
MBL Projects Ltd.	1,837.31	547.99						
Short Term Advance								
MBL (Udaipur Bypass) Road Limited	5.84	5.84						
Development Charges Receivable								
MBL Highway Development Company Ltd.	1,512.84	1,473.77						
MBL (MP) Toll Road Company Ltd.	1,924.65	1,884.76						
Suratgarh Bikaner Toll Road Company Private Ltd.	172.35	157.49						
MBL (MP) Road Nirman Company Ltd.	525.85	525.85						

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

F Compensation to Key Managerial Personnel

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Short Term Employee Benefits	32.87	35.06
Post-employment benefits (includes provision for leave, gratuity and other post-retirement benefits)	1.77	0.87
Other long-term benefits (includes contribution to provident fund)	-	-
Termination Benefit	-	-
TOTAL	34.64	35.93

41. Employee Benefit

As per Ind AS - 19 "Employee Benefits", the disclosure of Employee Benefits as defined are given below:

Defined Contribution Plan

The Company makes Provident Fund and Employees State Insurance 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.

Expense recognised for Defined Contribution Plans for the year is as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Employer's Contribution to Provident Fund	31.66	152.77
Employer's Contribution to Employee State Insurance Corporation	6.33	21.02
TOTAL	37.99	173.79

Defined Benefit Plan

The Company has a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method.

Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligation & Change in Plan Assets:

Expense recognised for Defined Contribution Plans for the year is as under:

(₹ in Lakhs)

Sl.No	Particulars	Gratuity	Leave Encashment
(i)	Movement in Obligation		
	Present value of obligation – March 31, 2017	122.49	34.67
	Service cost	9.32	2.71
	Interest on defined benefit obligation	9.15	2.51
	Benefits settled	(1.66)	(2.67)
	Remeasurement- Actuarial (Gain)/Loss	(90.61)	(18.92)
	Present value of obligation – March 31, 2018	48.69	18.30
(ii)	Change in Plan assets	Gratuity (Funded)	
		31st March, 2018	31st March, 2017
	Fair Value of Plan assets at the beginning of the financial year	-	-
	Expected return on plan assets	-	-
	Actuarial gain/ (loss)	-	-
	Contributions	1.66	10.20
	Benefits settled	(1.66)	(10.20)
	Fair Value of Plan assets at the end of the financial year	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

Net Funded Status of Plan-Gratuity		(₹ in Lakhs)	
Sl.No	Particulars	31st March, 2018	31st March, 2017
(iii)	Closing Defined Benefit Obligation	48.69	122.49
	Closing fair value of plan assets	-	-
	Net Funded Status of Plan(Surplus/(Deficit))	(48.69)	(122.49)

Expenses recognised in the statement of Profit and Loss:		(₹ in Lakhs)	
Sl.No	Particulars	Gratuity	Leave Encashment
(iv)	Service cost	9.32	2.71
	Interest cost	9.15	2.51
	Actuarial gain/ (loss)	-	(18.92)
	Expected return on plan assets		
	For the year ended March 31, 2017	18.47	(13.70)
	Service cost	20.38	6.78
	Interest cost	9.91	3.49
	Actuarial gain/ (loss)	-	(16.91)
	Expected return on plan assets	-	-
	For the year ended March 31, 2018	30.29	(6.64)

Expenses recognised in Other Comprehensive Income-Gratuity		(₹ in Lakhs)	
Sl.No	Particulars	31st March, 2018	31st March, 2017
(v)	Remeasurement- Actuarial (Gain)/Loss	(90.61)	(38.26)
	Net expenses recognised in Other Comprehensive Income	(90.61)	(38.26)

Principal Actuarial Assumptions used for estimating the Company's defined benefit obligations		(₹ in Lakhs)	
Sl.No	Particulars	31st March, 2018	31st March, 2017
(vi)	Discounting rate (%)	7.52%	7.31%
	Estimated rate of return on plan assets (%)	0%	0.00%
	Salary Increase (%)	6%	6.00%
	Attrition rate (%)	5%	5.00%
	Mortality Rate	IALM (2006-08)	IALM (2006-08)
	Retirement age (years)	60	60

(vii) The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

(viii) The discount rate is based on the market yield available on long term government bonds.

(₹ in Lakhs)

Sl.No	Particulars	Gratuity	Leave Encashment
	As at March 31, 2018		
	Current liability	2.68	1.45
	Non current liability	46.01	16.86
	Total	48.69	18.31
	As at March 31, 2017		
	Current liability	8.97	3.98
	Non current liability	113.52	30.69
	Total	122.49	34.67

Sensitivity Analysis

(₹ in Lakhs)

Sl.No	Gratuity	Change in assumptions	31st March, 2018	31st March, 2017
	Discount rate	1.00%	(44.42)	(115.78)
		-1.00%	53.64	132.46
	Salary Growth rate	1.00%	53.51	131.55
		-1.00%	(44.47)	(115.40)
	Attrition rate	1.00%	48.81	125.60
		-1.00%	(48.54)	(120.17)
	Mortality Rate	10.00%	48.71	(121.39)

Leave Encashment

(₹ in Lakhs)

Sl.No	Gratuity	Change in assumptions	31st March, 2018	31st March, 2017
	Discount rate	1.00%	(16.96)	(31.56)
		-1.00%	19.85	38.30
	Salary Growth rate	1.00%	18.94	36.00
		-1.00%	(17.70)	(33.39)
	Attrition rate	1.00%	18.41	34.91
		-1.00%	(18.20)	(34.41)
	Mortality Rate	10.00%	18.31	34.69

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation, keeping all other actuarial assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

Maturity profile of Defined Benefit Obligation as on 31st March, 2018:

(₹ in Lakhs)

Period	Gratuity	Leave Encashment
Within 1 yr	2.68	1.45
1-2 yrs	2.03	0.97
2-3 yrs	1.83	0.87
3-4 yrs	2.13	0.95
4-5 yrs	2.63	0.98
5-10 yrs	10.15	4.01
Above 10 yrs	27.23	9.08
Total	48.68	18.31

42. Fair value of financial assets and liabilities

(₹ in Lakhs)

a) The carrying amounts and fair values of financial assets and liabilities are as follows:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets–At amortised cost				
Loans	3,711.42	3,711.42	5,327.72	5,327.72
Trade Receivables	94,580.38	94,580.38	1,21,982.53	1,21,982.53
Cash & Cash Equivalents	442.78	442.78	356.91	356.91
Other Bank Balances	1.90	1.90	661.25	661.25
Other Financial Assets	5,926.46	5,926.46	5,013.52	5,013.52
Total	1,04,662.95	1,04,662.95	1,33,341.93	1,33,341.93
Financial Liabilities–At amortised cost				
Borrowings	81,501.28	81,501.28	1,35,258.60	1,35,258.60
Trade Payable	10,981.61	10,981.61	11,957.28	11,957.28
Other Financial Liabilities	2,370.70	2,370.70	4,304.63	4,304.63
Total	94,853.60	94,853.60	1,51,520.51	1,51,520.51

The management considers that the above carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values. The above table includes the balances payable to financial and operational creditors in terms of the resolution plan under the IBC, 2016 as stated in Note No. 39.

b) Fair Value Technique

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate the fair values:-

- The fair value of cash and cash equivalents, trade receivables, current trade payables, current financial liabilities and borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The Board considers that the carrying amounts of financial assets and financial liabilities recognised at cost/amortised cost in the financial statements approximate their fair values.
- In terms of the resolution plan, the long term borrowings as on 31st March, 2018 are substantially at fixed rate. Accordingly, any increase or decrease in the market rate of interest will have implications on the fair value of long term debt in future years.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

42. Fair value of financial assets and liabilities (Contd.)

c) Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

Level 1

Quoted prices for identical assets / liabilities in active markets. It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date (like Mutual funds units).

Level 2

Inputs that are observable for the asset / liability (other than level 1 inputs), either directly (that is, as prices) or indirectly (that is, derived from prices). It includes fair value of the financial instruments that are not traded in an active market, is determined by using valuation techniques. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3

Significant Inputs for the asset or liability (instrument) that are not based on observable market data, is included in level 3.

For assets and liabilities which are measured at fair value as at Balance Sheet date, the classification of fair value calculations by category is summarized below:

Particulars	Level	(₹ in Lakhs)	
		Carrying Amount / Fair Value	
		31st March, 2018	31st March, 2017
Financial assets–At Amortised Cost			
Trade receivables	2	94,580.38	1,21,982.53
Loans	2	3,711.42	5,327.72
Other financial assets	2	5,926.46	5,013.52
Financial Liabilities –At Amortised Cost			
Borrowings	2	81,501.28	1,35,258.60
Trade payables	2	10,981.61	11,957.28
Other financial liabilities	2	2,370.70	4,304.63

43. Financial risk management, objective and policies

The Company's business activities are exposed to a variety of financial risks – credit risk, liquidity risk and market risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The risks are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

However, as indicated in note no. 39 entire loan has been restructured. In view of the above, the related risks have undergone significant variation leading to substantial improvement in financial position and will require reconsideration on giving effect to the above adjustments in the financial statement.

i) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables). To manage this, the management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. Receivables from customers are reviewed/evaluated periodically by the management and appropriate provisions are made to the extent recovery there against has been considered to be remote.

The carrying amount of respective financial assets recognised in the financial statements represents the Company's maximum exposure to credit risk.

Credit exposure is managed by counterparty limits for investment of surplus funds which is reviewed by the Management. Bank balances are held with reputed and creditworthy banking institutions.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

43. Financial risk management, objective and policies (Contd.)

Trade receivables disclosed include amounts that are past due at the end of the reporting period but against which the Company has not recognised an allowance for doubtful receivables because there has not been a significant change in credit quality and the amounts are still considered recoverable.

ii) Liquidity Risk

The company objective is maintaining optimum level of liquidity to meet its cash and collateral requirement at all times. The Company relies on Borrowing and internal accruals to meet its need for fund. The current committed lines of credit are sufficient to meet its short to medium term expansion needs.

The table provides undiscounted cash flow towards non-derivative financial liabilities and net settled derivative financial liabilities into relevant maturity based on the remaining period at balance sheet date to contractual maturity date.

As at 31st March, 2018

(₹ in Lakhs)

Particulars	Carrying Amount	Less than 12 months	More than 12 months	Total
Interest bearing borrowings (including current maturity)	81,501.28	12,466.63	69,034.65	81,501.28
Trade Payables	10,981.61	4,180.63	6,800.98	10,981.61
Other Financial Liabilities	2,370.70	1,816.54	554.16	2,370.70
Total	94,853.59	18,463.80	76,389.79	94,853.59

As at 31st March, 2017

(₹ in Lakhs)

Particulars	Carrying Amount	Less than 12 months	More than 12 months	Total
Interest bearing borrowings (including current maturity)	1,35,258.60	1,25,446.82	9,811.78	1,35,258.60
Trade Payables	11,957.28	11,957.28	-	11,957.28
Other Financial Liabilities	4,304.63	4,304.63	-	4,304.63
Total	1,51,520.51	1,41,708.73	9,811.78	1,51,520.51

iii) Market Risk

Market risk is the risk or uncertainty arising from possible market price movements resulting in fluctuation of the fair value of future cash flows of a financial instrument. The major components of Market risks are foreign currency exchange risk and interest rate risk. Financial instruments affected by market risk include borrowings.

a) Foreign Currency Risk

The company does not have any significant transaction in foreign currency except foreign currency ECB loan. There are no outstanding Derivative contracts as on 31st March 2018 however the company have Unhedged foreign currency exposure as on 31st march ,2018 (read with note no. 48).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

Summary of exchange difference accounted in Statement of Profit and Loss

(₹ in Lakhs)

Particulars	For the year ended 31-Mar-18	For the year ended 31-Mar-17
Net foreign exchange (gain) / losses	-	(240.58)
TOTAL	-	(240.58)

b) Interest rate and sensitivity

The company exposure in market relating to change in interest rate primarily arises from floating rate borrowing with banks and financial institutions. As at March 31, 2018, substantially all of the Company borrowings fall under the fixed interest rates (approved under resolution plan), hence there will be no interest rate risk. Considering the restructuring of borrowing, the carrying amount of said borrowing was considered to be fair value.

Borrowings

As at 31st March, 2018

(₹ in Lakhs)

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate (%)
INR	68,778.48	-	68,778.48	8.65%
USD	12,268.12	-	12,268.12	8.65%
Total	81,046.60	-	81,046.60	-

As at 31st March, 2017

(₹ in Lakhs)

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate (%)
INR	1,24,527.90	1,14,709.23	9,818.67	11.43%
USD	10,730.32	10,730.32	-	5.89%
Total	1,35,258.22	1,25,439.55	9,818.67	-

iv) Capital risk management

The Company's objectives when managing capital is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth. The Company sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments. The funding requirements are met through a mixture of equity, internal fund generation and other non-current borrowings. The Company's policy is to use current and non-current borrowings to meet anticipated funding requirements. The Company monitors capital on the basis of the gearing ratio which is net debt divided by total capital. Net debts are non-current and current debts as reduced by cash and cash equivalents.

The company also monitors capital using gearing ratio which is net debt divided by total capital. The gearing ratio is as follows:

Gearing Ratio

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Total Debt	81,501.28	1,35,258.60
Cash and Cash Equivalent	444.68	1,018.16
Net Debt (net of cash and cash equivalent)	81,056.60	1,34,240.44
Total Capital	89,803.70	65,841.91
Capital and net debt	1,70,860.30	2,00,082.35
Gearing Ratio	0.47	0.67

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

44. Contingent Liabilities and Commitments (to the extent not provided for)

Contingent Liabilities		(₹ in Lakhs)	
Sl.No	Particulars	31st March, 2018	31st March, 2017
a	Claims against the company / disputed liabilities not acknowledged as debts (to the extent ascertained)	1,713.32	1,117.98
b	Corporate guarantee given on behalf of wholly owned subsidiary company AAP Infrastructure Limited and MBL (MP) Toll Road Company Ltd.	4,934.64	5,400.71
c	Corporate Guarantees given on behalf of subsidiary Company Suratgarh Bikaner toll road Company Pvt. Ltd. for concessionaire's events of default	45,000.00	44,984.00
d	Outstanding bank guarantees	9,030.62	48,434.43
e	Tax matters in disputed under appeal	7,303.57	6,028.14

The Company's pending litigations comprises of claim against the Company and proceedings pending with tax/ statutory/Government Authorities. The Company has reviewed all its pending litigation and proceedings and has made adequate provisions, and disclosed the contingent liabilities, wherever applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material impact on its financial position. Future cash outflows in respect of Income tax (A.Y. 2004-05 to 2010-11, 2012-2013, 2013-2014 and 2014-2015) and sales tax (FY 2007-08 to 2015-16) are determinable only on receipt of judgment/ decisions pending with various forums/ authorities.

45. Earning per Share

Basic and diluted earnings/(loss) per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average of equity shares outstanding during the year.

Before Exceptional Items		(₹ in Lakhs)	
Particulars		31st March, 2018	31st March, 2017
Profit/(loss) attributable to equity shareholders		(16,250.78)	(6,489.13)
Weighted average number of equity shares (in nos.)		414.55	414.55
Basic & diluted earnings per equity share (In Rs)*		(39.20)	(15.65)

After Exceptional Items		(₹ in Lakhs)	
Particulars		31st March, 2018	31st March, 2017
Profit/(loss) attributable to equity shareholders		23,961.78	(6,489.13)
Weighted average number of equity shares (in nos.)		414.55	414.55
Basic & diluted earnings per equity share (In Rs)*		57.80	(15.65)

*There is no dilution to the basic EPS as there are no outstanding potentially dilutive equity shares.

46. Disclosure in accordance with Ind AS 11 'Construction contracts' – Amount due from/to customers on Construction Contracts (₹ in Lakhs)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Contract revenue recognised during the year	48,674.13	2,27,123.53
Aggregate amount of contract costs incurred and recognised profits (less recognised losses) as at the end of the financial year for all contracts in progress as at that date	1,17,119.40	1,13,253.13
Amount of customer advances outstanding for contracts in progress as at the end of the financial year	139.63	1,508.91
Retention amount by customers for contracts in progress as at the end of the financial year	1,136.79	1,453.22
Gross amount due from customers for contracts in progress	10,455.07	18,323.43
Gross amount due to customers for contracts in progress	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

47. Tax Expenses

(a) The major components of income tax expense for the year are as under:

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Income tax recognised in the Statement of Profit and Loss		
Current Tax	-	-
Deferred Tax	(666.00)	(6,061.24)
Total Income tax expenses recognised in statement of profit and loss	(666.00)	(6,061.24)
Income tax expense recognised in OCI		
Deferred tax expense on re-measurement of defined benefit plans	31.36	13.24
Income tax expense recognised in OCI	31.36	13.24
Total (Net)	(634.64)	(6,048.00)

(b) A reconciliation of income tax expense applicable to accounting profits / (loss) before tax at the statutory income rate to recognised income tax expense for the year indicated are as below:

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Accounting Profit/(Loss) before tax	23,236.53	(12,575.39)
Statutory income tax rate (%)	34.61	34.61
Tax as per income tax rate	8,041.70	(4,352.09)
Tax on Exempted Income	(13,916.76)	-
Tax on Corporate Social Responsibility	0.17	3.62
Tax on Temporary differences	(666.00)	(6,061.24)
Tax on Others	5,874.89	4,348.47
Total	(666.00)	(6,061.24)

(c) Gross deferred tax liability and assets for the year ended 31st March 2018 are as follows:

(₹ in Lakhs)				
Particulars	Opening Balance 01.04.2017	Recognised in Profit and Loss	Recognised in OCI	Closing Balance 31.03.2018
Deferred Tax Assets				
Provision for expense allowed for tax purpose on payment basis	45.59	11.96	(31.36)	26.20
Tax effect on Unabsorbed Loss and depreciation	4,192.69	-		4,192.69
Difference in carrying value and tax base of Financial asset carried at Amortised Cost	918.79	28,676.74		29,595.53
Difference in carrying value and tax base of Non-Financial Liability	139.55	13,740.16		13,879.71
Total Deferred Tax Assets	5,296.62	42,428.86	(31.36)	47,694.13
Deferred Tax Liabilities				
Difference between written down value/capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	1,908.45	12.13		1,920.58
Difference in carrying value and tax base of Financial Liability	163.45	13,720.84		13,884.29
Difference in carrying value and tax base of Non-Financial asset	837.57	28,029.89		28,867.46
Total Deferred Tax Liabilities	2,909.47	41,762.86	-	44,672.33
Deferred Income Tax Assets (Net)	2,387.15	666.00	(31.36)	3,021.80

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

47. Tax Expenses (Contd.)

(c) Gross deferred tax liability and assets for the year ended 31st March 2017 are as follows:

(₹ in Lakhs)

Particulars	Opening Balance 01.04.2016	Recognised in Profit and Loss	Recognised in OCI	Closing Balance 31.03.2017
Deferred Tax Assets				
Provision for expense allowed for tax purpose on payment basis	83.94	(25.11)	(13.24)	45.59
Tax effect on Unabsorbed Loss and depreciation	-	4,192.69		4,192.69
Difference in carrying value and tax base of Financial asset carried at Amortised Cost	918.79			918.79
Difference in carrying value and tax base of Non-Financial Liability	139.55			139.55
Total Deferred Tax Assets	1,142.28	4,167.58	(13.24)	5,296.62
Deferred Tax Liabilities				
Difference between written down value/capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	1,959.52	(51.07)		1,908.45
Retention Money	1,846.30	(1,846.30)		-
Difference in carrying value and tax base of Financial Liability	159.74	3.71		163.45
Difference in carrying value and tax base of Non-Financial asset	837.57			837.57
Total Deferred Tax Liabilities	4,803.12	(1,893.66)	-	2,909.47
Deferred Income Tax Assets (Net)	(3,660.84)	6,061.24	(13.24)	2,387.15

48. Financial and Derivative instruments and foreign currency transactions:-

ECB outstanding*

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
For long term maturities	12,222.51	8,465.84
For Short term maturities	45.61	2,264.48
TOTAL	12,268.12	10,730.32

*Payable in Rupee term as per Resolution Plan.

Foreign Currency Transactions

(₹ in Lakhs)

Expenses	As at 31st March, 2018	As at 31st March, 2017
Interest	-	146.68
Bank Charges	-	0.77
ECB Repayment	-	348.11

NOTES TO THE STANDALONE FINANCIAL STATEMENTS for the year ended 31st March, 2018

49. Segment Reporting

The company's operations consists of "Construction/Project Activities" and there are no other reportable segment under Ind AS-108 as identified by the Chief Operating Officer of the company.

- 50 Disclosure pursuant to Regulation 34(3) read with Sch V A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 are given in note no. 39.
- 51 As on March 31, 2018, the overdue financial obligations to banks/financial institutions (20 in nos.) (Nil) Were ₹135258.60 lakhs (Nil) of which were subsequently restructured as per the resolution plan approved by Hon'ble NCLT by its order dated 18th April 2018 as stated in Note no. 39
- 52 In accordance with the provisions of "Indian Accounting Standard (Ind AS) -36 - Impairment of Assets", the company has made an assessment of the recoverable amount of assets based on higher of the value in use considering its projected scale of operations, prevailing market conditions, future cash flows and future growth projections and estimated net selling price of the assets pertaining to its various Cash Generating Units and found recoverable amount of these assets to be higher as compared to carrying value of assets in its Financial Statements. Accordingly, management considers that there is no need for the provision on account of impairment of assets.
- 53 The company has a regular programme of physical verification for its inventory and fixed assets. Further, during the year physical verification of significant part of inventory and fixed assets has been carried out by an independent firm of professionals and technical consultant and no material discrepancy were found.
- 54 Previous year figures were regrouped and reclassified, wherever necessary. An amount of ₹1,500 lakhs classified as loans and advances has been reclassified as Investments during the year ending March 31st 2018. As result of the reclassification previous year ending i.e. March 31st 2017 figures have also been reclassified. The resultant impact of the reclassification on (i) other equity ₹(107.95) Lakhs, (ii) finance cost ₹(627.55) Lakhs (iii) other income ₹(519.59) Lakhs, (iv) other non current assets ₹(105.85) Lakhs, (v) other current assets ₹(105.85) Lakhs, (vi) non current financial assets-loan ₹(1,180.36) Lakhs and (vi) non current investments ₹1,500 Lakhs. The resultant net impact on statement of Profit & Loss for the year ended 31st March 2017 is ₹107.95 Lakhs.
- 55 These financial statements have been approved by Board of Directors of the Company in their meeting dated June 30, 2018 for issue to the shareholders for their adoption.

Note 1 to 55 are annexed to and form integral part of the Balance Sheet and Statement of Profit & Loss.

AUDITOR's REPORT

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

Dinesh Verma

Partner

Membership No.: 089583

Place: New Delhi

Dated: 30th June, 2018

For and on behalf of the Board of Directors

Anubhav Maheshwari

Company Secretary

Darshan Singh Negi

Chief Financial officer

Anjaneer Kumar Lakhota

Director

DIN-00357695

Sunita Palita

Director

DIN-03612793

CONSOLIDATED
FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To The Members of
MBL INFRASTRUCTURES LTD

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying Consolidated Financial Statements of MBL INFRASTRUCTURES LTD ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the Consolidated Financial Position, Consolidated Financial Performance including other comprehensive income, Consolidated Statement of Changes in Equity and Consolidated Cash flows of the Group in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. The Holding Company's Board of Directors and the respective Board of Directors/management of the subsidiaries included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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. These Financial Statements have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to

obtain reasonable assurance about whether the Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Financial Statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Financial Statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their report referred in Other Matters is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2018, and its consolidated profit, consolidated other comprehensive income, consolidated statement of changes in equity and its consolidated cash flows for the year ended on that date.

EMPHASIS OF MATTERS

We draw attention to the following matters in the notes to the accompanying Consolidated Ind AS Audited Financial Statement for the year ended March 31, 2018:

- a. The Holding company was under Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016. Hon'ble Kolkata bench of National Company Law Tribunal (NCLT) approved the resolution plan vide order dated April 18, 2018. The powers of the board of directors were suspended during the financial year 2017-18 and were reinstated back on April 19, 2018.
- b. In forming our opinion on the Consolidated Financial Statements, the Consolidated Financial Statements are prepared on going concern basis, considering the NCLT order dated April 18, 2018 approving resolution plan.
- c. In terms of Ind AS 10 "Events after the Reporting Period" the impact

of the Resolution Plan being "Adjusting event" has been given effect in preparation of Consolidated Financial Statements as on March 31, 2018. The impact arising due to applicability of resolution plan of Rs. 40,213 Lakhs which has been shown as exceptional items in Statement of Profit & Loss and the same has been treated as capital reserve on the basis of legal opinion obtained by the Holding company, refer Note 38.

- d. Holding Company has reclassified an amount of Rs. 1,500 lakhs from loans and advances to investments. As a result of reclassification the resultant net impact on the Consolidated Statement of Profit & Loss for the period ended March 31, 2018 is Rs. 108 lakhs, refer Note 54.

OTHER MATTERS

- a. We did not audit the Financial Statements of eight subsidiaries companies, whose Financial Statements reflect total assets of Rs. 90,136 Lakhs as at March 31, 2018, total revenues of Rs. 8,187 Lakhs and net cash outflows amounting to Rs. 1,520.26 Lakhs for the year ended on that date, as considered in the Consolidated Ind AS Financial Statements. The Consolidated Ind AS Financial Statements also include the Group's share of net profit including other comprehensive income of Rs. 2,328 Lakhs for the year ended March 31, 2018, as considered in the Consolidated Ind AS Financial Statements, in respect of wholly owned subsidiary and subsidiary companies, whose Financial Statements have not been audited by us. These Financial Statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the Consolidated Ind AS Financial Statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

- b. The Comparative Financial Information for the year ended March 31, 2017 prepared in accordance with Ind AS included in these Consolidated Financial Statements have been audited by the predecessor auditor on which they had expressed an unmodified opinion vide report dated May 29, 2017. Our opinion is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by Section 143(3) of the Act, based on our audit and the consideration of the reports of the other auditors on separate Financial Statements and other Financial Information of subsidiaries companies incorporated in India, referred in the Other Matters above we report, to the extent applicable, that:

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for

the purposes of our audit of the aforesaid Consolidated Financial Statements.

- b. in our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books.
- c. the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- e. On the basis of the written representations received from the Directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiaries incorporated in India none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.
- f. with respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Holding Company and its subsidiary companies incorporated in India.
- g. With respect to the Other Matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) 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 the Consolidated Financial Position of the Group.
 - ii. Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There is no outstanding amount required to be transferred to the Investor Education and Protection Fund by the Holding Company and its Subsidiary Companies incorporated in India during the year.

For **SARC & Associates**
Chartered Accountants
ICAI Firm Registration No.006085N

Dinesh Verma

Partner

Place: New Delhi

Dated: 30th June, 2018

Membership No.: 089583

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of MBL INFRASTRUCTURES LTD of even date)

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

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of MBL INFRASTRUCTURES LTD (hereinafter referred to as 'Holding Company') and its Subsidiary Companies, which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors/Resolution Professional of the Holding Company and its Subsidiary Companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria 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 ("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 over financial reporting of the Holding Company and its Subsidiary Companies, 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 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal

financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters below is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its Subsidiary Companies, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the Holding Company and its Subsidiary Companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria 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

We did not audit the internal financial controls of eight Subsidiaries Companies. The Subsidiaries Companies are independently audited by other independent auditors. The internal financial controls in so far as they relate to such Subsidiaries Companies have been audited by other auditors whose

reports have been furnished to us by the Management. These reports do not provide any modified opinion and our opinion on the adequacy and operating effectiveness of the internal financial controls for the Holding Company and its Subsidiaries Companies in under section 143(3)(i) of the Act so far as it relates to Subsidiaries Companies is based solely on the reports of the other auditors.

Our opinion 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.

For **SARC & Associates**
Chartered Accountants
ICAI Firm Registration No. 006085N

Place: New Delhi
Dated: 30th June, 2018

Dinesh Verma
Partner
Membership No.: 089583

CONSOLIDATED BALANCE SHEET as at 31st March, 2018

(₹ in Lakhs)

Particulars	Note No	As at 31st March, 2018	As on 31st March, 2017
ASSETS			
(1) Non current assets			
(a) Property, plant and equipment	5	14,464.48	15,921.96
(b) Goodwill		1,500.00	1,500.00
(c) Other Intangible assets	5A	2,059.23	4,974.10
(d) Intangible assets under development	5A	72,514.39	85,969.90
(e) Financial assets			
(i) Investment	6	1.04	0.02
(ii) Trade receivables	7	89,841.52	1,02,952.34
(iii) Others	8	1,237.05	0.53
(f) Deferred tax assets(net)	9	3,015.20	2,339.57
(g) Non current tax assets(Net)	24	-	45.27
(h) Other non current assets	10	72,092.46	27,978.03
(2) Current assets			
(a) Inventories	11	629.88	2,508.88
(b) Financial assets			
(i) Investment		-	-
(ii) Trade receivables	12	10,396.15	24,078.14
(iii) Cash and cash equivalents	13	511.18	429.23
(iv) Bank Balances other than (iii) above	14	77.26	728.24
(v) Others	15	2,670.18	1,287.90
(c) Other current assets	16	13,418.44	19,996.54
TOTAL ASSETS		2,84,428.46	2,90,710.65
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	17	4,145.46	4,145.46
(b) Other equity	18	65,393.65	63,336.58
Equity attributable to owners of the Company		69,539.12	67,482.04
(c) Non Controlling interest	18A	1,129.86	2,634.28
LIABILITIES			
(1) Non current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	1,19,685.34	63,895.45
(ii) Trade payables	20	6,800.98	-
(iii) Other financial liability	21	557.66	1.00
(b) Provisions	22	62.86	144.22
(c) Deferred tax liabilities (net)		-	-
(d) Other non current liabilities	23	36,737.66	522.49
(e) Non Current Tax Liabilities (net)	24	2,448.52	-
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	25	12,029.12	1,22,453.50
(ii) Trade payables	26	4,480.94	12,196.25
(iii) Other financial liability	27	11,209.12	12,890.11
(b) Other current liabilities	28	19,444.48	5,420.00
(c) Provisions	29	257.30	266.13
(d) Current Tax Liabilities (net)	30	45.50	2,805.18
TOTAL EQUITY & LIABILITIES		2,84,428.46	2,90,710.65

Significant Accounting Policies and other accompanying notes (1-55) forms an intergral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors
Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjanee Kumar Lakhotia

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN- 03612793

CONSOLIDATED STATEMENT OF PROFIT AND LOSS for the year ended 31st March, 2018

(₹ in Lakhs)

Particulars	Note No	For the year ended March 31, 2018	For the year ended March 31, 2017
INCOME			
Revenue from operation	31	51,069.70	2,28,132.34
Other income	32	6,599.87	3,914.57
(A) TOTAL INCOME		57,669.57	2,32,046.91
EXPENSES			
Cost of materials consumed	33	3,686.94	2,02,799.06
Employee benefits expense	34	919.10	3,655.53
Finance costs	35	24,985.77	14,711.22
Depreciation and amortisation expense	36	2,265.71	2,721.76
Other expenses	37	40,987.73	20,710.11
(B) TOTAL EXPENSES		72,845.25	2,44,597.68
(C) Profit/(Loss) before exceptional items and tax (A-B)		(15,175.68)	(12,550.77)
(D) Exceptional Items (Net)	38	16,384.15	-
(E) Profit/(Loss) before tax (C+D)		1,208.47	(12,550.77)
(F) Tax Expense:			
(1) Current Tax	46	5.91	0.24
(2) Deferred Tax		(706.81)	(6,131.73)
(G) Total Profit/(Loss) for the period (E-F)		1,909.37	(6,419.28)
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit or loss			
i. Re-measurement gains (losses) on defined benefit plans		90.61	38.26
ii. Income Tax on above(i)		(31.36)	(13.24)
Total Other Comprehensive Income		59.25	25.02
Total Comprehensive Income for the period		1,968.62	(6,394.26)
Profit/(Loss) for the year attributable to:			
Owners of the Company		2,268.80	(6,419.28)
Non Controlling interest		(359.43)	-
		1,909.37	(6,419.28)
Other Comprehensive Income attributable to:			
Owners of the company		59.25	25.02
Non-Controlling Interest		-	-
		59.25	25.02
Total Comprehensive Income attributable to:			
Owners of the Company		2,328.05	(6,394.26)
Non-Controlling Interest		(359.43)	-
		1,968.62	(6,394.26)
Earnings per equity share (Face Value ₹ 10/- each)(in ₹)			
Basic & Diluted	44	4.75	(15.42)

Significant Accounting Policies and other accompanying notes (1-55) forms an integral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors
Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjaneer Kumar Lakhota

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2018

A Equity Share Capital

(₹ in Lakhs)

Particulars	Share capital
Balance as on April 1, 2016	4,145.46
Add: Shares issued during the year 2016-17	-
Balance as on March 31, 2017	4,145.46
Add: Shares issued during the year 2017-18	-
Balance as on March 31, 2018	4,145.46

B Other equity

Particulars	Reserve and Surplus				Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Re-measurement of defined benefit plans	
Balance as on April 1, 2016	-	20,703.24	34,962.41	14,363.84	4.90	70,034.39
Profit for the year	-	-	-	(6,419.28)	-	(6,419.28)
Amount utilized for issue of Bonus shares						
Dividend payments including dividend distribution tax	-			(748.41)	-	(748.41)
Transfer from retained earnings and Credited to Capital Reserve						
Re-measurements of the net defined benefit Plans	-	-	-	-	25.02	25.02
Consolidation elimination adjustment	-	-	-	444.86	-	444.86
Balance as on March 31, 2017	-	20,703.24	34,962.41	7,641.01	29.92	63,336.58
Profit for the year*	-	-	-	(37,943.76)	-	(37,943.76)
Amount utilized for issue of Bonus shares	-	-	-	-	-	-
Dividend payments including dividend distribution tax	-	-	-	-	-	-
Restructuring Adjustment due to Insolvency & Bankruptcy Code, 2016**	40,212.56	-	-	-	-	40,212.56
Re-measurements of the net defined benefit Plans	-	-	-	-	59.25	59.25
Consolidation elimination adjustment	-	-	-	(270.98)	-	(270.97)
Balance as on March 31, 2018	40,212.56	20,703.24	34,962.41	(30,573.73)	89.17	65,393.65

*Excluding exceptional item (net) which being capital in nature has been classified as Capital Reserve.

**Refer Note 38

Refer note 18 for nature and purpose of reserves

Significant Accounting Policies and other accompanying notes (1-55) forms an integral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors

Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjaneer Kumar Lakhota

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2018

(₹ in Lakhs)

Description	For the year ended March 31, 2018	For the year ended March 31, 2017
A. Cash Inflow / (Outflow) from Operating Activities		
Net Profit/(Loss) Before Tax & Exceptional Items	(15,175.68)	(12,550.77)
Adjustment for:		
Depreciation/Amortisation	2,265.71	2,721.76
Finance Cost	24,985.77	14,711.22
Interest Income	(36.51)	(242.23)
(Profit) / Loss on Sale/Discard of Property, Plant & Equipment (Net)	-	130.74
Non Controlling interest	359.43	-
Consolidation elimination adjustment	(270.98)	444.86
Operating Profit Before Working Capital Changes	12,127.74	5,215.58
Adjustment for:		
(Increase) / Decrease in Inventories	1,879.00	71,273.13
(Increase) / Decrease in Trade Receivables	26,792.80	(57,759.30)
Decrease/ (Increase) in Other Financial Assets	(2,581.98)	1,699.20
Decrease/ (Increase) in Other Assets	(37,536.32)	(39,867.16)
Increase/ (decrease) in Trade payables	(914.33)	(18,477.66)
Increase/ (decrease) in Other Financial Liabilities	(80,043.31)	1,004.67
Increase/ (decrease) in Other Liabilities & Provisions	50,240.08	5,420.81
Income Tax (Advance) (Net)	(271.80)	(747.03)
Cash Inflow from Operating Activities Before Exceptional Items	(30,308.13)	(32,237.76)
Exceptional items (Net) - Gain/(Loss)*	38,618.23	-
Net Cash Inflow from Operating Activities	8,310.10	(32,237.76)
B. Cash Inflow / (Outflow) from Investing Activities		
Capital Expenditure	(6,672.12)	(10,318.19)
Proceeds from sale of property, plant & equipment	-	1,398.11
Acquisition/Disposal of control in subsidiary	(1.02)	2,374.38
Goodwill on Acquisition of control in subsidiary	-	(1,500.00)
Deposit with original maturity more than three months	650.21	(4.03)
Interest Received	-	235.15
Net Cash Inflow from Investing Activities	(6,022.93)	(7,814.58)

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2018

(₹ in Lakhs)

Description	For the year ended March 31, 2018	For the year ended March 31, 2017
C. Cash Inflow / (Outflow) from Financing Activities		
Dividend Paid	-	(748.03)
Amount deposited in bank towards unclaimed dividend	(0.31)	(0.38)
Interest and Finance Charges Paid	(157.49)	(14,432.56)
Proceeds from / (Repayment of) Long Term Borrowings (net)	(400.06)	4,730.49
Proceeds from / (Repayment of) Short Term Borrowings (net)	(187.30)	47,065.41
Changes due to acquisition/disposal of control in subsidiary	(1,504.42)	2,631.94
Net Cash Outflow from Financing Activities	(2,249.57)	39,246.87
Net Changes in Cash & Cash Equivalents (A+B+C)	37.60	(805.47)
Cash & Cash Equivalents (Closing Balance) (Including Book overdraft)**	466.83	(1,269.88)
Cash & Cash Equivalents (Opening Balance) (Including Book overdraft)	429.23	(464.41)
Net Changes in Cash & Cash Equivalents	37.60	(805.47)
**Cash and cash equivalents as per Balance Sheet	511.18	429.23
Book overdraft	44.35	1,699.11
Cash & Cash Equivalents (Closing Balance) (Including Book overdraft)	466.83	(1,269.88)

*Refer Note no 38

Reconciliation of Liabilities arising from Financing Activities

(₹ in Lakhs)

Particulars	As at March 31, 2017	Proceeds Raised through		Non Cash Flow-Fair Value Changes & Others	As at March 31, 2018
		Non cash Flow- Others	Repayment		
Long Term Borrowings (Including current maturity)	70,917.17	56,623.00	(400.06)	39.30	1,27,179.40
Short Term Borrowings	1,20,754.39	(1,08,590.25)	(187.30)	7.92	11,984.77

- The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows
- An amount of ₹1,500 lakhs classified as loans and advances has been reclassified as Investments during the year ending March 31st 2018. As result of the reclassification previous year ending i.e. March 31st 2017 figures have also been reclassified. The resultant impact of the reclassification on (i) Net Profit/(Loss) Before Tax & Exceptional Items ₹(107.95) Lakhs, (ii) finance cost ₹(627.55) Lakhs (iii) Decrease/ (Increase) in Loans ₹1,180.36 Lakhs, (iv) Decrease/ (Increase) in Other Assets ₹211.70 Lakhs and (v) Goodwill on (Acquisition)/Disposal of investment in subsidiary ₹(1,500) Lakhs. The resultant net impact on Cash Flow Statement for the year ended 31st March, 2017 on (i) Net cash inflow/(outflow) from Operating Activities is ₹875.45 Lakhs, (ii) Net cash inflow/(outflow) from Investing Activities is ₹(1500) Lakhs and (iii) Net cash inflow/(outflow) from Financing Activities is ₹627.55 Lakhs.

Significant Accounting Policies and other accompanying notes (1-55) forms an integral part of the financial statements.

As per our report on even date

For SARC & Associates

Chartered Accountants

ICAI Firm Registration No.: 006085N

For and on behalf of the Board of Directors

Dinesh Verma

Partner

Membership No.: 089583

Anubhav Maheshwari

Company Secretary

Anjanee Kumar Lakhotia

Director

DIN-00357695

Place: New Delhi

Dated: 30th June, 2018

Darshan Singh Negi

Chief Financial officer

Sunita Palita

Director

DIN-03612793

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

1. GENERAL INFORMATION:

MBL INFRASTRUCTURE Ltd ("the Company") together with its subsidiaries (collectively, "The Company or its Group") is a public limited company domiciled and incorporated in India and its equity shares are listed at Bombay Stock Exchange (BSE)/ National Stock Exchange (NSE). The registered office is located at Divine Bliss, 2/3, Judges Court Road, 1st Floor, Kolkata 700027, India to be sifted to New Delhi in terms of approved Resolution Plan. The Company is principally engaged in the business of providing engineering and construction services.

2. STATEMENT OF COMPLIANCE AND RECENT PRONOUNCEMENTS

2.1 Statement of compliance

The Consolidated financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Indian Accounting Standards notified under section 133 of the Companies Act, 2013 ("Act") read with relevant rules issued thereunder and the relevant provisions of the Companies Act, 2013 and listing requirements.

2.2 Recent Pronouncements

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has issued the Companies (Indian Accounting Standards) Amendment Rules, 2018 notifying Ind AS 115, "Revenue from Contract with Customers" and Appendix B to Ind AS 21 "Foreign currency transactions and advance consideration" which are applicable with effect from financial periods beginning on or after 1st April, 2018.

Ind AS 115 – Revenue from Contract with Customers

The standard requires that an entity should recognize revenue to depict the transfer of promised goods or services to customers for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The effect of this amendment on the financial statements of the Company is being evaluated.

Ind AS 21 – Appendix B "Foreign currency transactions and advance consideration"

This Appendix applies to a foreign currency transaction (or part of it) when an entity recognises a non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration before the entity recognises the related asset, expense or income (or part of it). The effect of this amendment on the financial statements of the Company is being evaluated.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 Basis of Preparation of Consolidated financial statements:

- i) The Consolidated financial statements relate to MBL Infrastructure Ltd (the Company), and its subsidiaries collectively known as the Group as detailed below:

Name of the Subsidiaries	Country of Incorporation	% of Shareholding / Voting Power	
		31.03.2018	31.03.2017
AAP Infrastructure Limited	India	100	100
MBL Highway Development Co. Limited	India	100	100
MBL (MP) Toll Road Co. Limited	India	100	100
MBL (Haldia) Toll Road Co. Ltd.	India	100	100
Suratgarh Bikaner Toll Road Company Private Limited	India	58.96	58.96
MBL Projects Ltd.	India	50.10	50.10
MBL (MP) Road Nirman Co. Ltd. #	India	25.14	25.14
MBL (Udaipur Bypass) Road Limited #	India	0.10	0.10
# Step down Subsidiary of MBL Projects Ltd.			

The Consolidated financial statements have been prepared under the historical cost convention on accrual basis except certain financial instruments that are measured in terms of relevant Ind AS at amortized costs at the end of each reporting period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

Operating cycle for the business activities of the Group covers the normal duration of the project/ contract/ service including the defect obligation period, wherever applicable, and extends up to the realisation of receivables (including retention money) within the credit period normally applicable to the respective project. In cases where the operating cycle cannot be identified in the normal course, the same has been assumed to have duration of twelve months. Accordingly, all Assets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in Ind AS 1 'Presentation of financial statements' and Schedule III to the Companies Act, 2013. The Consolidated financial statements are presented in Indian Rupees ('INR'), which is the Group's functional and presentation currency and all amounts are rounded to the nearest Lacs (except otherwise indicated).

Subsidiaries are entities over which the Group has control and the Control is achieved when the group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its:

- (a) Power over the investee
- (b) Exposure or rights to variable returns from its involvement with the investee
- (c) The ability to use its power over the investee to affect its returns

Subsidiaries are consolidated from the date control over the subsidiary is acquired and they are discontinued from the date of cessation of control.

- i) The Consolidated financial statements of parent Company and its subsidiaries have been consolidated on line-by-line basis by adding together book value of like items of assets, liabilities, income and expenses after eliminating intra-group balances and intra- group transactions in accordance with Ind AS 110 "Consolidated Financial Statement".
- ii) Non-controlling Interest represents the equity in a subsidiary not attributable, directly or indirectly to a Parent. Non-controlling interest's share of net profit of subsidiaries for the year is identified and adjusted against the revenue of the Group in order to arrive at the net revenue attributable to the owners of the Company. The excess of loss for the year over the non-controlling interest is adjusted in owner's interest. Non-controlling interest's share of net assets of subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- iii) The difference between the cost of investment at the time of acquisition of shares in the subsidiaries and the share of net of the assets acquired and the liabilities assumed measured at their acquisition date fair values is identified in the Consolidated financial statements as Goodwill or Capital Reserve as the case may be.
- iv) The consolidated financial statements are prepared using uniform accounting policies for similar material transactions and other events in similar circumstances otherwise as stated elsewhere.
- v) Figures pertaining to the subsidiary companies have been reclassified wherever necessary to bring them in line with Parent company's Consolidated financial statements.

3.2 Business Combination and Goodwill:

The Group except for combination of group entities which are under common control applies the acquisition method in accounting for business combinations. The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred. Assets acquired and liabilities assumed are generally measured at their acquisition date fair values.

In case of combination of entities under control, business combination are accounted for under pooling of interest method whereby the assets and liabilities are combined at the carrying amount and no adjustments are made to reflect their fair values or recognise any new assets or liabilities.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the combination date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

3.3 Non-Controlling Interest

Non-controlling interests represent the proportion of income, other comprehensive income and net assets in subsidiaries that is not attributable to the Company's shareholders.

Non-controlling interests are initially measured at the non-controlling interests' proportionate share of the amount of the non-controlling interests is

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

the amount of the acquiree's identifiable net assets. Subsequent to the acquisition, the carrying amount of the non-controlling interest is the amount of the interest at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

3.4 Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Group categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

- (a) Level 1: inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2: inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.
- (c) Level 3: inputs for the asset or liability which are not based on observable market data (unobservable inputs).

The Group has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements who regularly review significant unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

3.5 Recoverability of claims

The Group has claims in respect of cost over-run arising due to client caused delays, suspension of projects, deviation in design and change in scope of work etc., which are at various stages of negotiation/ discussion with the clients or under arbitration. The realisability of these claims are estimated based on contractual terms, historical experience with similar claims as well as legal opinion obtained from internal and external experts, wherever necessary. Changes in facts of the case or the legal framework may impact realisability of these claims.

3.6 Property Plant and Equipment (PPE)

Property, plant and equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose, cost include deemed cost on the date of transition and comprises purchase price of assets or its construction cost including duties and taxes, inward freight and other expenses incidental to acquisition or installation and adjustment for exchange differences wherever applicable and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the income statement when incurred.

Depreciation and Amortisation :

Depreciation on PPE is provided as per Schedule II of the Companies Act, 2013 on straight line method.

Assets costing rupees five thousand or less are being depreciated fully in the year of addition/acquisition.

Depreciation on Property, Plant and Equipment commences when the assets are ready for their intended use. Based on above, the estimated useful lives of assets for the current period are as follows.

Category	Useful life
Buildings	60 Years
Plant and machinery	15 Years
Computer equipment	3 Years
Furniture and fixtures	10 Years
Office equipment	5 Years
Vehicles	
- Motor cycles, scooters and other mopeds	8 Years

Depreciation methods, useful lives and residual values are reviewed and adjusted as appropriate, at each reporting date.

3.7 Intangible Assets

Intangible assets are stated at cost comprising of purchase price inclusive of duties and taxes less accumulated amount of amortisation and impairment

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

losses. Such assets, are amortised over the useful life using straight line method and assessed for impairment whenever there is an indication of the same.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

3.8 Intangible Assets under development

Cost and other directly attributable expenses incurred towards construction of roads are kept as intangible assets under development till the date these are ready for intended use.

3.9 Accounting for Service Concession Arrangements

The Company Operates and maintains infrastructure (operation services) used to provide a public service for a specified period of time .

These arrangements may include Infrastructure used in a public-to-private service concession arrangement for its entire useful life.

Under Appendix A to Ind AS 11 – Service Concession Arrangements, these arrangements are accounted for based on the nature of the consideration. The intangible asset model is used to the extent that the company receives a right (i.e a franchisee) to charge users of the public services.

Income from the concession arrangements earned under the intangible asset model consists of the:

- (i) fair value of the contract revenue, which is deemed to be fair value of the consideration transferred to acquire the asset; and
- (ii) payments actually received from the users.

The intangible asset is amortised over its expected useful life in a way that reflects the pattern in which the asset's economic benefits are consumed by the company, starting from the date when the right to operate starts to be used. Based on these principles, intangible asset is amortised on the basis of revenue earned.

Any asset carried under concession agreements is derecognised on disposal or when no future economic benefits are expected from its future use or disposal.

3.10 Derecognition of Tangible and Intangible assets:

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

3.11 Inventories:

Construction materials are valued at lower of cost and fair value (except scrap/ waste which are valued at net realizable value). Cost of inventories is ascertained on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and selling costs. The cost is computed on weighted average basis.

Provision for obsolescence in inventories is made, whenever required.

3.12 Financial assets and financial liabilities

Financial assets and financial liabilities (financial instruments) are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the Group or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value through Profit and Loss (FVTPL) or at Fair Value Through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

(i) Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

(ii) Financial Assets and Financial Liabilities measured at amortised cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

The above Financial Assets and Financial Liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts (including all fees and points paid or received, transaction costs and other premiums or discounts) through the expected life of the Financial Asset or Financial Liability to the gross carrying amount of the financial asset or to the amortised cost of financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

(iii) Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

(iv) For the purpose of para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

(v) Financial Assets or Liabilities at Fair value through profit or loss

Financial Instruments which does not meet the criteria of amortised cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. These are recognised at fair value and changes therein are recognized in the statement of profit and loss.

(vi) Investment in Subsidiaries and associates are being carried at cost.

(vii) Impairment of financial assets

The Group evaluates whether there is any objective evidence that financial assets including loan, trade and other receivables are impaired and determines the amount of impairment allowance as a result of the inability of the parties to make required payments. The Group bases the estimates on the ageing of the receivables, credit-worthiness of the receivables and historical write-off experience and variation in the credit risk on year to year basis.

(viii) Derecognition of financial instruments

The Group derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset (except for equity instruments designated as FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in statement of profit and loss.

On derecognition of assets measured at FVTOCI, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.

Financial liabilities are derecognized if the Group's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of Profit and Loss.

3.13 Foreign Currency Transactions

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate as at the date of transaction. The loss or gain thereon

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expense in the statement of profit and loss. Foreign exchange gain/loss to the extent considered as an adjustment to Interest Cost are considered as part of borrowing cost.

3.14 Equity Share Capital

An equity instrument is a contract that evidences residual interest in the assets of the Group after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium. Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

3.15 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the Consolidated financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Consolidated financial statements by way of notes to accounts when an inflow of economic benefits is probable.

Provisions for onerous contracts are recorded in the statements of operations when it becomes known that the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received.

3.16 Employee Benefits

Employee benefits are accrued in the year in which services are rendered by the employees. Short term employee benefits are recognized as an expense in the statement of profit and loss for the year in which the related service is rendered.

Contribution to defined contribution plans such as Provident Fund etc, is being made in accordance with statute and are recognised as and when incurred.

Contribution to defined benefit plans consisting of contribution to gratuity are determined at close of the year at present value of the amount payable using actuarial valuation techniques. Actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income.

Other long term employee benefits consisting of Leave Encashment are determined at close of the year at present value of the amount payable using actuarial valuation techniques. The changes in the amount payable including actuarial gain/loss are recognised in other comprehensive income.

3.17 Revenue recognition

- In respect of construction/ project related activity, the Group follows percentage of completion method. Percentage of completion is determined by survey of work performed / physical measurement of work actually completed at the balance sheet date taking into account contractual price/ unit rates and revision thereto.
- Revenue in respect of claims is recognised to the extent the Group is reasonably certain of their realisation.
- Other operational income is recognised on rendering of related services, as per the terms of the contracts.
- Other items of income are accounted as and when the right to receive arises.
- Dividend income

Dividend income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

- Interest income

Finance income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable EIR. Other income is accounted for on accrual basis. Where the receipt of income is uncertain, it is accounted for on receipt basis.

3.18 Borrowing costs

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset, that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing cost also includes exchange differences to the extent considered as an adjustment to the borrowing costs.

3.19 Lease

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

Finance Lease

Finance Lease that transfer substantially all of the risks and benefits incidental to ownership of the leased item, are capitalised at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and a reduction in the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Group's policy on borrowing costs.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating Lease

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by lessor are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned. Payments/receipts under operating lease are recorded in the Statement of Profit and Loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

3.20 Taxes on income

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognized in the income statement except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current Tax

Current income tax is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is accounted for using the balance sheet liability method in respect of temporary Differences between the carrying amount of assets and liabilities in the Consolidated financial statements and the corresponding tax basis used in the computation of taxable profit as well as for unused tax losses or credits. In principle, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Deferred tax assets and liabilities are also recognized on temporary differences arising from business combinations except to the extent they arise from goodwill that is not taken into account for tax purposes.

Deferred taxes are calculated at the enacted or substantially enacted tax rates that are expected to apply when the asset or liability is settled. Deferred tax is charged or credited to the income statement, except when it relates to items credited or charged directly to other comprehensive income in equity, in which case the corresponding deferred tax is also recognized directly in equity.

3.21 Earnings per share

Basic Earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

3.22 Segment accounting

Operating segments are identified and reported taking into account the different risk and return, organisation structure and internal reporting system.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

4. CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Consolidated financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the Consolidated financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the Consolidated financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the Consolidated financial statements have been disclosed below. The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below:

(a) Contract estimates

The Group, being a part of construction industry, prepares budgets in respect of each project to compute project profitability. The two major components of contract estimate are 'claims arising during Construction period' and 'budgeted costs to complete the contract'. While estimating these components various assumptions are considered by the management such as (i) Work will be executed in the manner expected so that the project is completed timely (ii) consumption norms will remain same (iii) Assets will operate at the same level of productivity as determined (iv) Wastage will not exceed the normal % as determined etc. (v) Estimates for contingencies (vi) There will be no change in design and the geological factors will be same as communicated and (vii) price escalations etc. Due to such complexities involved in the budgeting process, contract estimates are highly sensitive to changes in these assumptions all assumptions are reviewed at each reporting date.

(b) Depreciation/amortisation and impairment on PPE and intangible assets

Property, plant and equipment are depreciated on straight-line basis over the estimated useful lives in accordance with Schedule II of the Companies Act, 2013, taking into account the estimated residual value, wherever applicable.

The Group reviews its carrying value of its Tangible and intangible Assets whenever there is objective evidence that the assets are impaired. In such situation Assets' recoverable amount is estimated which is higher of asset's or cash generating units (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflect the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted. The Group reviews the estimated useful lives of the assets regularly in order to determine the amount of depreciation and amount of impairment expense to be recorded during any reporting period. This reassessment may result in change estimated in future periods.

(c) Impairment on Investments in associates

Investments in associates are been carried at cost. The Group has tested for impairment at year end based on the market value where the shares are quoted, P/E ratio of similar sector company along with premium/discount for nature of holding and Net Asset Value computed with reference to the book value/ projected discounted cash flow of such company in respect of unquoted investments.

(d) Arrangements containing leases and classification of leases

The Group enters into service / hiring arrangements for various assets / services. The determination of lease and classification of the service / hiring arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

(e) Impairment allowances on trade receivables

The Group evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Group bases the estimates on the ageing of the trade receivables balance, credit-worthiness of the trade receivables and historical write-off experience. If the financial conditions of the trade receivable were to deteriorate, actual write-offs would be higher than estimated.

(f) Income taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

(g) Defined benefit obligation (DBO)

Critical estimate of the DBO involves a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate, anticipation of future salary increases etc. as estimated by Independent Actuary appointed for this purpose by the Management. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

(h) Provisions and Contingencies

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Group as it is not possible to predict the outcome of pending matters with accuracy.

The carrying amounts of provisions and liabilities and estimation for contingencies are reviewed regularly and revised to take account of changing facts and circumstances.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

5. PROPERTY, PLANT AND EQUIPMENT

As at 31 March, 2018

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Plant & Machinery	Furniture & Fittings	Vehicles	Office Equipment	Computer	Grand Total
Gross Carrying value								
As at April 1, 2017	10.62	1,633.10	16,552.96	362.61	372.27	194.48	118.16	19,244.20
Addition	-	-	2.40	0.15	-	0.34	0.37	3.26
Disposal/Adjustments	-	-	-	-	-	-	-	-
As at March 31, 2018	10.62	1,633.10	16,555.36	362.76	372.27	194.82	118.53	19,247.46
ACCUMULATED DEPRECIATION								
As at April 1, 2017	-	58.37	2,823.76	99.15	167.90	90.48	82.58	3,322.24
Depreciation for the year	-	27.80	1,288.98	42.54	49.11	34.27	18.04	1,460.74
Disposal/Adjustments	-	-	-	-	-	-	-	-
As at March 31, 2018	-	86.17	4,112.74	141.69	217.01	124.75	100.62	4,782.98
Net Carrying value								
As at March 31, 2018	10.62	1,546.93	12,442.62	221.07	155.26	70.07	17.91	14,464.48

As at 31 March, 2017

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Plant & Machinery	Furniture & Fittings	Vehicles	Office Equipment	Computer	Grand Total
Gross Carrying value								
As at April 1, 2016	10.62	1,633.10	17,857.93	353.28	378.12	163.87	108.65	20,505.57
Addition	-	-	385.40	9.33	2.80	30.61	9.51	437.65
Disposal/Adjustments	-	-	1,690.37	-	8.65	-	-	1,699.02
As at March 31, 2017	10.62	1,633.10	16,552.96	362.61	372.27	194.48	118.16	19,244.20
ACCUMULATED DEPRECIATION								
As at April 1, 2016	-	29.19	1,441.91	48.74	97.57	45.09	52.68	1,715.19
Depreciation for the year	-	29.18	1,547.32	50.41	75.01	45.39	29.90	1,777.21
Disposal/Adjustments	-	-	165.47	-	4.69	-	-	170.16
As at March 31, 2017	-	58.37	2,823.76	99.15	167.89	90.48	82.58	3,322.24
Net Carrying value								
As at March 31, 2017	10.62	1,574.72	13,729.20	263.46	204.38	104.00	35.58	15,921.96

5.1 The group has elected to continue with the net carrying value of Property, Plant and Equipment as on the date of transition (1st April, 2015) measured as per Previous GAAP as deemed cost under Ind AS 101 "First -Time Adoption of Indian Accounting Standards".

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

5A. INTANGIBLE ASSETS

As at 31 March, 2018	(₹ in Lakhs)		
Particulars	Carriage Ways*	Intangible Assets under Development**	Grand Total
Gross Carrying value			
As at April 1, 2017	7,367.33	-	7,367.33
Addition	-	-	-
Transfer to intangible assets from intangible assets under development	-	-	-
Disposal/Adjustments	4,275.75	-	4,275.75
As at March 31, 2018	3,091.58	-	3,091.58
ACCUMULATED DEPRECIATION			
As at April 1, 2017	2,393.23	-	2,393.23
Depreciation for the year	804.97	-	804.97
Disposal/(Adjustments)	(2,165.85)	-	(2,165.85)
As at March 31, 2018	1,032.35	-	1,032.35
Net Carrying value			
As at March 31, 2018	2,059.23	72,514.39	74,573.62

As at 31 March, 2017	(₹ in Lakhs)		
Particulars	Carriage Ways*	Intangible Assets under Development**	Grand Total
Gross Carrying value			
As at April 1, 2016	7,367.33	-	7,367.33
Addition	-	-	-
Transfer to intangible assets from intangible assets under development	-	-	-
Disposal/Adjustments	-	-	-
As at March 31, 2017	7,367.33	-	7,367.33
ACCUMULATED DEPRECIATION			
As at April 1, 2016	1,448.69	-	1,448.69
Depreciation for the year	944.54	-	944.54
Disposal/Adjustments	-	-	-
As at March 31, 2017	2,393.23	-	2,393.23
Net Carrying value			
As at March 31, 2017	4,974.10	85,969.90	90,944.00

Notes:

5.2 The Group has elected to continue with the net carrying value of Intangible assets as on the date of transition (1st April, 2015) measured as per Previous GAAP as deemed cost under Ind AS 101 "First - Time Adoption of Indian Accounting Standards".

* Being the right to operate and maintain the highways on Build, Operate and Transfer basis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

****Intangible Assets under development**

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Payment For Development Charges	52,102.36	66,622.77
Design, Drawing & Survey Charges	198.39	278.19
Bank Charges	116.26	140.57
Salary & Wages	191.61	302.36
Interest on Term Loan	18,735.43	12,290.69
Interest on external commercial borrowing	-	2,469.10
Interest on Fixed Deposit	-	-59.08
Director's Sitting Fees	4.00	7.05
Filing Fees	106.68	135.11
Travelling Expenses	1.67	1.37
Payment to Independent Engineer	605.77	852.14
Insurance Expenses	121.97	148.98
Preliminary Expenses Written off	0.30	56.41
Legal & Professional Fees	88.35	121.26
Payment to Auditor		-
Statutory audit	7.47	8.17
Internal Audit Fee	0.48	0.87
Certification Charges	1.80	1.90
Loan Processing Fee	28.27	311.02
Rate & Taxes	-	6.01
Miscellaneous expenses	96.30	151.70
Net loss on foreign currency transaction and translation	-	2,050.12
Finance Cost (Transaction Cost amortised)	107.28	73.21
Total	72,514.39	85,969.90

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

6. Non Current Investments:

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Investment in Equity Instruments		
MBL (CGRG) Road Limited	0.01	-
50 (2017: 50) equity shares of ₹ 10/- each fully paid up		
MBL (GSY) Road Limited	0.01	-
50 (2017: 50) equity shares of ₹ 10/- each fully paid up		
MBL (RGY) Road Limited	1.00	-
9,990 (2017: Nil) equity shares of ₹ 10/- each fully paid up		
Orissa Steel Expressway Private Limited*	0.02	0.02
200 (2017: 200) equity shares of ₹ 10/- each fully paid up		
TOTAL	1.04	0.02

* Net of the amount of ₹ 2374.38 Lakhs received by the company and appearing in long term liabilities in earlier years

6.1 Statement of investment in Subsidiaries

(₹ in Lakhs)

Name of the Company	Principal Activity	Country of Incorporation	% of holding as at 31st March 2018	% of holding as at 31st March 2017
AAP Infrastructure Limited	Construction and Civil Engineering	India	100.00	100.00
MBL Highway Development Co. Limited	Construction and Civil Engineering	India	100.00	100.00
MBL (MP) Toll Road Co. Limited	Construction and Civil Engineering	India	100.00	100.00
MBL (Haldia) Toll Road Co. Ltd.	Construction and Civil Engineering	India	100.00	100.00
Suratgarh Bikaner Toll Road Company Private Limited	Construction and Civil Engineering	India	58.96	58.96
MBL Projects Ltd.	Construction and Civil Engineering	India	50.10	50.10
MBL (MP) Road Nirman Co. Ltd.	Construction and Civil Engineering	India	25.14	25.14
MBL (Udaipur Bypass) Road Limited	Construction and Civil Engineering	India	0.10	0.10

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

7. Trade Receivables:

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Secured, Considered Good			
Unsecured, Considered Good*	7.1	89,841.52	1,02,952.34
TOTAL		89,841.52	1,02,952.34

* Refer Note 12 for Current portion of Trade Receivables

7.1 The above balances are subject to confirmation/reconciliation and consequential impact thereof.

7.2 Breakup of debtors is as follows:

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Non Current		89,841.52	1,02,952.34
Current		10,396.15	24,078.14
Deferred (Non current)	11	71,671.49	42,812.87
Deferred (Current)	17	9,903.88	146.19
TOTAL		1,81,813.04	1,69,989.54

7.3 Ageing of trade receivables

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Within Credit period		5,272.70	1,628.61
Less than 180 days		1,149.31	1,65,126.97
More than 180 days		1,75,391.03	3,233.96
TOTAL		1,81,813.04	1,69,989.54

8. Non- Current Financial Assets- Other Financial Assets

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Carried at amortised cost			
Deposits with Banks having maturity more than 12 months	14.1	215.66	0.53
Other Advances		1,021.39	-
TOTAL		1,237.05	0.53

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

9. Deferred Tax Assets (net)

The following is the analysis of deferred tax assets/(liabilities) presented in the Balance Sheet:

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Deferred Tax Asset		6,497.12	6,663.21
Deferred Tax Liabilities		3,481.92	4,323.64
TOTAL		3,015.20	2,339.57

Refer Note 46(c) for components of Deferred tax assets and liabilities

10. Other Non Current Assets

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Deferred credit-deposits/others		71,673.87	27,960.35
Prepaid expenses		418.59	17.68
TOTAL		72,092.46	27,978.03

11. Inventories

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
(As valued and certified by the management)			
(at cost or net realisable value, whichever is lower)			
Construction materials at site		629.88	2,508.88
TOTAL		629.88	2,508.88

12. Current Financial Assets–Trade Receivables

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
(Unsecured – considered good unless otherwise stated)			
Considered Good	12.1	10,396.15	24,078.14
		10,396.15	24,078.14
Less: Impairment Allowance for Doubtful Receivables		-	-
TOTAL		10,396.15	24,078.14

12.1 The above balances are subject to confirmation/reconciliation and consequential impact thereof.

Refer Note 7.3 for ageing of trade receivables

13. Current Financial Assets–Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Balances with banks:			
On current accounts		140.66	264.72
Cash on hand		33.32	40.16
Deposits with banks having maturity less than 3 months	14.1	337.20	124.35
TOTAL		511.18	429.23

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

14. Current Financial Assets–Other bank Balances

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Deposits with banks having maturity more than 3 months but less than 12 months	14.1	75.36	725.57
Balances with Bank	14.2	-	0.46
Unclaimed Dividend	14.2	1.90	2.21
TOTAL		77.26	728.24

14.1 Fixed deposits (includes maturity less than 3 months, 3-9 months & more than 12 months) pledged with banks, as margin of ₹321.60 (2017: ₹422.16)

Fixed deposits (includes maturity less than 3 months, 3-9 months & more than 12 months) pledged with others, as security deposit of ₹306.62 lakhs (as at 31st March, 2017: ₹428.41 lakhs)

14.2 Includes unclaimed share application and interest of ₹Nil (As at 31st March, 2017: ₹0.46 Lakhs) and unclaimed dividend of ₹1.90 Lakhs (as at 31st March, 2017: ₹2.21 Lakhs). These figures do not include any amounts, due and outstanding, to be credited to Investor Education and Protection Fund.

15. Current Financial Assets–Others

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Unsecured Considered Good unless otherwise stated			
Advance to Related Parties (Refer note no. 39)		1,161.32	632.26
Security and Other Deposits	15.1	488.53	413.32
Accrued Interest on fixed deposits		131.09	127.03
Others		889.24	115.29
TOTAL		2,670.18	1,287.90

15.1 The above balances are subject to confirmation/reconciliation and consequential impact thereof.

16. Other Current Assets

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Advance against materials, services etc.	16.1	3,336.48	4,777.68
Deferred credit-deposits/others		9,903.88	14,932.70
Prepaid Expenses		147.55	252.65
Other		30.53	33.51
TOTAL		13,418.44	19,996.54

16.1 Advance against materials, services are subject to confirmations from certain parties.

17. Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Authorised Shares		
5,00,00,000 (5,00,00,000) Equity Shares of ₹10/- Each	5,000.00	5,000.00
	5,000.00	5,000.00
Issued, Subscribed & Fully Paid Up Shares		
4,14,54,624 (4,14,54,624) equity shares of ₹10/- each fully paid up	4,145.46	4,145.46
	4,145.46	4,145.46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

17. Equity Share Capital (Contd.)

17.1 The company has only one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share.

17.2 The dividend proposed by the board of directors is subject to the approval of shareholders.

17.3 In the event of Liquidation, the Equity Shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholding .

17.4 Reconciliation of shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Number	Value (₹ in Lakhs)	Number	Value (₹ in Lakhs)
Equity Shares:				
No. of Shares at the beginning of the year	4,14,54,624	4,145.46	4,14,54,624	4,145.46
Add: Shares issued during the year	-	-	-	-
No. of Shares at the end of the year	4,14,54,624	4,145.46	4,14,54,624	4,145.46

17.5 The company had allotted 2,07,27,312 fully paid up equity shares of face value ₹ 10/- each, in the ratio of one equity shares for every equity shares held, during the quarter ended 30th September, 2015, pursuant to a bonus issue approved by the shareholders at the annual general meeting, held on 17th July, 2015, by capitalisation of capital redemption reserve & securities premium reserve.

17.6 The details of shareholders holding more than 5% shares of the aggregate share in the company:

Name of the Shareholder	As at 31st March, 2018		As at 31st March, 2017	
	Number	Value (₹ in Lakhs)	Number	Value (₹ in Lakhs)
MBL A Capital Limited	37,24,877	8.99%	42,94,877	10.36%
Anjaneer Kumar Lakhotia	-	-	31,95,528	7.71%
Prabhu International Vyapar Private Limited	34,08,316	8.22%	34,08,316	8.22%

18. Other equity

Particulars	(₹ in Lakhs)	
	As at 31st March, 2018	As at 31st March, 2017
Capital Reserve	40,212.56	-
Securities Premium Reserve	20,703.24	20,703.24
General Reserve	34,962.41	34,962.41
Retained earnings	(30,573.73)	7,641.01
Other Comprehensive Income		
Remeasurement of defined benefit plans	89.17	29.92
TOTAL	65,393.65	63,336.58

Refer Statement of changes in Equity (SoCE) for movement in balances of reserves.

Nature and purpose of Reserves:-

1. Capital Reserve

Capital Reserve represents adjustments arising out of Resolution Plan under Insolvency and Bankruptcy Code, 2016 approved by the Hon'ble NCLT on 18th April, 2018 as stated in Note No. 38.

2. Securities Premium Reserve

Securities Premium Reserve represents the amount received in excess of par value of securities and is available for utilisation as specified under Section 52 of Companies Act, 2013.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

18. Other equity (Contd.)

3. General Reserve

The general reserve is created from time to time by appropriating profits from retained earnings. The general reserve is created by a transfer from one component of equity to another and accordingly it is not reclassified to the Statement of profit and loss.

4. Retained Earnings

Retained Earnings generally represent the undistributed profits /amount of accumulated earnings of the Company.

5. Other Comprehensive Income

Other Comprehensive Income represent the balance in equity relating to actuarial gain and losses on defined benefit obligations. This will not be reclassified to statement of Profit and Loss account.

18A. Non Controlling Interest

(₹ in Lakhs)

Particulars	As at	As at
	31st March, 2018	31st March, 2017
Balance at the beginning of the year	2,634.28	1.78
Share of profit for the year	(359.43)	-
Non controlling interest on disposal of control	-	2,632.50
Non controlling interest on acquisition of control	(1,145.00)	-
TOTAL	1,129.86	2,634.28

18A.1 (a) Details of non-wholly owned subsidiaries of the group that have material non- controlling interest

Name of Subsidiaries	Place of Incorporation and principal place of Business	Proportion of ownership interests and voting rights held by non-controlling interests		Profit/(Loss) allocated to non-controlling interests		Accumulated non-controlling interests	
		As at	As at	As at	As at	As at	As at
		March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017
Suratgarh Bikaner Toll Road Company Private Limited	Kolkata	-	0.07	-	-	1.78	1,146.78
MBL Projects Ltd.	New Delhi	0.50	0.50	(359.41)	-	1,128.09	1,487.50
MBL (MP) Road Nirman Co. Ltd.	New Delhi	-	-	-	-	-	-
MBL (Udaipur Bypass) Road Ltd.	New Delhi	-	-	(0.02)	-	-	-
TOTAL				(359.43)	-	1,129.87	2,634.28

(b) Summarised financial Information of each of the subsidiaries having material non-controlling interests is set out below.

The summarised financial information below represents amounts before intra-group eliminations:

Particulars	Suratgarh Bikaner Toll Road Company Private Limited		MBL Projects Ltd.		MBL (MP) Road Nirman Co. Ltd.		MBL (Udaipur Bypass) Road Limited	
	As at	As at	As at	As at	As at	As at	As at	As at
	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017
Non Current Assets	72,514.39	65,868.60	8,426.60	8,827.61	2.49	4,586.08	-	-
Current Assets	127.09	126.73	860.87	0.36	28.18	26.12	5.00	5.00
Non Current Liabilities	42,443.61	44,594.42	5,211.67	5,859.38	-	-	-	-
Current Liabilities	13,190.87	4,393.91	1,830.45	2.19	635.59	635.20	6.13	6.08
Equity attributable to owners of the company	17,005.23	15,860.23	1,117.26	1,478.90	(604.92)	3,977.00	(1.13)	(1.08)
Non Controlling interests	1.78	1,146.78	1,128.09	1,487.50	-	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

18. Other equity (Contd.)

Particulars	Suratgarh Bikaner Toll Road Company Private Limited		MBL Projects Ltd.		MBL (MP) Road Nirman Co. Ltd.		MBL (Udaipur Bypass) Road Limited	
	As at	As at	As at	As at	As at	As at	As at	As at
	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017
Revenue	-	-	2,676.36	330.65	0.03	-	-	-
Expenses	-	-	3,397.40	333.94	4,581.95	-	0.05	6.08
Profit/ (Loss) for the year	-	-	(721.05)	(3.30)	(4,581.92)	-	(0.05)	(6.08)
Profit/ (Loss) attributable to owners of the Company	-	-	(361.63)	(3.30)	(4,581.92)	-	(0.03)	(6.08)
Profit/ (Loss) attributable to the non-controlling interests	-	-	(359.41)	-	-	-	(0.02)	-
Profit/ (Loss) for the year	-	-	(721.05)	(3.30)	(4,581.92)	-	(0.05)	(6.08)
Other comprehensive income attributable to owners of the Company	-	-	-	-	-	-	-	-
Other comprehensive income attributable to the non-controlling interests	-	-	-	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	-	-	-	-
Total comprehensive income attributable to owners of the Company	-	-	(361.63)	(3.30)	(4,581.92)	-	(0.03)	(6.08)
Total comprehensive income attributable to the non-controlling interests	-	-	(359.41)	-	-	-	(0.02)	-
Total comprehensive income for the year	-	-	(721.05)	(3.30)	(4,581.92)	-	(0.05)	(6.08)
Net cash inflow/(outflow) from operating activities	8,794.94	4,346.98	(262.79)	(310.75)	(0.16)	611.64	-	-
Net cash inflow/(outflow) from investing activities	(6,645.79)	(13,392.88)	1,840.99	(24.98)	0.17	(611.70)	-	-
Net cash inflow/(outflow) from financing activities	(2,150.81)	7,743.80	(1,568.53)	327.35	-	-	-	5.00
Net cash inflow/(outflow)	(1.66)	(1,302.10)	9.67	(8.39)	0.01	(0.06)	-	5.00

19. Non Current Financial Liability – Borrowings

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Secured Term Loan			
Equipment/Vehicle Finance/Term Loan/External Commercial Borrowings	19.1		
-From Banks		62,873.20	62,549.88
-From others		4,018.32	1,345.57
Restructured facilities from banks	19.2	52,793.82	-
TOTAL		1,19,685.34	63,895.45

19.1

- (a) Equipment / Vehicle finance/ External commercial borrowings (ECB) availed by the company from banks and others are secured by hypothecation of specific equipments; comprising construction equipments acquired out of the said loans and personal guarantee of promoter director of the company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

19. Non Current Financial Liability – Borrowings (Contd.)

- (b) Term Loan availed by a subsidiary company namely "AAP Infrastructure Ltd" is secured by road on BOT basis, personal guarantee of certain director, corporate guarantee given by the parent company and pledge of 100% equity shares of the company held by the parent company.
- (c) External commercial borrowing (ECB) availed by the subsidiary companies "MBL Highway Development Company Ltd & MBL (MP) Toll Road Company Ltd" from banks is secured by First charge on all the movable & immovable assets, both present & future, escrow account, intangible assets, all revenues and receivables and pledge of 30% equity shares of the company held by the parent company.
- (d) Term loan availed by the subsidiary company "Suratgarh Bikaner Toll Road Company Pvt Ltd" from banks is secured by First charge on all the movable & immovable assets of the company, escrow account, intangible assets, all toll revenues and receivables, funds in debt service reserve account and pledge of 51% equity shares of the company held by the parent company.

19.2 Restructuring in term of Resolution Plan

- (A)** In terms of the Resolution Plan, there will be working capital term loan of ₹ 3,737.93 Lakhs from the consortium of banks. The rate of interest on such loan will be 1 year MCLR of SBI plus spread of 0.70% p.a and will be repaid in 39 unequated quarterly installments.

The Working Capital Term Loan secured/ to be secured as follows:

- (i) 1st pari-passu charge on the entire Fixed Assets (movable and immovable) of the Company except those specifically charged to Equipment/ECB lenders.
- (ii) 1st pari-passu charge on the long term receivables.
- (iii) 2nd pari-passu charge on the entire current assets of the company.

(B) In terms of the Resolution Plan, there will be secured Non-Convertible Debentures at a coupon rate of 0.10% to the consortium of banks to be redeemed over a period of 9.75 years (at a premium of 10% at the time of final redemption). The payment of the interest will be made quarterly on the last date of the quarter.

The payment of the Principal amount in 39 unequated quarterly installments.

A security trustee will be appointed for creation of security and the amount of NCDs aggregating to ₹87,537.50 lakhs (Including Deferred Credit to ₹38,481.60) will be secured by:

- (i) 1st pari-passu charge on the entire Fixed Assets (movable and immovable) of the Company except those specifically charged to Equipment/ECB lenders.
- (ii) 1st pari-passu charge on the long term receivables.
- (iii) 2nd pari-passu charge on the entire current assets of the company.

- (C)** All the amounts will be paid after proper reconciliation and without prejudice to legal remedies available to the Company. The Company will have the option to prepay the dues to banks, financial institutions /creditors (based on time value of their dues at discount rate), without any additional levies.

19.3 Maturity profile of long term borrowings are set out below:

(₹ in Lakhs)

Particulars	Rate of Interest(%)*	within 1 year	1 to 2 years	2 to 3 years	beyond 3 years
From Banks	8.65% - 12.50%	4,107.39	3,437.47	4,007.00	1,00,015.47
From Banks-ECB	between LIBOR+(4.50% -5.63% p.a.)	3,370.64	1,312.84	1,332.97	5,561.27
From Other	between 1 Year SBI MCLR + (0.70 % p.a.)	16.03	34.40	40.34	3,943.58
TOTAL		7,494.06	4,784.71	5,380.31	1,09,520.32

* Includes interest rates that are linked to base rates of the respective lender (LIBOR in case of ECB), which may vary accordingly.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

20. Non Current Financial Liability –Trade Payable

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
A) Total outstanding dues of micro enterprises and small enterprises	26.1	-	-
B) Total outstanding dues of Creditors other than micro enterprises and small enterprises	26.2	6,800.98	-
TOTAL		6,800.98	-

21. Non Current Financial Liability –Others

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Other Payable	557.66	1.00
TOTAL	557.66	1.00

22. Non Current Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Provision for employee benefits	62.86	144.22
TOTAL	62.86	144.22

23. Other Non Current Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Deferred Credit	35,701.22	522.49
Statutory Dues	1,036.44	-
TOTAL	36,737.66	522.49

24. Non Current Tax Liabilities (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Advance tax(net of provision)*	2,448.52	(45.27)
TOTAL	2,448.52	(45.27)

24.1 Provision for tax of ₹13642.36 lakhs is net of advance tax of ₹11,193.84 lakhs.

24.2 Refer Note No. 38

25. Current Financial Liability – Borrowings

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Secured			
-Working Capital facilities from banks (Repayable on Demand)	25.1	3,737.61	1,14,709.23
-Dissenting financial creditors*		4,902.25	-
-Others	25.2	628.91	3,598.93
Unsecured			
-Loan and Advances from Body Corporates		2,716.00	2,446.23
-Book Overdraft		44.35	1,699.11
TOTAL		12,029.12	1,22,453.50

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

25.1 Restructuring of working capital facilities in term of Resolution Plan

In terms of the Resolution Plan, working capital facilities will be ₹3,737.61 lakhs (cash credit) from the consortium of banks. The rate of interest on such cash credit will be 1 year MCLR of SBI plus spread of 0.70% p.a. The Working Capital facilities will be secured by:

- (i) 1st pari-passu charge on the entire current assets of the company.
- (ii) 2nd pari-passu charge on the entire Fixed Assets (movable and immovable) of the Company.
- (iii) 2nd pari-passu charge on the long term receivables.

The working capital dues will also be secured by the personal guarantee of Mr Anjanee Kumar Lakhota and further pledge of 24% of promoter's shareholding to the consortium of working capital lenders.

*Payable upon reconciliation to dissenting financial creditors as per Resolution Plan under IBC, 2016 as stated in Note No. 38.

25.2 Short term secured borrowings from other party is secured by subservient charge on the current asset of the Company. Further, there is a collateral security by way of pledge of 14,12,000 nos. (as on 31st March 2017: 30,41,073 nos.) shares of the Company by Promoter Company MBL A Capital Limited and 2,50,000 nos. (as on 31st March 2017: 26,19,000 nos.) shares of Anjanee Kumar Lakhota-Chairman Et Managing Director of the company.

26. Current Financial Liability –Trade Payables

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Acceptances		-	542.14
A) Total outstanding dues of micro enterprises and small enterprises	26.1	-	-
B) Total outstanding dues of Creditors other than micro enterprises and small enterprises	26.2	4,480.94	11,654.11
TOTAL		4,480.94	12,196.25

26.1 Disclosure of Trade Payables is based on information available with Company regarding the status of suppliers if any, as defined under the "Micro, Small and Medium Enterprise Development Act, 2006". There are no delays in payment made to such suppliers. There is no overdue amount outstanding as at the balance sheet date.

26.2 Balances are subject to confirmations/reconciliations and consequential impact thereof.

27. Current Financial Liability –Others

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Current maturity of Long Term Debt			
-From Banks		7,478.03	4,720.17
-From Others		16.03	2,301.56
Interest accrued		138.06	812.66
Unclaimed Dividend		1.90	2.21
Unclaimed Share Application and interest thereon		-	0.46
Share Application Money	27.1	280.00	-
Other Payables		3,295.10	5,053.05
TOTAL		11,209.12	12,890.11

27.1 Pursuant to the approved resolution plan by Hon'ble National Company law Tribunal, Kolkata Bench (Hon'ble NCLT) by its order dated 18th April 2018, company has received sum of ₹280 lakhs as share application money from promoters and promotor group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

28. Other Current Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Capital Vendors	69.33	69.39
Advance from Customers	163.63	2,564.05
Other Payables (Includes advance from related parties)	14,119.01	2,786.56
Statutory Dues Payable	688.22	-
Deferred credit	4,404.29	-
TOTAL	19,444.48	5,420.00

29. Current Liability –Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Provision for Employee Benefits	4.13	12.97
Tax on proposed dividend	253.17	253.17
TOTAL	257.30	266.14

30. Current Tax Liabilities (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Provision for Tax (net of advance tax)*	45.50	2,805.18
TOTAL	45.50	2,805.18

* Provision for tax of ₹182.63 lakhs (2017- ₹13,871.96 lakhs) is net of advance tax of ₹137.13 lakhs (2017- ₹11,066.78 lakhs).

31. Revenue from Operations

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Construction and Project related activities	51,069.70	2,28,132.34
TOTAL	51,069.70	2,28,132.34

32. Other Income

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Interest on fixed deposits	36.51	242.23
Interest income on Financial Asset carried at amortised cost		
-Retention Money	146.18	248.31
-Advances	9.12	-
-Deposits	5,176.49	2,955.51
-BOT Adjustment	1,044.86	-
Claims	-	24.25
Miscellaneous income and receipts	186.71	444.27
TOTAL	6,599.87	3,914.57

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

33. Cost of Material Consumed

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Cost of Material Consumed	3,686.94	2,02,799.06
TOTAL	3,686.94	2,02,799.06

34. Employee Benefit Expenses

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Salaries, Wages and Bonus	838.54	3,325.30
Contribution to Provident and Other funds	41.90	195.32
Provision for Employee Retirement Benefits	4.77	26.76
Staff Welfare Expenses	33.89	108.15
TOTAL	919.10	3,655.53

35. Finance Cost

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Interest expense	24,821.19	14,668.39
Other borrowing costs	5.03	283.43
Net loss on foreign currency transactions and translation	145.73	(240.60)
Interest Expense w.r.t. transaction cost amortisation	13.82	-
TOTAL	24,985.77	14,711.22

36. Depreciation and Amortisation Expense

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Depreciation of Property, Plant and Equipment	5	1,460.74	1,777.22
Ammortisation of Intangible Asset	5A	804.97	944.54
TOTAL		2,265.71	2,721.76

37. Other Expenses

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Direct labour, sub-contract etc.		6,611.87	9,458.25
Stores and spares consumed		13.69	499.24
Power, fuel and lubricants		90.30	2,345.19
Hire charges - vehicles and equipments		34.97	818.46
Sites rent		88.71	265.86
Repairs to machinery		34.30	45.32
Insurance		87.22	134.63
Rates and taxes, excluding taxes on income		117.12	3,417.23

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

37. Other Expenses (Contd.)

(₹ in Lakhs)

Particulars	Ref Note No	As at 31st March, 2018	As at 31st March, 2017
Other repairs		35.67	139.16
Remuneration to Auditors	37.1	29.57	17.89
Loss on sale of fixed assets		-	130.74
Bank commission and charges		184.57	1,144.50
Site development expenses		0.35	32.62
CSR expenses	37.2	0.50	10.46
Director Sitting Fee		-	8.90
Legal and professional fees		21.32	19.00
Miscellaneous expenses		796.99	2,222.66
Reversal of claims		32,840.58	-
TOTAL		40,987.73	20,710.11

37.1 Remuneration to Auditors comprises of:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Payment to Auditors*		
-Statutory audit	28.27	17.33
-Tax audit	2.50	1.84
-Internal audit	-	0.29
-Cost audit	0.30	0.30
-Certification fees etc.	0.11	1.27
TOTAL	31.18	21.03

* Includes auditor remuneration of ₹1.61 lacs (2017: ₹3.14 lacs) included in intangibles assets under development.

37.2 The CSR expenditure comprises the following:

(a) Gross amount required to be spent by the Company during the year: ₹65.74 Lakhs (Previous year ₹160.21 Lakhs)

(b) Amount spent during the year on:

S. No.	Particulars	As at 31st March, 2018			As at 31st March, 2017		
		Paid	Yet to be Paid	Total	Paid	Yet to be Paid	Total
i	Construction/acquisition of any asset	-	-	-	-	-	-
ii	On purpose other than (i) above	0.50	65.24	65.74	10.46	149.75	160.21
	TOTAL	0.50	65.24	65.74	10.46	149.75	160.21

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

38.

38.1 Exceptional Items

		(₹ in Lakhs)
Particulars	As at 31st March, 2018	As at 31st March, 2017
CIRP Cost	275.74	-
Less: GST Input	14.87	-
CIRP cost (net)	260.87	-
Adjustment of Interest as per Resolution plan	(13,753.68)	-
Adjustment of Dissenting Financial Creditors	(26,719.75)	-
Net	(40,212.56)	-
Less: Loss due to termination of concession	23,828.41	-
TOTAL	(16,384.15)	-

The Corporate Insolvency Resolution Process (CIRP) for the Company under the Insolvency & Bankruptcy Code, 2016 (IBC, 2016) was initiated pursuant to an order dated 30th March 2017 of Hon'ble National Company law Tribunal, Kolkata Bench (Hon'ble NCLT). The Resolution Plan dated 22nd November 2017 submitted by Mr A. K. Lakhotia, Promoter Director after being voted in favour by the Committee of Creditors was approved by Hon'ble NCLT by its order dated 18th April 2018. The powers of the Board of Directors which were suspended during CIRP from 30th March 2017 to 18th April 2018 have been reinstated with effect from 19th April 2018 and the management of the affairs of the Company is now under the control and supervision of the Board of Directors of the company. Four of the dissenting banks have filed appeals with Hon'ble National Company Law Appellate Tribunal against the NCLT order dated 18th April 2018 approving the Resolution Plan. The Resolution Plan, inter-alia, provides for the payment of liabilities, subject to reconciliation and legal remedies, as follows:

- (i) Payment of CIRP cost and workmen dues on priority.
- (ii) Operational and other creditors (except financial creditors) to be paid in three years.
- (iii) Statutory dues to be paid in three years.
- (iv) Assenting Financial Creditors:
 - a) Cash credit facility amounting to ₹3737.61 Lakhs @ one year MCLR of SBI plus spread of 0.70% p.a
 - b) Working Capital Term Loan amounting to ₹3737.61 Lakhs @ one year MCLR of SBI plus spread of 0.70% p.a.
 - c) Issuance of Secured 0.10% Non-convertible debentures (NCDs) amounting to ₹87867 Lakhs redeemable over a period of 9.75 years (at a premium of 10% at the time of final redemption).
 - d) External Commercial Borrowings amounting to ₹12,281.36 Lakhs be restructured to be paid over a period of 9.75 years @ one year MCLR of SBI plus spread of 0.70% p.a. in Indian rupees.
 - e) Term Loans from NBFC amounting to ₹4034.35 Lakhs to be restructured to be paid over a period of 9.75 years @ one year MCLR of SBI plus spread of 0.70% p.a..

The repayment of the aforesaid liabilities at (b), (d) and (e) would be made in 39 unequaled quarterly installments. NCDs pursuant to (c) above have since been issued and are redeemable in 39 unequaled quarterly installments.

- (v) Dissenting financial creditors - to be paid liquidation value amounting to ₹4902.25 Lakhs as per IBC, 2016.

In terms of Ind AS 10 "Events after the Reporting Period" the impact of the Resolution Plan being adjusting event has been given effect to as on 31st March 2018. Accordingly, the resultant impact of the adjustments of the item (ii), (iii) and (iv) detailed above is as under:-

Description	Reclassified from Current Liabilities	Reclassified to:			
		Long Term Liabilities	Other Current Financial Liabilities	Other Non Current Liabilities	Other Current Liabilities
Borrowings	(91,604.93)	52,793.82	393.04	34,576.27	3,841.81
Trade Payable	(8,361.27)	6,800.98		1,040.19	520.10
Other Financial Liability (Other Payable)	(681.30)	554.16		84.76	42.38

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

38. Exceptional Items (Contd.)

Description	Reclassified from Current Liabilities	Reclassified to:			
		Long Term Liabilities	Other Current Financial Liabilities	Other Non Current Liabilities	Other Current Liabilities
Other Current Liabilities (Statutory Dues)	(1,036.44)	1,036.44			
Current Tax liability	(2,448.52)	2,448.52			
Total	(1,04,132.46)	63,633.92	393.04	35,701.22	4,404.29

The Adjustment arising out of Resolution Plan including the difference between the admitted claims and liquidation value payable to the dissenting financial creditors to the approved Resolution Plan and other adjustment net of CIRP cost have been disclosed as "Exceptional Item" and are treated as "Capital Reserve". The following items are part of exceptional items - (a) Adjustment for liquidation value Rs.26,719.75 lakhs, (b) Interest ₹13,753.68 Lakhs, and (c) CIRP Cost (₹ 275.74 lakhs, less GST Input ₹14.87 lakhs) net ₹(260.87) Lakhs

38.2 The proceedings under Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as 'IBC') are subject to either resolution or liquidation of a Company. Section 238 of the IBC provides that its provisions override other statutes.

Exceptional Items(Net) amounting to Rupees 40,212.56 Lakhs are resulting from Corporate Insolvency Resolution Process (CIRP) and are capital in nature and no income/profit has accrued and no cash flow is to be realised to the Company. The amount has been routed through Statement of Profit and Loss account as per requirement of Ind AS and being capital in nature has been transferred to Capital Reserve. Moreover no real income/profit has accrued to the Company and in view of above the same is not taxable under provisions of entire Income Tax Act and Rules.

39. Related Party Disclosures

Related parties have been identified in terms of Ind As 24 on "Related Party Disclosure" as listed below :

List of Related Parties where control exists

A Name of the Related Party	Relationship
TCIL - MBL (JV) (51%)	Enterprises-Participation interest
MBL - Supreme (JV) (50%)	Enterprises-Participation interest
MBL - ABCI (JV) (60%)	Enterprises-Participation interest
MBL - VIL (JV) (60%)	Enterprises-Participation interest
B Key Management Personnel	Relationship
Mr. Anjanee Kumar Lakhota (Chairman and Managing Director)	Key Management Personnel
Mrs. Sunita Palita (Independent Director)	Key Management Personnel
Mr. Ashwini Kumar Singh (Independent Director)	Key Management Personnel
Mr. Bhagwan Singh Duggal (Independent Director)	Key Management Personnel
Mrs. Uma Devi Lakhota (Director)	Key Management Personnel
Mr. Prakash (Director)	Key Management Personnel
Mr. Sudhanshu Chaturvedi (Director)	Key Management Personnel
Mr. Darshan Singh Negi (Chief Financial Officer)	Key Management Personnel
Mr. Mukesh Baheti (Chief Financial Officer)	Key Management Personnel
Mr. Ankit Jhawar (Chief Financial Officer)	Key Management Personnel
Mr. Rama Shankar (Chief Financial Officer)	Key Management Personnel
Mr. Anubhav Maheshwari (Company Secretary)	Key Management Personnel
Mr. Omprakash Sharma (Company Secretary)	Key Management Personnel
Ms. Sanmeet Kaur (Company Secretary)	Key Management Personnel
C Enterprises owned or significantly influenced by key management personnel or their relatives	
	MBL A Capital Ltd
	Dipika Suppliers Pvt Ltd
	Chetan Commotrade Pvt Ltd
	SMH Infrastructure Pvt Ltd
	Narayan Infracon Pvt Ltd

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

39. Related Party Disclosures (Contd.)

D Transactions during the year

(₹ in Lakhs)

Particulars	Key Management Personnel		Enterprises owned or significantly influenced by key management personnel or their relatives		Enterprises-Participation interest	
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017
Dividend						
Anjaneer Kumar Lakhota		92.14				
MBL A Capital Ltd				211.81		
Receipts						
TCIL- MBL (JV)					932.87	38.13
MBL - Supreme (JV)					-	1,044.84
MBL - ABCI (JV)					2,582.11	2,369.47
MBL - VIL (JV)					128.72	-
MBL A Capital Ltd			210.16	-		
Dipika Suppliers Pvt Ltd			250.04	-		
Chetan Commotrade Pvt Ltd			112.44	-		
SMH Infrastructure Pvt Ltd			14.29	-		
Anjaneer Kumar Lakhota	761.75	-				
Paid						
MBL - Supreme (JV)					23.33	-
MBL - VIL (JV)						2,917.50
MBL A Capital Ltd.			128.45	-	-	-

E Outstanding Balance

(₹ in Lakhs)

Particulars	Key Management Personnel		Enterprises owned or significantly influenced by key management personnel or their relatives		Enterprises-Participation interest	
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017
Amount Receivable						
TCIL - MBL (JV)					719.80	3,167.92
MBL - Supreme (JV)					13.80	-
MBL- ABCI					2779.81	137.02
MBL A Capital Ltd			1,021.39			
SMH Infrastructure Pvt Ltd			201.55	215.85		
Deferred (Amortize Cost)						
MBL A capital Limited			523.24			

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

E Outstanding Balance Contd.)

(₹ in Lakhs)

Particulars	Key Management Personnel		Enterprises owned or significantly influenced by key management personnel or their relatives		Enterprises-Participation interest	
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2018	As at 31st March, 2017
Amount Payable						
MBL- VIL (JV)					127.53	-
MBL - Supreme (JV)						154.32
Anjaneer Kumar Lakhotia	1,151.00	389.25				
MBL A Capital Ltd.	-	-	1,299.41	1,217.70		
Narayan Infracon Pvt Ltd			8.50	8.50		
Dipika Suppliers Pvt Ltd			250.04	-		
Chetan Commotrade Pvt Ltd			112.44	-		

F Compensation to Key Managerial Personnel

(₹ in Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Short Term Employee Benefits	65.34	68.65
Post-employment benefits (includes provision for leave, gratuity and other post-retirement benefits)	2.96	2.24
Other long-term benefits (includes contribution to provident fund)	-	-
Termination Benefit	-	-
TOTAL	68.30	70.89

40. Employee Benefit

As per Ind AS - 19 "Employee Benefits", the disclosure of Employee Benefits as defined are given below:

Defined Contribution Plan

The Company makes Provident Fund and Employees State Insurance 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.

Expense recognised for Defined Contribution Plans for the year is as under:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Employer's Contribution to Provident Fund	31.66	152.77
Employer's Contribution to Employee State Insurance Corporation	6.33	21.02
TOTAL	37.99	173.79

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

40. Employee Benefit (Contd.)

Defined Benefit Plan

The Company has a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method.

Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligation & Change in Plan Assets:

Expense recognised for Defined Contribution Plans for the year is as under:

(₹ in Lakhs)

Sl.No	Particulars	Gratuity	Leave Encashment
(i)	Movement in Obligation		
	Present value of obligation – March 31, 2017	122.49	34.67
	Service cost	9.32	2.71
	Interest on defined benefit obligation	9.15	2.51
	Benefits settled	(1.66)	(2.67)
	Remeasurement- Actuarial (Gain)/Loss	(90.61)	(18.92)
	Present value of obligation – March 31, 2018	48.69	18.30
(ii)	Change in Plan assets	Gratuity (Funded)	
		31st March, 2018	31st March, 2017
	Fair Value of Plan assets at the beginning of the financial year	-	-
	Expected return on plan assets	-	-
	Actuarial gain/ (loss)	-	-
	Contributions	1.66	10.20
	Benefits settled	(1.66)	(10.20)
	Fair Value of Plan assets at the end of the financial year	-	-

Net Funded Status of Plan-Gratuity

(₹ in Lakhs)

Sl.No	Particulars	31st March, 2018	31st March, 2017
(iii)	Closing Defined Benefit Obligation	48.69	122.49
	Closing fair value of plan assets	-	-
	Net Funded Status of Plan(Surplus/(Deficit))	(48.69)	(122.49)

Expenses recognised in the statement of Profit and Loss:

(₹ in Lakhs)

Sl.No	Particulars	Gratuity	Leave Encashment
(iv)	Service cost	9.32	2.71
	Interest cost	9.15	2.51
	Actuarial gain/ (loss)	-	(18.92)
	Expected return on plan assets		
	For the year ended March 31, 2017	18.47	(13.70)
	Service cost	20.38	6.78
	Interest cost	9.91	3.49
	Actuarial gain/ (loss)	-	(16.91)
	Expected return on plan assets	-	-
	For the year ended March 31, 2018	30.29	(6.64)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

40. Employee Benefit (Contd.)

Expenses recognised in Other Comprehensive Income-Gratuity

(₹ in Lakhs)

Sl.No	Particulars	31st March, 2018	31st March, 2017
(v)	Remeasurement- Actuarial (Gain)/Loss	(90.61)	(38.26)
	Net expenses recognised in Other Comprehensive Income	(90.61)	(38.26)

Principal Actuarial Assumptions used for estimating the Company's defined benefit obligations

(₹ in Lakhs)

Sl.No	Particulars	31st March, 2018	31st March, 2017
(vi)	Discounting rate (%)	7.52%	7.31%
	Estimated rate of return on plan assets (%)	0%	0.00%
	Salary Increase (%)	6%	6.00%
	Attrition rate (%)	5%	5.00%
	Mortality Rate	IALM (2006-08)	IALM (2006-08)
	Retirement age (years)	60	60

(vii) The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

(viii) The discount rate is based on the market yield available on long term government bonds.

(₹ in Lakhs)

Sl.No	Particulars	Gratuity	Leave Encashment
	As at March 31, 2018		
	Current liability	2.68	1.45
	Non current liability	46.01	16.86
	Total	48.69	18.31
	As at March 31, 2017		
	Current liability	8.97	3.98
	Non current liability	113.52	30.69
	Total	122.49	34.67

Sensitivity Analysis

(₹ in Lakhs)

Sl.No	Gratuity	Change in assumptions	31st March, 2018	31st March, 2017
	Discount rate	1.00%	(44.42)	(115.78)
		-1.00%	53.64	132.46
	Salary Growth rate	1.00%	53.51	131.55
		-1.00%	(44.47)	(115.40)
	Attrition rate	1.00%	48.81	125.60
		-1.00%	(48.54)	(120.17)
	Mortality Rate	10.00%	48.71	(121.39)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

40. Employee Benefit (Contd.)

Leave Encashment

(₹ in Lakhs)

Sl.No	Gratuity	Change in assumptions	31st March, 2018	31st March, 2017
	Discount rate	1.00%	(16.96)	(31.56)
		-1.00%	19.85	38.30
	Salary Growth rate	1.00%	18.94	36.00
		-1.00%	(17.70)	(33.39)
	Attrition rate	1.00%	18.41	34.91
		-1.00%	(18.20)	(34.41)
	Mortality Rate	10.00%	18.31	34.69

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation, keeping all other actuarial assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

Maturity profile of Defined Benefit Obligation as on 31st March, 2018:

(₹ in Lakhs)

Period	Gratuity	Leave Encashment
Within 1 yr	2.68	1.45
1-2 yrs	2.03	0.97
2-3 yrs	1.83	0.87
3-4 yrs	2.13	0.95
4-5 yrs	2.63	0.98
5-10 yrs	10.15	4.01
Above 10 yrs	27.23	9.08
Total	48.68	18.31

41. Fair value of financial assets and liabilities

a) The carrying amounts and fair values of financial assets and liabilities are as follows:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets-At amortised cost				
Investment	1.04	1.04	0.02	0.02
Trade Receivables	1,00,237.68	1,00,237.68	1,27,030.48	1,27,030.48
Cash & Cash Equivalents	511.18	511.18	429.23	429.23
Other Bank Balances	77.26	77.26	728.24	728.24
Other Financial Assets	3,907.22	3,907.22	1,288.43	1,288.43
Total	1,04,734.38	1,04,734.38	1,29,476.40	1,29,476.40
Financial Liabilities-At amortised cost				
Borrowings	1,39,164.18	1,39,164.18	1,39,164.18	1,91,671.56
Trade Payable	11,281.92	11,281.92	11,281.92	12,196.25
Other Financial Liabilities	4,317.07	4,317.07	4,317.07	7,568.49
Total	1,54,763.17	1,54,763.17	2,11,436.30	2,11,436.30

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

41. Fair value of financial assets and liabilities (Contd.)

The management considers that the above carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values. The above table includes the balances payable to financial and operational creditors in terms of the resolution plan under the IBC, 2016 as stated in Note No. 38.

b) Fair Value Technique

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate the fair values:-

- The fair value of cash and cash equivalents, trade receivables, current trade payables, current financial liabilities and borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The Board considers that the carrying amounts of financial assets and financial liabilities recognised at cost/amortised cost in the financial statements approximate their fair values.
- In terms of the resolution plan, the long term borrowings as on 31st March, 2018 are substantially at fixed rate. Accordingly, any increase or decrease in the market rate of interest will have implications on the fair value of long term debt in future years.

c) Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

Level 1

Quoted prices for identical assets / liabilities in active markets. It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date (like Mutual funds units).

Level 2

Inputs that are observable for the asset / liability (other than level 1 inputs), either directly (that is, as prices) or indirectly (that is, derived from prices). It includes fair value of the financial instruments that are not traded in an active market, is determined by using valuation techniques. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3

Significant Inputs for the asset or liability (instrument) that are not based on observable market data, is included in level 3.

For assets and liabilities which are measured at fair value as at Balance Sheet date, the classification of fair value calculations by category is summarized below:

Particulars	Level	(₹ in Lakhs)	
		Carrying Amount / Fair Value	
		31st March, 2018	31st March, 2017
Financial assets-At Amortised Cost			
Trade receivables	2	1,00,237.68	1,27,030.48
Loans	2	1.04	0.02
Other financial assets	2	3,907.22	1,288.43
Financial Liabilities -At Amortised Cost			
Borrowings	2	1,39,164.18	1,91,671.56
Trade payables	2	11,281.92	12,196.25
Other financial liabilities	2	4,317.07	7,568.49

42. Financial risk management, objective and policies

The Company's business activities are exposed to a variety of financial risks – credit risk, liquidity risk and market risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The risks are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. However, as indicated in note no. 38 entire loan has been restructured. In view of the above, the related risks have undergone significant variation leading to substantial improvement in financial position and will require reconsideration on giving effect to the above adjustments in the financial statement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

42. Financial risk management, objective and policies (Contd.)

i) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables). To manage this, the management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. Receivables from customers are reviewed/evaluated periodically by the management and appropriate provisions are made to the extent recovery there against has been considered to be remote.

The carrying amount of respective financial assets recognised in the financial statements represents the Company's maximum exposure to credit risk.

Credit exposure is managed by counterparty limits for investment of surplus funds which is reviewed by the Management. Bank balances are held with reputed and creditworthy banking institutions.

Trade receivables disclosed include amounts that are past due at the end of the reporting period but against which the Company has not recognised an allowance for doubtful receivables because there has not been a significant change in credit quality and the amounts are still considered recoverable.

ii) Liquidity Risk

The company objective is maintaining optimum level of liquidity to meet its cash and collateral requirement at all times. The Company relies on Borrowing and internal accruals to meet its need for fund. The current committed lines of credit are sufficient to meet its short to medium term expansion needs.

The table provides undiscounted cash flow towards non-derivative financial liabilities and net settled derivative financial liabilities into relevant maturity based on the remaining period at balance sheet date to contractual maturity date.

As at 31st March, 2018

(₹ in Lakhs)

Particulars	Carrying Amount	Less than 12 months	More than 12 months	Total
Interest bearing borrowings (including current maturity)	1,39,164.18	19,478.83	1,19,685.34	1,39,164.18
Trade Payables	11,281.92	4,480.94	6,800.98	11,281.92
Other Financial Liabilities	4,317.07	3,759.41	557.66	4,317.07
Total	1,54,763.17	27,719.18	1,27,043.98	1,54,763.17

As at 31st March, 2017

(₹ in Lakhs)

Particulars	Carrying Amount	Less than 12 months	More than 12 months	Total
Interest bearing borrowings (including current maturity)	1,91,671.56	1,27,776.11	63,895.45	1,91,671.55
Trade Payables	12,196.25	12,196.25	-	12,196.25
Other Financial Liabilities	7,568.49	7,567.49	1.00	7,568.49
Total	2,11,436.30	1,47,539.85	63,896.45	2,11,436.30

iii) Market Risk

Market risk is the risk or uncertainty arising from possible market price movements resulting in fluctuation of the fair value of future cash flows of a financial instrument. The major components of Market risks are foreign currency exchange risk and interest rate risk. Financial instruments affected by market risk include borrowings.

a) Foreign Currency Risk

The company does not have any significant transaction in foreign currency except foreign currency ECB loan. There are no outstanding Derivative contracts as on 31st March 2018 however the company have Unhedged foreign currency exposure as on 31st March, 2018.

Foreign exchange risk sensitivity analysis has been performed on the foreign currency exposures in the company's financial assets and financial liabilities at the reporting date i.e. 31st March 2018, net of related foreign exchange contracts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

42. Financial risk management, objective and policies (Contd.)

The impact on the Company's profit before tax due to Changes in the fair value of monetary assets and liabilities are given below:

Foreign Exchange Risk And Sensitivity (Un hedged)				(₹ in Lakhs)
Particulars	Change in currency exchange rate	Effect on profit before tax For the year ended 31-Mar-18	Effect on profit before tax For the year ended 31-Mar-17	
USD	5%	(57.89)	(119.13)	
	-5%	57.89	119.13	

The assumed movement in exchange rate sensitivity analysis is based on the currently observable market conditions.

Summary of exchange difference accounted in Financial Statement			(₹ in Lakhs)
Particulars	For the year ended 31-Mar-18	For the year ended 31-Mar-17	
Net foreign exchange (gain) / losses	145.73	(504.97)	
TOTAL	145.73	(504.97)	

b) Interest rate and sensitivity

The company exposure in market relating to change in interest rate primarily arises from floating rate borrowing with banks and financial institutions. However, as at March 31, 2018, substantially all of the Company's standalone borrowings fall under the fixed interest rates (approved under resolution plan), hence there will be no interest rate risk. Considering the restructuring of borrowing, the carrying amount of said borrowing was considered to be fair value.

Borrowings

As at 31st March, 2018					(₹ in Lakhs)
Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate (%)	
INR	1,15,318.34	46,112.35	69,205.99	8.65%	
USD	23,845.84	11,577.72	12,268.12	5.89%	
Total	1,39,164.18	57,690.07	81,474.11	-	

As at 31st March, 2017					(₹ in Lakhs)
Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate (%)	
INR	1,70,702.94	1,60,884.27	9,818.67	11.43%	
USD	22,667.75	22,667.75	-	5.89%	
Total	1,93,370.69	1,83,552.02	9,818.67	-	

iv) Capital risk management

The Company's objectives when managing capital is to safeguard continuity, maintain a strong credit rating and safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth. The Company sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments. The funding requirements are met through a mixture of equity, internal fund generation and other non-current borrowings. The Company's policy is to use current and non-current borrowings to meet anticipated funding requirements. The Company monitors capital on the basis of the gearing ratio which is net debt divided by total capital. Net debts are non-current and current debts as reduced by cash and cash equivalents.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

42. Financial risk management, objective and policies (Contd.)

The company also monitors capital using gearing ratio which is net debt divided by total capital. The gearing ratio is as follows:

Gearing Ratio		(₹ in Lakhs)
Particulars	As at 31st March, 2018	As at 31st March, 2017
Total Debt	1,39,164.18	1,93,370.69
Cash and Cash Equivalent	588.44	1,157.47
Net Debt(net of cash and cash equivalent)	1,38,575.74	1,92,213.22
Total Capital	70,668.97	70,116.32
Capital and net debt	2,09,244.71	2,62,329.54
Gearing Ratio	66.23%	73.27%

43. Contingent Liabilities and Commitments (to the extent not provided for)

Contingent Liabilities			(₹ in Lakhs)
Sl. No	Particulars	31st March, 2018	31st March, 2017
a	Claims against the company / disputed liabilities not acknowledged as debts (to the extent ascertained)	1,718.32	1,122.98
b	Outstanding bank guarantees	9,030.62	48,434.43
c	Tax matters in disputed under appeal	7,303.57	6,028.14

The Company's pending litigations comprises of claim against the Company and proceedings pending with tax/ statutory/Government Authorities. The Company has reviewed all its pending litigation and proceedings and has made adequate provisions, and disclosed the contingent liabilities, wherever applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material impact on its financial position. Future cash outflows in respect of Income tax (A.Y. 2005-06 to 2010-11, 2012-2013, 2013-2014 and 2014-2015) and sales tax (FY 2007-08 to 2015-16) are determinable only on receipt of judgment/ decisions pending with various forums/ authorities.

44. Earning per Share

Basic and diluted earnings/(loss) per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average of equity shares outstanding during the year.

Before Exceptional Items		(₹ in Lakhs)
Particulars	31st March, 2018	31st March, 2017
Profit/(loss) attributable to equity shareholders	(14,415.53)	(6,394.26)
Weighted average number of equity shares (in nos.)	414.55	414.55
Basic & diluted earnings per equity share (In Rs)*	(34.77)	(15.42)

After Exceptional Items		(₹ in Lakhs)
Particulars	31st March, 2018	31st March, 2017
Profit/(loss) attributable to equity shareholders	1,968.62	(6,394.26)
Weighted average number of equity shares (in nos.)	414.55	414.55
Basic & diluted earnings per equity share (In Rs)*	4.75	(15.42)

*There is no dilution to the basic EPS as there are no outstanding potentially dilutive equity shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

45. Disclosure in accordance with Ind AS 11 'Construction contracts' – Amount due from/to customers on Construction Contracts (₹ in Lakhs)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Contract revenue recognised during the year	48,674.13	2,27,123.53
Aggregate amount of contract costs incurred and recognised profits (less recognised losses) as at the end of the financial year for all contracts in progress as at that date	1,17,119.40	1,13,253.13
Amount of customer advances outstanding for contracts in progress as at the end of the financial year	139.63	1,508.91
Retention amount by customers for contracts in progress as at the end of the financial year	1,136.79	1,453.22
Gross amount due from customers for contracts in progress	10,455.07	18,323.43
Gross amount due to customers for contracts in progress	-	-

46. Tax Expenses

(a) The major components of income tax expense for the year are as under:

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Income tax recognised in the Statement of Profit and Loss		
Current Tax	5.91	0.24
Deferred Tax	(706.81)	(6,131.73)
Total Income tax expenses recognised in statement of profit and loss	(700.90)	(6,131.49)
Income tax expense recognised in OCI		
Deferred tax expense on re-measurement of defined benefit plans	31.36	13.24
Income tax expense recognised in OCI	31.36	13.24
Total (Net)	(669.54)	(6,118.25)

(b) A reconciliation of income tax expense applicable to accounting profits / (loss) before tax at the statutory income rate to recognised income tax expense for the year indicated are as below:

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Accounting Profit/(Loss) before tax	1,208.47	(12,550.77)
Statutory income tax rate	34.61%	34.61%
Tax at per income tax rate	418.23	(4,343.57)
Tax on Exempted Income	(5,670.23)	-
Tax on Corporate Social Responsibility	0.17	3.62
Tax on Temporary differences	(706.81)	(6,131.73)
Tax on others	5,257.74	4,340.19
Total	(700.90)	(6,131.49)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

46. Tax Expenses (Contd.)

(c) Gross deferred tax liability and assets for the year ended 31st March 2018 are as follows:

(₹ in Lakhs)

Particulars	Opening Balance 01.04.2017	Recognised in Profit and Loss	Recognised in OCI	Other	Closing Balance 31.03.2018
Provision for expense allowed for tax purpose on payment basis	45.96	11.96	(31.36)	-	26.56
Tax effect on Unabsorbed Loss	4,192.69	-	-	-	4,192.69
Difference in carrying value and tax base of Financial asset carried at Amortised Cost	918.79	28,714.82	-	-	29,633.61
Difference in carrying value and tax base of Non-Financial Liability	139.73	13,740.16	-	-	13,879.89
Total Deferred Tax Assets	5,297.17	42,466.94	(31.36)	-	47,732.75
Deferred Tax Liabilities					
Difference between written down value/capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	1,908.44	12.13	-	-	1,920.57
Difference in carrying value and tax base of Financial Liability	211.41	13,718.11	-	-	13,929.52
Difference in carrying value and tax base of Non-Financial asset	837.57	28,029.89	-	-	28,867.46
Total Deferred Tax Liabilities	2,957.42	41,760.13	-	-	44,717.55
Deferred Income Tax Assets (Net)	2,339.75	706.81	(31.36)		3,015.20

Gross deferred tax liability and assets for the year ended 31st March 2017 are as follows:

(₹ in Lakhs)

Particulars	Opening Balance 01.04.2016	Recognised in Profit and Loss	Recognised in OCI	Other	Closing Balance 31.03.2017
Deferred Tax Assets					
Provision for expense allowed for tax purpose on payment basis	83.94	(24.74)	(13.24)	-	45.96
Tax effect on Unabsorbed Loss and depreciation	-	4,192.69	-	-	4,192.69
Difference in carrying value and tax base of Financial asset carried at Amortised Cost	990.96	(72.17)	-	-	918.79
Difference in carrying value and tax base of Non-Financial Liability	139.55	-	-	-	139.55
Total Deferred Tax Assets	1,214.45	4,095.78	(13.24)	-	5,296.99
Deferred Tax Liabilities					
Difference between written down value/capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	1,959.51	(51.07)	-	-	1,908.44
Retention Money	1,846.30	(1,846.30)	-	-	-
Difference in carrying value and tax base of Financial Liability	472.07	(138.58)	-	(122.08)	211.41
Difference in carrying value and tax base of Non-Financial asset	837.57	-	-	-	837.57
Total Deferred Tax Liabilities	5,115.45	(2,035.95)	-	(122.08)	2,957.42
Deferred Income Tax Assets (Net)	(3,901.00)	6,131.73	(13.24)	122.08	2,339.57

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

47. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated:-

Name of the Entity	Net Assets (Total Assets minus Total Liabilities)		Share in Profit /Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	%	Amount	%	Amount	%	Amount	%	Amount
Parent Company								
MBL Infrastructures Limited	127.08	89,803.69	1,251.89	23,902.53	100.00	59.25	1,217.21	23,961.79
Subsidiaries								
AAP Infrastructure Ltd.	(2.17)	(1,533.21)	(204.55)	(3,905.43)	-	-	(198.39)	(3,905.43)
MBL Highway Development Company Ltd.	(15.17)	(10,723.77)	(829.29)	(15,833.78)	-	-	(804.32)	(15,833.78)
MBL (MP) Toll Road Company Ltd.	2.53	1,790.86	3.75	71.69	-	-	3.64	71.69
MBL Projects Ltd.	3.18	2,245.35	118.20	2,256.73	-	-	114.64	2,256.73
MBL (MP) Road Nirman Company Ltd.#	(0.86)	(604.94)	(239.98)	(4,581.92)	-	-	(232.75)	(4,581.92)
MBL (Haldia) Toll Road Company Ltd.	0.01	6.97	(0.02)	(0.42)	-	-	(0.02)	(0.42)
Suratgarh Bikaner Toll Road Company Private Ltd.*	24.07	17,007.00	-	-	-	-	-	-
MBL (Udaipur Bypass) Road Limited#	(0.00)	(1.13)	(0.00)	(0.05)	-	-	(0.00)	(0.05)
Minority Interest in all Subsidiaries	1.60	1,129.86	(18.82)	(359.43)	-	-	(18.26)	(359.43)
Consolidation Adjustments/ Elimination	(40.26)	(28,452.51)	18.82	359.40	-	-	18.26	359.40
Total	100.00	70,668.17	100.00	1,909.32	100.00	59.25	100.00	1,968.58

* Project under development

Step-down subsidiaries MBL projects Ltd.

48.

ECB outstanding*

Particulars	(₹ in Lakhs)	
	As at 31st March, 2018	As at 31st March, 2017
For long term maturities	12,222.51	8,465.84
For Short term maturities	45.61	2,264.48
TOTAL	12,268.12	10,730.32

*Payable in Rupee term as per approved Resolution Plan.

Unhedged

Expenses	(₹ in Lakhs)	
	As at 31st March, 2018	As at 31st March, 2017
For long term maturities	8,207.08	9,489.03
For Short term maturities	3,370.64	2,448.39
TOTAL	11,577.72	11,937.42

Foreign Currency Transactions

Expenses	(₹ in Lakhs)	
	As at 31st March, 2018	As at 31st March, 2017
Interest	-	509.68
Bank Charges	-	0.77
ECB Repayment	400.06	647.86

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March, 2018

49. Segment Reporting

The company's operations consists of "Construction/Project Activities" and there are no other reportable segment under Ind AS-108 as identified by the Chief Operating Officer of the company.

50. Disclosure pursuant to Regulation 34(3) read with Sch V A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 are given in note no. 39.
51. As on March 31, 2018, the overdue financial obligations to banks/financial institutions (8 in nos.) (2017: 28 in nos.) Were ₹14,345.76 lacs (2017: 1,93,370.67 lacs). Which were subsequently restructured as per the resolution plan approved by Hon'ble NCLT by its order dated 18th April 2018 as stated in Note no. 38
52. In accordance with the provisions of "Indian Accounting Standard (Ind AS) -36 - Impairment of Assets", the company has made an assessment of the recoverable amount of assets based on higher of the value in use considering its projected scale of operations, prevailing market conditions, future cash flows and future growth projections and estimated net selling price of the assets pertaining to its various Cash Generating Units and found recoverable amount of these assets to be higher as compared to carrying value of assets in its Financial Statements. Accordingly, management considers that there is no need for the provision on account of impairment of assets.
53. The company has a regular programme of physical verification for its inventory and fixed assets. Further, during the year physical verification of significant part of inventory and fixed assets has been carried out by an independent firm of professionals and technical consultant and no material discrepancy were found.
54. Previous year figures were regrouped and reclassified, wherever necessary. An amount of ₹1,500 lakhs classified as loans and advances has been reclassified as Investments during the year ending March 31st 2018. As result of the reclassification previous year ending i.e. March 31st 2017 figures have also been reclassified. The resultant impact of the reclassification on (i) other equity ₹(107.95) Lakhs, (ii) finance cost ₹(627.55) Lakhs (iii) other income ₹(519.59) Lakhs, (iv) other non current assets ₹(105.85) Lakhs, (v) other current assets ₹(105.85) Lakhs, (vi) non current financial assets-loan ₹(1,180.36) Lakhs and (vi) non current investments ₹1,500 Lakhs. The resultant net impact on statement of Profit & Loss for the year ended 31st March 2017 is ₹107.95 Lakhs.
55. These financial statements have been approved by Board of Directors of the Company in their meeting dated June 30, 2018 for issue to the shareholders for their adoption.

Note 1 to 55 are annexed to and form an integral part of the Balance Sheet and Statement of Profit & Loss.

AUDITOR's REPORT

In terms of our report of even date annexed hereto

For SARC & Associates

Chartered Accountants
ICAI Firm Registration No.: 006085N

Dinesh Verma

Partner
Membership No.: 089583

Place: New Delhi

Dated: 30th June, 2018

For and on behalf of the Board of Directors

Anubhav Maheshwari

Company Secretary

Darshan Singh Negi

Chief Financial officer

Anjaneer Kumar Lakhota

Director
DIN-00357695

Sunita Palita

Director
DIN-03612793

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.



CREATING HIGHWAYS TO SUCCESS

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