

## **Independent Auditor's Report**

**To the Members of Shanti Sagar International Dredging Private Limited**

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

#### **Opinion**

We have audited the accompanying financial statements of **Shanti Sagar International Dredging Private Limited (“the Company”)** which comprises the Balance Sheet as at March 31, 2019, 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 ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“Ind AS”) and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and the profit, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibility for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant for audit of financial statement under the provisions of the Act and Rules made thereunder,

we have fulfilled our ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter:**

We draw attention to note 38 to the financial statements in respect of non-appointment of full time Company Secretary as required under Section 203 of the Companies Act, 2013. Our opinion is not qualified in respect this matter.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Directors' Report including the Annexures to the Directors' report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

**Management's Responsibility for the 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 financial statements that give a true and fair view of the financial position, financial performance, total

comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibility for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a

basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls..
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of cash flows dealt with by this Report are in agreement with the books of account.
  
- d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  
- e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
  
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.
  
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended :  
In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/provided the remuneration to its directors during the year.
  
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations as on Balance Sheet date.
  
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

**FOR G. K. CHOKSI & CO.**  
[Firm Registration No.101895W]  
*Chartered Accountants*

Place : Ahmedabad  
Date : 29<sup>th</sup> April, 2019

**SANDIP PARIKH**  
*Partner*  
Mem. No. 040727

## **Annexure -ATO THE INDEPENDENT AUDITORS' REPORT**

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

### **Report on the Internal Financial Controls over financial reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Shanti Sagar International Dredging Private Limited**("the Company") as of 31<sup>st</sup>March, 2019 in conjunction with our audit of financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Board of Directors 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note 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 authorizations of management and directors of the company; and
- 3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the 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 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 31<sup>st</sup> March, 2019, based on the internal financial 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 G. K. CHOKSI & CO.**

[Firm Registration No.101895W]

*Chartered Accountants*

Place : Ahmedabad

Date : 29<sup>th</sup> April,2019

**SANDIP PARIKH**

*Partner*

Mem. No. 040727

## **ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

- (i) In respect of the Company's fixed assets:
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and its situation.
  - (b) The Company has a regular programme for physical verification, in a phased periodic manner, which in our opinion is reasonable having regard to size of the Company and nature of its assets. No material discrepancies were noticed on such verification.
  - (c) As the Company does not have any immovable properties, reporting under clause 3(i)(c) of the order is not applicable to the Company.
  
- (ii) As explained to us, the Management of the Company has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
  
- (iii) According to information and explanation given to us the Company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
  
- (iv) In our opinion and according to information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, Investment, guarantees and security.
  
- (v) According to information and explanation given to us the Company has not accepted any deposits as defined in The Companies (Acceptance of Deposits) Rules 2014. Accordingly, reporting under Clause 3 (v) of the order is not applicable to the Company.
  
- (vi) The Central Government has not prescribed maintenance of cost records under sub-section(1) of Section 148 of the Companies Act, 2013, for the business activities carried out by the Company and therefore, reporting under Clause 3(vi) of the Order is not

applicable to the Company.

(vii) According to the information and explanations given to us, in respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.
- (c) The Company has no disputed outstanding statutory dues as at 31<sup>st</sup> March, 2019.

(viii) In our opinion and according to information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks. The Company has not issued any debenture and has not taken any loan or borrowings from government and financial institutions.

(ix) In our opinion and according to information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). The term loans have been applied by the Company during the year for the purpose for which they were raised.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/ provided any managerial remuneration. Accordingly reporting under clause 3 (xi) of the order is not applicable to the Company.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly reporting under clause 3 (xii) of the order

is not applicable to the Company.

- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable for all transactions with related parties and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and therefore, the reporting under clause 3 (xiv) of the order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into non-cash transactions with directors or directors of its holding ,subsidiary or associate Company or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the reporting under clause 3 (xvi) of the order is not applicable to the Company.

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

*Chartered Accountants*

**SANDIP PARIKH**

*Partner*

Place : Ahmedabad

Date : 29<sup>th</sup> April,2019

Mem. No. 040727

**Shanti Sagar International Dredging Private Limited**  
**Balance Sheet as at March 31, 2019**



₹ in Lacs

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	92,550.23	99,787.90
Capital work-in-progress	3	3,146.05	67.97
Other non-current assets	4	252.25	129.86
		<b>95,948.53</b>	<b>99,985.73</b>
<b>Current assets</b>			
Inventories	5	2,117.58	644.12
Financial assets			
(i) Trade receivables	6	4,890.79	2,607.21
(ii) Cash and cash equivalents	7	2,474.10	5.16
(iii) Other financial assets	8	4.12	11.02
Other current assets	4	755.09	346.58
		<b>10,241.68</b>	<b>3,614.09</b>
<b>Total assets</b>		<b>1,06,190.21</b>	<b>1,03,599.82</b>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
Equity share capital	9	13,505.00	5.00
Other equity	10	18,712.58	1,760.19
<b>Total Equity</b>		<b>32,217.58</b>	<b>1,765.19</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Borrowings	11	64,601.26	93,734.10
Provisions	12	11.12	3.91
		<b>64,612.38</b>	<b>93,738.01</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Trade payables	13		
(a) total outstanding dues of micro enterprises and small enterprises		0.93	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises.		966.51	270.73
(ii) Other financial liabilities	14	7,703.93	7,613.73
Other current liabilities	15	679.25	206.97
Provisions	12	9.63	5.19
		<b>9,360.25</b>	<b>8,096.62</b>
<b>Total liabilities</b>		<b>73,972.63</b>	<b>1,01,834.63</b>
<b>Total Equity and Liabilities</b>		<b>1,06,190.21</b>	<b>1,03,599.82</b>

The accompanying notes form an integral part of financials statements

As per our report of even date.

**For G. K. CHOKSI & CO.**

**Firm Registration No.: 101895W**

Chartered Accountants

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

**Sandip A Parikh**

Partner

Membership No. 40727

**Vinod George**

[Managing Director]

DIN: 03042601

**Jai Khurana**

[Director]

DIN: 05140233

**Ajay Nyati**

[Chief Financial Officer]

Place : Ahmedabad  
Date : April 29, 2019

Place : Ahmedabad  
Date : April 29, 2019

₹ in Lacs

Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Income</b>			
Revenue from operations	16	32,640.17	10,952.85
Other income	17	19.03	105.34
<b>Total income</b>		<b>32,659.20</b>	<b>11,058.19</b>
<b>Expenses</b>			
Operating expenses	18	8,305.41	2,216.99
Employee benefits expense	19	138.78	66.45
Depreciation and amortization expense	3	7,389.97	2,542.57
Foreign exchange (gain) / loss (net)		(2,665.27)	3,498.21
Finance costs	20	1,837.10	854.93
Other expenses	21	571.18	81.63
<b>Total expenses</b>		<b>15,577.17</b>	<b>9,260.78</b>
<b>Profit before tax</b>		<b>17,082.03</b>	<b>1,797.41</b>
<b>Tax expense:</b>			
Current tax	22	9.07	2.87
<b>Total Tax expense</b>		<b>9.07</b>	<b>2.87</b>
<b>Profit for the year</b>	(A)	<b>17,072.96</b>	<b>1,794.54</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss in subsequent periods:			
Re-measurement (losses) on defined benefit plans		(1.98)	(0.30)
<b>Other comprehensive income for the year</b>	(B)	<b>(1.98)</b>	<b>(0.30)</b>
<b>Total comprehensive Income for the year (net of tax)</b>	(A)+(B)	<b>17,070.98</b>	<b>1,794.24</b>
Earnings per share (Face value of ₹ 10 each)			
Basic and diluted (in ₹)	24	<b>16.08</b>	<b>3,589.06</b>

The accompanying notes form an integral part of financials statements

As per our report of even date  
**For G. K. CHOKSI & CO.**  
Firm Registration No.: 101895W  
Chartered Accountants

For and on behalf of Board of Directors

**Sandip A Parikh**  
Partner  
Membership No. 40727

**Vinod George** [Managing Director]  
DIN: 03042601

**Jai Khurana** [Director]  
DIN: 05140233

**Ajay Nyati**  
[Chief Financial Officer]

Place : Ahmedabad  
Date : April 29, 2019

Place : Ahmedabad  
Date : April 29, 2019

**Shanti Sagar International Dredging Private Limited**  
**Statement of Changes in Equity for the year ended March 31, 2019**



₹ in Lacs

Particulars	Equity Share Capital	Other Equity		Total
		Reserves and Surplus		
		Retained Earnings	Tonnage Tax Reserve (Refer note - 10(b))	
<b>Balance as at April 01, 2017</b>	<b>5.00</b>	<b>(34.05)</b>	<b>-</b>	<b>(29.05)</b>
Profit for the year	-	1,794.54	-	1,794.54
Other comprehensive Income	-	(0.30)	-	(0.30)
<b>Total comprehensive Income for the year</b>	<b>-</b>	<b>1,794.24</b>	<b>-</b>	<b>1,794.24</b>
Transfer to tonnage tax reserve	-	(358.46)	358.46	-
<b>Balance as at March 31, 2018</b>	<b>5.00</b>	<b>1,401.73</b>	<b>358.46</b>	<b>1,765.19</b>
Profit for the year	-	17,072.96	-	17,072.96
Other comprehensive income	-	(1.98)	-	(1.98)
<b>Total comprehensive Income for the year</b>	<b>-</b>	<b>17,070.98</b>	<b>-</b>	<b>17,070.98</b>
Cost of issuance of equity shares	-	(118.59)	-	(118.59)
Transfer to tonnage tax reserve	-	(3,412.20)	3,412.20	-
Utilisation of tonnage tax reserve	-	358.46	(358.46)	-
Shares issued during the year	13,500.00	-	-	13,500.00
<b>Balance as at March 31, 2019</b>	<b>13,505.00</b>	<b>15,300.38</b>	<b>3,412.20</b>	<b>32,217.58</b>

The accompanying notes are an integral part of the financial statements

As per our report of even date  
**For G. K. CHOKSI & CO.**  
**Firm Registration No.: 101895W**  
Chartered Accountants

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

**Sandip A Parikh**  
Partner  
Membership No. 40727

**Vinod George**  
[Managing Director]  
DIN: 03042601

**Jai Khurana**  
[Director]  
DIN: 05140233

**Ajay Nyati**  
[Chief Financial Officer]

Place : Ahmedabad  
Date : April 29, 2019

Place : Ahmedabad  
Date : April 29, 2019

₹ in Lacs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Cash flow from operating activities</b>		
<b>Profit before tax</b>	17,082.03	1,797.41
Adjustments for:		
Depreciation and amortization expense	7,389.97	2,542.57
Interest income	(0.94)	(101.40)
Net (gain)/loss on sale of current investments	(16.33)	(3.94)
Finance cost	1,430.71	804.32
Borrowing cost amortization adjustment	406.39	49.78
Effect of exchange rate change	(2,665.22)	3,498.12
<b>Operating profit before working capital changes</b>	<b>23,626.61</b>	<b>8,586.86</b>
Adjustments for :		
(Increase) in trade receivables	(2,283.58)	(2,465.11)
(Increase) in inventories	(1,473.46)	(209.22)
Decrease/(Increase) in financial assets	6.90	(11.02)
(Increase) in other assets	(408.51)	(344.46)
Increase in trade payables	696.92	236.31
Increase in other liabilities	481.95	215.67
<b>Cash generated from operations</b>	<b>20,646.83</b>	<b>6,009.03</b>
Direct taxes paid (net)	(138.86)	(125.33)
<b>Net cash inflow from operating activities (A)</b>	<b>20,507.97</b>	<b>5,883.70</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(2,787.03)	(90,953.37)
Acquisition of business through Business Combinations (refer note 33)	-	(11,500.00)
Inter corporate deposit given	-	(5,000.00)
Inter corporate deposit received back	-	5,000.00
Purchase of investments	(13,040.00)	(4,575.00)
Sale of investments	13,056.33	4,578.94
Interest income	0.94	101.40
<b>Net cash (outflow) from investing activities (B)</b>	<b>(2,769.76)</b>	<b>(1,02,348.02)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issuance of Share Capital	13,500.00	-
Cost of issuance of equity shares	(118.59)	-
Proceeds from long-term borrowing	-	74,086.37
Repayment of long-term borrowings	(7,858.97)	-
Proceeds from inter corporate deposit	14,345.00	36,623.40
Repayment of inter corporate deposit	(33,664.00)	(9,584.29)
Interest paid	(1,471.53)	(590.41)
Bank processing charges paid	(1.19)	(4,066.14)
<b>Net cash (outflow)/inflow from financing activities (C)</b>	<b>(15,269.27)</b>	<b>96,468.93</b>
<b>Net increase in cash &amp; cash equivalents (A + B + C)</b>	<b>2,468.94</b>	<b>4.60</b>
Cash & cash equivalents at the beginning of the year	5.16	0.56
<b>Cash &amp; cash equivalents at the end of the year (Refer note - 7)</b>	<b>2,474.10</b>	<b>5.16</b>
<b>Notes:</b>		
Component of cash and cash equivalents		
Cash on hand	-	-
Balances with scheduled bank		
On current accounts	2,474.10	5.16
<b>Total cash and cash equivalents</b>	<b>2,474.10</b>	<b>5.16</b>

**Summary of significant accounting policies refer note 2.2**

(1) The Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 on Statement of Cash Flows notified under Section 133 of The Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).

(2) Disclosure as required under Para 44A as set out in Ind AS 7 on Statement of Cash Flows under Companies (Indian Accounting Standards) Rules, 2017(as amended) is presented under note 14 to financial statements.

The accompanying notes are an integral part of the financial statements  
As per our report of even date

**For G. K. CHOKSI & CO.**  
**Firm Registration No.: 101895W**  
Chartered Accountants

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

**Sandip A Parikh**  
Partner  
Membership No. 40727

**Vinod George**  
[Managing Director]  
DIN: 03042601

**Jai Khurana**  
[Director]  
DIN: 05140233

**Ajay Nyati**  
[Chief Financial Officer]

Place : Ahmedabad  
Date : April 29, 2019

Place : Ahmedabad  
Date : April 29, 2019



## 1 Corporate information

Shanti Sagar International Dredging Private Limited (Formerly known as Adani Food and Agro-Processing Park Private Limited) was incorporated on May 05, 2015 as a wholly owned subsidiary Company of Adani Ports and Special Economic Zone Limited, parent Company. The principal activity of the company is to conduct the business of, directly or indirectly, capital dredging, maintenance dredging, shore nourishment, drilling, blasting, reclamation and land filling, environmental dredging, various dredging related activities in land in waterways, lakes, reservoirs or in and under sea. The registered office of the Company is located at "Adani House", Mithakhali Six Roads, Navrangpura, Ahmedabad-380009.

## 2 Basis of preparation

2.1 The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use.

### New standard adopted by the Company

IND AS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaced IND AS 18 "Revenue", IND AS 11 "Construction Contracts" and related interpretations. Under IND AS 115, revenue is recognised when a customer obtains control of the goods or services. Revenue is recognised to the extent that it is probable that the Company will collect the consideration to which it is entitled. Determining the timing of the transfer of control – at a point in time or over time – requires judgement.

The Company has adopted IND AS 115 using the cumulative effect method (without practical expedients), with the effect of initially applying this standard recognised at the date of initial application (i.e. April 01, 2018). Accordingly, the information presented for March 31, 2018 has not been restated. The Company's current practises for recognising revenue have shown to comply in all material aspects with the concepts and principles encompassed by the new standard. Therefore, IND AS 115 did not have a significant impact on the Company's accounting for revenue recognition.

The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lacs (INR 00,000), except when otherwise indicated.

## 2.2 Summary of significant accounting policies

### a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

### b) Foreign Currency Transactions

The Company's financial statements are presented in INR, which is also the company's functional currency. The Company determines the functional currency and items included in the financial statements of are measured using that functional currency. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of transaction.

#### Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

#### Exchange Differences

Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss.

### c) Revenue Recognition

#### Revenue from contract with customer

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

#### Rendering of services

Revenue from rendering of service is recognised as per the terms of contract with customers based on the stage of completion when the outcome of the transactions involving rendering of service can be estimated reliably. Percentage completion method requires the company to estimate the service performed to date as a proportion of the total services to be performed.

#### Interest Income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

**d) Taxes**

Tax expense comprises of current income tax

**Current income tax**

Current tax is the amount of tax payable as per special provisions relating to income of shipping companies under the Income Tax Act, 1961 on the basis of deemed tonnage income of the Company and tax payable on other taxable income for the year determined in accordance with the applicable tax rates and provisions of the Income Tax Act, 1961 and other applicable tax laws. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Current income tax relating to items recognized outside the statement of profit and loss is recognized outside the statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**e) Property, plant and equipment (PPE)**

Property, plant and equipment including (capital work in progress are stated at cost net of accumulated impairment losses, if any. The cost comprises the purchase price, directly and indirectly attributable costs arising directly from the development of the asset / project to its working condition for the intended use.

Capital work in progress included in PPE is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the borrowing costs for long-term construction projects if the recognition criteria are met. All other costs are recognized in profit or loss as incurred.

Borrowing cost relating to acquisition / construction of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets / project are ready to be put to use.

Depreciation or amortization is provided so as to write off, on a straight-line basis, the cost of property, plant and equipment to their residual value. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

The Company has componentised its fixed assets considering the cost of component being significant to the total cost of the asset and having different useful life. Accordingly, few components of ship have been identified having useful life other than those prescribed in part C of Schedule II of the Companies Act, 2013, whose useful life have been derived based on technical advise taking into account the nature of the assets, the estimated uses of the assets, the operating condition of the asset, past history of replacement, anticipated technological changes, manufacturing warranties, maintenance support etc.

The Company has estimated the following useful life to provide depreciation on its certain fixed assets based on assessment made by technical expert and management estimate.

Type of Assets	Estimated Life
Dredgers	3 - 12 years
Steel hull & machinery	8 - 17 years
Other equipment's	1 - 12 years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

**f) Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

**g) Inventories**

Stores and Spares:

- Valued at lower of cost and net realizable value. Cost is determined on a moving weighted average basis. Cost of stores and spares lying in bonded warehouse includes custom duty accounted for on an accrual basis.
- Stores and Spares which do not meet the definition of property, plant and equipment are accounted as inventories.
- Net Realizable Value in respect of store and spares is the estimated current procurement price in the ordinary course of the business.

**h) Provisions, Contingent Liabilities and Contingent Assets**

**General**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss. Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**i) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid.

The company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- > Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- > Net interest expense or income

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short term employee benefits. The company measures the expected cost of such absence as the additional amount that is expected to pay as a result of the unused estimate that has accumulated at the reporting date. The company treats accumulated leave expected to be carried forward beyond twelve months as long term compensated absences which are provided for based on actuarial valuation as at the end of the period. The actuarial valuation is done as per projected unit credit method. The company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for twelve month after the reporting date

Termination Benefits, if any, are recognised as an expense as and when incurred.

**j) Financial instruments**

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

**Financial assets**

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in following categories :

- Debt instruments at amortised cost
- Debt instruments at fair value through profit or loss (FVTPL)

**Debt Instruments at amortised cost**

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

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

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

**Debt instrument at FVTPL**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

#### **Derecognition**

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

- > The rights to receive cash flows from the asset have expired, or
- > The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### **Impairment of financial assets**

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure ;

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balances.
- b) Financial assets that are debt instruments and are measured as at other comprehensive income (FVTOCI)
- c) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;

Under the simplified approach the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

ECL is the difference between all contracted cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original EIR. ECL impairment loss allowance (or reversal) recognised during the period is recognised as income / (expense) in the statement of profit and loss (P&L). This amount is reflected under the head " Other Expense" in the P&L.

#### **Financial liabilities**

##### **Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss mainly represented by loans and borrowings, payables as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings.

##### **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

##### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, The Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at FVTPL.

##### **Loans and borrowings**

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

#### **Derecognition**

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

#### **Reclassification of financial assets**

After initial recognition, no reclassification is made for financial assets which are equity instruments. For financial assets, which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies the financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in the business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

#### **Offsetting of financial instruments**

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

#### **k) Cash and cash equivalents**

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

#### **l) Related party transactions**

Disclosure of transactions with Related Parties, as required by Ind-As 24 "Related Party Disclosures" has been set out in a separate note. Related parties as defined under Ind-As 24 have been identified on the basis of representations made by key managerial personnel and information available with the Company.

#### **m) Earnings per share**

Basic earning per share are calculated by dividing the profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earning per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

#### **n) Fair value measurement**

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- > In the principal market for the asset or liability, or
  - > In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy,

- > Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- > Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- > Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value.

External valuers are involved for valuation of unquoted financial assets and financial liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Management. Selection criteria includes market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with The Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per The Company's accounting policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable on a yearly basis.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in note 23.1 and 23.2

**o) Leases**

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

**Company as a lessee**

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**2.3 Significant accounting estimates and assumptions**

The preparation of the Company's Ind AS financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

**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 as appropriate. 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 assumptions when they occur.

**The significant estimates and judgements are listed below:**

- > Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.
- > Judgements by actuaries in respect of discount rates, future salary increments, mortality rates and inflation rate used for computation of defined benefit liability.
- > Significant judgement is required in assessing at each reporting date whether there is indication that an asset may be impaired.
- > Fair value measurement of financial instruments

(This space has been left intentionally blank)

3. Property, Plant and Equipment and Capital Work In Progress.

Note 3 (a) Property, plant and equipment (refer note below)

₹ in Lacs

Particulars	Dredgers	Computer Hardware	Office Equipments	Plant & Equipments	Grand Total
<b>Cost</b>					
<b>As at April 1, 2017</b>	-	-	-	-	-
Acquisitions through Business Combination (refer note 33)	10,956.85	-	-	-	10,956.85
Additions	90,902.83	-	-	-	90,902.83
Borrowing cost adjustment	470.79	-	-	-	470.79
<b>As at March 31, 2018</b>	<b>1,02,330.47</b>	-	-	-	<b>1,02,330.47</b>
Additions	-	0.27	5.53	151.46	157.27
Deductions/Adjustment	4.97	-	-	-	4.97
<b>As at March 31, 2019</b>	<b>1,02,325.50</b>	<b>0.27</b>	<b>5.53</b>	<b>151.46</b>	<b>1,02,482.76</b>
<b>Depreciation/amortisation</b>					
<b>As at April 1, 2017</b>	-	-	-	-	-
Depreciation for the year	2,542.57	-	-	-	2,542.57
<b>As at March 31, 2018</b>	<b>2,542.57</b>	-	-	-	<b>2,542.57</b>
Depreciation for the year	7,373.06	0.06	0.71	16.14	7,389.97
<b>As at March 31, 2019</b>	<b>9,915.63</b>	<b>0.06</b>	<b>0.71</b>	<b>16.14</b>	<b>9,932.54</b>
<b>Net Block</b>					
As at March 31, 2018	99,787.90	-	-	-	99,787.90
<b>As at March 31, 2019</b>	<b>92,409.87</b>	<b>0.21</b>	<b>4.82</b>	<b>135.32</b>	<b>92,550.23</b>

Note 3 (b) Capital Work in Progress (refer note below)

₹ in Lacs

Particulars	Amount
As at March 31, 2018	67.97
<b>As at March 31, 2019</b>	<b>3,146.05</b>

Notes :

- CWIP mainly includes costs incurred on development of split hopper barges, during the year the company has transferred Rs 42.99 lacs to Capital Work in progress being borrowing cost directly attributable to project.
- Refer footnote to note 11 for security / charges created on property, plant and equipment.

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
<b>4 Other assets</b>		
<b><u>Non-current</u></b>		
<b>Capital advances</b>		
Unsecured, considered good	-	7.40
	(A)	7.40
<b>Others (unsecured)</b>		
Advance income tax (net of provision for taxation)	252.25	122.46
	(B)	122.46
<b>Total (A) + (B)</b>	<b>252.25</b>	<b>129.86</b>
<b><u>Current</u></b>		
<b>Advances recoverable other than in cash</b>		
Unsecured, considered good	700.18	331.61
	(A)	331.61
<b>Others (unsecured)</b>		
Prepaid expenses	0.39	10.08
Balances with government authorities	54.52	4.89
	(B)	14.97
<b>Total (A) + (B)</b>	<b>755.09</b>	<b>346.58</b>
<b>5 Inventories</b>		
<b>(At lower of cost and net realisable value)</b>		
Stores and spares	2,117.58	644.12
	<b>2,117.58</b>	<b>644.12</b>
<b>6 Trade receivables</b>		
<b><u>Current</u></b>		
Unsecured considered good unless stated otherwise		
- from related parties (refer note 29)	2,717.83	2,607.21
- from others	2,172.96	-
	<b>4,890.79</b>	<b>2,607.21</b>
<b>7 Cash and cash equivalents</b>		
<b>Balances with banks:</b>		
Balance in current account	2,474.10	5.16
	<b>2,474.10</b>	<b>5.16</b>
<b>8 Other financial assets</b>		
<b><u>Current</u></b>		
Security and other deposits (considered good)	1.68	-
Loans and advances to employees	2.44	11.02
	<b>4.12</b>	<b>11.02</b>

*(This space has been kept intentionally blank)*



**9 Equity Share capital**

**Authorised share capital**

15,00,00,000 Equity Shares of ₹ 10 each ( 50,000 Equity Shares of ₹ 10 each as at March 31, 2018)

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	15,000.00	5.00
	<b>15,000.00</b>	<b>5.00</b>

**Issued, subscribed and fully paid up share capital**

13,50,50,000 Equity Shares of ₹ 10 each ( 50,000 Equity Shares of ₹ 10 each as at March 31, 2018)

	13,505.00	5.00
	<b>13,505.00</b>	<b>5.00</b>

**Notes:**

**(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year:**

	March 31, 2019		March 31, 2018	
	No.	₹ in Lacs	No.	₹ in Lacs
At the beginning of the year	50,000	5.00	50,000.00	5.00
New shares issued during the year	13,50,00,000	13,500.00	-	-
At the end of the year	<b>13,50,50,000</b>	<b>13,505.00</b>	<b>50,000.00</b>	<b>5.00</b>

**(b) Terms/rights attached to equity shares:**

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

**(c) Shares held by parent company**

Out of equity shares issued by the company, shares held by its parent company are as below

**Adani Ports and Special Economic Zone Limited, the parent company and its nominees**

13,50,50,000 equity shares (Previous year 50,000) of ₹ 10 each

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	13,505.00	5.00

**(d) Details of shareholder holding more than 5% shares in the Company**

**Equity shares of ₹ 10 each fully paid**

Particulars	As at March 31, 2019		As at March 31, 2018	
	No.	%	No.	%
Adani Ports and Special Economic Zone Limited, the parent company and its nominees	13,50,50,000	100.00%	50,000	100.00%

**10 Other equity**

**(a) Retained earnings (refer note below)**

Opening balance  
Add : Profit for the year  
Less : Equity cost adjustment  
Less : Transfer to tonnage tax reserve  
Add : Utilisation of tonnage tax reserve  
Closing balance

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	1,401.73	(34.05)
	17,070.98	1,794.24
	(118.59)	-
	(3,412.20)	(358.46)
	358.46	-
	<b>15,300.38</b>	<b>1,401.73</b>

The portion of profits not distributed among the shareholders are termed as retained earnings. The company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specified purpose, as approved by the Board of Directors of the company.

**(b) Tonnage tax reserve u/s 115 VT of the income tax Act, 1961 (refer note below)**

Opening balance  
Add : Transfer to tonnage tax reserve  
Less : Tonnage tax reserve utilised  
Closing balance

	358.46	-
	3,412.20	358.46
	(358.46)	-
	<b>3,412.20</b>	<b>358.46</b>
	<b>18,712.58</b>	<b>1,760.19</b>

The Company has opted for tonnage tax scheme u/s 115V of the Income Tax Act, 1961. Accordingly Section 115 VT of the Income Tax Act, 1961 require the company to create tonnage tax Reserve and transfer the amount equivalent to 20% of the book profits. This reserve has to be utilized in accordance with the provisions of section 115VT(3) of the income Tax Act, 1961.

*(This space has been kept intentionally blank)*

**11 Borrowings**

**Non-current**

**Term loans**

Foreign currency term loans from banks (refer note a,b)  
Inter corporate deposit (refer note c) (Unsecured) (refer note 29)

**Current**

Current maturity of

Foreign currency term loans from banks (refer note a,b)

**Total current borrowing**

Less: Amount shown under "other current financial liabilities"

**Net current borrowing**

**The above amount includes**

Secured borrowings

Unsecured borrowings

**Total borrowings**

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	56,881.14	66,694.99
	7,720.12	27,039.11
	<b>64,601.26</b>	<b>93,734.10</b>
	7,090.24	7,393.98
	<b>7,090.24</b>	<b>7,393.98</b>
	(7,090.24)	(7,393.98)
	-	-
	63,971.38	74,088.97
	7,720.12	27,039.11
	<b>71,691.50</b>	<b>1,01,128.08</b>

**Notes:**

(a) Foreign currency loans carries interest in the range of 6 month EURIBOR Zero ("0") plus 50 basis points. The loans are repayable 6 monthly in 20 equal installments commencing from May 16, 2018 and final repayment will be done on November 16, 2027.

(b) Loans are secured by way of first ranking exclusive charge over the assets of company committed under agreement, Charge on assets has been created through agreement in favor of Axis trustee service Limited acting on behalf of all the lenders.

(c) Inter corporate deposit was received from Adani Ports and Special Economic Zone Limited, the parent Company, at the annual interest rate of 7.5%. Repayment of ICD is on maturity, and is repayable on or before March 31, 2023.

**12 Provisions**

**Non-current**

Provision for gratuity (refer note 28)

**Current**

Provision for gratuity (refer note 28)

Provision for compensated absences

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	11.12	3.91
	<b>11.12</b>	<b>3.91</b>
	1.02	0.02
	8.61	5.17
	<b>9.63</b>	<b>5.19</b>

**13 Trade payables**

- to micro enterprises and small enterprises (refer note 30)
- to others
- to related parties (refer note 29)

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	0.93	-
	752.65	225.26
	213.86	45.47
	<b>967.44</b>	<b>270.73</b>

**14 Other financial liabilities**

**Current**

Current maturities of long term borrowings (refer note 11)

Interest accrued but not due on borrowings

Other payables

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
	7,090.24	7,393.98
	171.95	213.96
	441.74	5.79
	<b>7,703.93</b>	<b>7,613.73</b>

*(This space has been kept intentionally blank)*

**Changes in liabilities arising from financing activities**

Disclosure under Para 44A as set out in Ind AS 7 on statement of cash flows under Companies (Indian Accounting Standards) Rules, 2017 (as amended). The Company has provided the information for both the current year and previous year.

Particulars of Liabilities arising from Financing activity	As at April 01, 2018	Changes from financing cash flows (net)	Non Cash changes		As at March 31, 2019
			Effect due to changes in foreign exchange rates	Other changes	
			₹ in Lacs		
Inter Corporate Deposit	27,039.11	(19,319.00)	-	-	7,720.12
Foreign currency term loans from banks	74,088.97	(7,858.97)	(2,665.01)	406.39	63,971.38
Interest Accrued but not due	213.96	(1,471.53)	-	1,429.52	171.95
<b>Total Liabilities from financing activities</b>	<b>1,01,342.04</b>	<b>(28,649.49)</b>	<b>(2,665.01)</b>	<b>1,835.91</b>	<b>71,863.45</b>

Particulars of Liabilities arising from Financing activity	As at April 01, 2017	Changes from financing cash flows (net)	Non Cash changes		As at March 31, 2018
			Effect due to changes in foreign exchange rates	Other changes	
			₹ in Lacs		
Inter Corporate Deposit	-	27,039.11	-	-	27,039.11
Foreign currency term loans from banks	-	70,020.23	3,917.32	151.42	74,088.97
Interest Accrued but not due	0.05	(590.41)	-	804.32	213.96
<b>Total Liabilities from financing activities</b>	<b>0.05</b>	<b>96,468.93</b>	<b>3,917.32</b>	<b>955.74</b>	<b>1,01,342.04</b>

**15 Other liabilities**

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
<b>Current</b>		
Statutory liabilities	679.09	82.56
Advance from customers	0.16	124.41
	<b>679.25</b>	<b>206.97</b>

(This space has been kept intentionally blank)

16 Revenue from operations	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
<b>Revenue from Contract with Customers</b>		
Revenue from services	32,640.17	10,952.85
	<b>32,640.17</b>	<b>10,952.85</b>
<b>17 Other income</b>		
	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
<b>Interest income from</b>		
- Bank deposits	0.94	-
- Customers and others	-	101.40
Scrap sale	1.76	-
Profit on sale of mutual fund	16.33	3.94
	<b>19.03</b>	<b>105.34</b>
<b>18 Operating expenses</b>		
	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
Manning expenses	1,634.92	877.26
Tug and pilotage charges	29.00	9.69
Maintenance dredging	-	0.56
Repairs to plant & equipment	248.14	63.15
Store & spares consumed (net of reimbursement )	637.51	625.30
Repairs to buildings	0.02	-
Power & fuel	5,755.82	641.03
	<b>8,305.41</b>	<b>2,216.99</b>
<b>19 Employee benefits expense</b>		
	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
Salaries, Wages and Bonus	122.01	62.02
Contribution to provident and other funds (refer note 28)	4.51	1.97
Gratuity expenses (refer note 28)	2.22	1.17
Staff welfare expenses	10.04	1.29
	<b>138.78</b>	<b>66.45</b>
<b>20 Finance costs</b>		
	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
<b>Interest on</b>		
- Inter corporate deposit and foreign currency loan	1,380.58	804.32
- Others	48.94	0.02
Bank and other finance charges	407.58	50.59
	<b>1,837.10</b>	<b>854.93</b>

(This space has been kept intentionally blank)

**21 Other expenses**

	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
Rent(refer note (a) below)	9.01	5.25
Rates and taxes	0.05	0.42
Insurance (net of reimbursement)	322.62	44.56
Other repairs and maintenance (net of reimbursement)	3.05	2.20
Legal and professional expenses	79.25	4.38
Payment to auditors (refer note (b) below)	4.60	0.63
Communication expenses	0.25	0.40
Office expenses	4.43	1.59
Travelling and conveyance	58.50	17.50
Directors Sitting Fee	0.24	-
Charity & Donations (refer note (c) below)	12.00	-
Miscellaneous expenses	77.18	4.70
	<b>571.18</b>	<b>81.63</b>

**Note: (a)**

**Assets taken under Operating Leases –**

An office space are generally obtained on operating leases. The lease rent terms are generally for an eleven months period and are renewable by mutual agreement. There are no sub-leases and leases are cancellable. There is no contingent rent in the lease agreements. Expenses of ₹ 9.01 lacs (previous year ₹ 5.25 lacs) incurred under such leases have been expensed in the statement of profit & loss.

**Note: (b)**

**Payment to Auditor**

	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
<b>As Auditor:</b>		
Audit fee	4.45	0.60
<b>In Other Capacity</b>		
Tax audit fee	0.15	-
<b>Reimbursement of expenses</b>	-	0.03
	<b>4.60</b>	<b>0.63</b>

**Note: (c)**

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

- i) Gross amount required to spent during the year ₹ 12 lacs (previous year ₹ Nil)  
ii) Amount spent during the year ended:

Particulars	₹ in Lacs		
	In cash	Yet to be paid in cash	Total
<b>March 31, 2019</b>			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	12.00	-	12.00
<b>Total</b>	<b>12.00</b>	<b>-</b>	<b>12.00</b>

**22 Income tax**

(a) The major components of income tax expenses for the year ended March 31, 2019 and March 31, 2018 are as under

**Statement of profit and loss**

**Current income tax:**

Current income tax charge

Income tax expenses reported in statement of profit and loss

	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
	9.07	2.87
	<b>9.07</b>	<b>2.87</b>

(b) The Income tax expenses for the year can be reconciled to the accounting profit as follows:

**Accounting profit before taxation**

Tax using the company's domestic rate

**Tax effect of :**

Tax benefit on tonnage tax Income

**Effective tax**

Income tax expenses reported in statement of profit and loss

	For the year ended March 31, 2019 ₹ in Lacs	For the year ended March 31, 2018 ₹ in Lacs
	17,082.03	1,797.41
	4,441.33	462.83
	(4,432.26)	(459.96)
	9.07	2.87
	<b>9.07</b>	<b>2.87</b>

**23 Financial instruments, fair value measurements, financial risk and capital management**

**23.1 Category-wise classification of financial instruments:**

Particulars	Refer note	₹ in Lacs	
		As at March 31, 2019	
		Amortised Cost	Carrying value
<b>Financial assets</b>			
Trade receivables	6	4,890.79	4,890.79
Cash and cash equivalents	7	2,474.10	2,474.10
Others financial assets	8	4.12	4.12
		<b>7,369.01</b>	<b>7,369.01</b>
<b>Financial liabilities</b>			
Borrowings*	11 & 14	71,691.50	71,691.50
Trade payables	13	967.44	967.44
Other financial liabilities	14	613.69	613.69
		<b>73,272.63</b>	<b>73,272.63</b>

Particulars	Refer note	₹ in Lacs	
		As at March 31, 2018	
		Amortised Cost	Carrying value
<b>Financial assets</b>			
Trade receivables	6	2,607.21	2,607.21
Cash and cash equivalents	7	5.16	5.16
Others financial assets	8	11.02	11.02
		<b>2,623.39</b>	<b>2,623.39</b>
<b>Financial liabilities</b>			
Borrowings*	11 & 14	1,01,128.08	1,01,128.08
Trade payables	13	270.73	270.73
Other financial liabilities	14	219.75	219.75
		<b>1,01,618.56</b>	<b>1,01,618.56</b>

\* including current maturity

**23.2 Financial Instrument measured at amortised Cost:**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the value that would eventually be received or settled.

**23.3 Financial Risk objective and policies**

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations/projects. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

In the ordinary course of business, the Company is mainly exposed to risks resulting from exchange rate fluctuation (currency risk), interest rate movements (interest rate risk) collectively referred as Market Risk, Credit Risk, Liquidity Risk and other price risks such as equity price risk. The Company's senior management oversees the management of these risks.

The Company's risk management activities are subject to the management, direction and control of Central Treasury Team of Adani Ports and Special Economic Zone Limited (APSEZL), the Parent Company under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Company. The APSEZL's central treasury team ensures appropriate financial risk governance framework for the Company through appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

**(a) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2019 and March 31, 2018.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant as at March 31, 2019 and March 31, 2018.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2019 and March 31, 2018.

**(i) Interest rate risk**

The Company is exposed to changes in market interest rates due to financing, investing and cash management activities. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates and period of borrowings. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

**Interest rate sensitivity**

The following data demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

If interest rates had been 50 basis points higher / lower and all other variables were held constant, the Company's profit for the year ended March 31, 2019 would decrease / increase by Rs.3.37 crore (previous year Rs.3.90 crore). This is mainly attributable to interest rates on variable rate long term borrowings.

**(ii) Foreign currency risk**

Exchange rate movements, particularly the United States Dollar (USD) and Euro (EUR) against Indian Rupee (INR), have an impact on the company's operating results. The below table demonstrates the sensitivity to a 1% increase or decrease in the respective foreign currency rates against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date.

Particulars	Impact on Pre-tax Profit		Impact on Pre-tax Equity	
	For the year ended March 31, 2019	For the year ended March 31, 2018	For the year ended March 31, 2019	For the year ended March 31, 2018
	₹ in Lacs			
<b>EURO Sensitivity</b>				
Rupees/Euro - Increase by 1%	(676.15)	(781.53)	(676.15)	(781.53)
Rupees/Euro - decrease by 1%	676.15	781.53	676.15	781.53
<b>USD Sensitivity</b>				
Rupees/Usd - Increase by 1%	(0.01)	-	(0.01)	-
Rupees/Usd - decrease by 1%	0.01	-	0.01	-

**(b) 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 and other financial assets) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive evaluation and individual credit limits are defined in accordance with this assessment.

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

**Concentrations of credit risk form part of credit risk**

Considering that the company renders dredging services, the share of revenue of company is from related parties of company. Out of total revenue, the company earns Rs 21,075.38 lacs of revenue during the year ended March 31, 2019 (previous year Rs 10,495.53 lacs) from such users which constitute 64.57% (previous year 95.82%). Accounts receivable from such customer was Rs 2,717.83 lacs as at March 31, 2019 (55.57%) and as at March 31, 2018 Rs 2,607.21 lacs (100%). A loss of these customer could adversely affect the operating result or cash flow of the company.

**(c) Liquidity risk**

Liquidity risk is the risk that the company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial assets. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

**Maturities of financial liability**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows.

As at March 31, 2019							₹ in Lacs
Particulars	Refer Note	Book value	On demand or Within 1 year	Over 1 year Within 5 years	Over 5 years	Total	
Borrowings	11 & 14	71,691.50	7,090.24	36,160.69	28,440.57	71,691.50	
Other financial liabilities	14	613.69	613.69	-	-	613.69	
Trade and other payables	13	967.44	967.44	-	-	967.44	
		<b>73,272.63</b>	<b>8,671.37</b>	<b>36,160.69</b>	<b>28,440.57</b>	<b>73,272.63</b>	
As at March 31, 2018							₹ in Lacs
Particulars	Refer Note	Book value	On demand or Within 1 year	Over 1 year Within 5 years	Over 5 years	Total	
Borrowings	11 & 14	1,01,128.08	7,393.98	56,681.34	37,052.77	1,01,128.08	
Other financial liabilities	14	219.75	219.75	-	-	219.75	
Trade and other payables	13	270.73	270.73	-	-	270.73	
		<b>1,01,618.56</b>	<b>7,884.46</b>	<b>56,681.34</b>	<b>37,052.77</b>	<b>1,01,618.56</b>	

*(This space has been kept intentionally blank)*

#### 23.4 Capital management

For the purposes of the company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the company's capital management is to maximize shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The company monitors capital using gearing ratio, which is net debt (total debt less cash and cash equivalents) divided by total capital plus net debt.

Particulars	Refer note	₹ in Lacs	
		As at March 31, 2019	As at March 31, 2018
Total borrowings	11 & 14	71,691.50	1,01,128.08
Less: Cash and cash equivalents	7	2,474.10	5.16
Net Debt (A)		<b>69,217.40</b>	<b>1,01,122.92</b>
Total Equity (B)	9,10	<b>32,217.58</b>	<b>1,765.19</b>
Total Equity and Net Debt (C = A + B)		<b>1,01,434.98</b>	<b>1,02,888.11</b>
Gearing ratio		68.24%	98.28%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018

#### 24 Earnings per share

Profit attributable to equity shareholders of the company  
Weighted average number of equity shares (No.)  
Basic and Diluted earning per share (in ₹)

	As at March 31, 2019 ₹ in Lacs	As at March 31, 2018 ₹ in Lacs
Profit attributable to equity shareholders of the company	17,072.96	1,794.54
Weighted average number of equity shares (No.)	10,62,00,685	50,000
Basic and Diluted earning per share (in ₹)	16.08	3,589.06

#### 25 Capital commitments & other commitment Capital commitments

Particulars	₹ in Lacs	
	As at March 31, 2019	As at March 31, 2018
Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided for	1,042.65	19.34

#### 26 Contingent liabilities not provided for

Based on the information available with the Company, there is no contingent liability at year ended March 31, 2019 (March 31, 2018 : NIL).

#### 27 Segment information

The Company is primarily engaged in the business of dredging services. The entire business has been considered as a single segment, as determined by chief operational decision maker, in terms of Ind AS - 108 on Segment Reporting. There being no business outside India, the entire business has been considered as single geographic segment.

*(This space has been kept intentionally blank)*



**28 Disclosures as required by Ind AS - 19 Employee Benefits**

- (a) The company has recognised, in the Statement of profit and loss for the current year, an amount of ₹ 4.27 lacs (previous year ₹ 1.83 lacs) as expenses under the following defined contribution plan.

₹ in Lacs		
Contribution to	2018-19	2017-18
Provident fund	4.27	1.83
<b>Total</b>	<b>4.27</b>	<b>1.83</b>

- (b) The company has a defined gratuity plan and is governed by the Payment of Gratuity Act, 1972. Under the Act every employee who has completed at least five year of service is entitled to gratuity benefits on departure at 15 days salary (last drawn salary) for each completed year of service. The following tables summarise the component of the net benefits expense recognised in the statement of profit and loss.

**a) Changes in present value of the defined benefit obligation are as follows:**

₹ in Lacs		
Particulars	As at March 31, 2019	As at March 31, 2018
Present value of the defined benefit obligation at the beginning of the year	3.93	-
Current service cost	1.60	0.98
Past Service Cost	-	-
Interest cost	0.62	0.19
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in demographic assumptions	(0.28)	-
- change in financial assumptions	1.70	-
- experience variance	0.55	0.30
Benefits paid	-	-
Acquisition Adjustment	4.02	2.46
Present value of the defined benefit obligation at the end of the year	<b>12.14</b>	<b>3.93</b>

**b) Net asset/(liability) recognised in the balance sheet**

₹ in Lacs		
Contribution to	As at March 31, 2019	As at March 31, 2018
Present value of the defined benefit obligation at the end of the year	12.14	3.93
Fair value of plan assets at the end of the year	-	-
Amount recognised in the balance sheet	(12.14)	(3.93)
Net (liability)/asset - Current	(1.02)	(0.02)
Net (liability)/asset - Non-current	(11.12)	(3.91)

**c) Expense recognised in the statement of profit and loss for the year**

₹ in Lacs		
Particulars	As at March 31, 2019	As at March 31, 2018
Current service cost	1.60	0.98
Interest cost on benefit obligation	0.62	0.19
Total Expense included in employee benefits expense	<b>2.22</b>	<b>1.17</b>

**d) Recognised in the other comprehensive income for the year**

₹ in Lacs		
Particulars	As at March 31, 2019	As at March 31, 2018
Actuarial (gain)/losses arising from	-	-
- change in demographic assumptions	(0.28)	-
- change in financial assumptions	1.70	-
- experience variance	0.55	0.30
Return on plan assets, excluding amount recognised in net interest expense	-	-
<b>Recognised in other comprehensive income</b>	<b>1.98</b>	<b>0.30</b>

**e) Maturity profile of Defined Benefit Obligation**

Particulars	As at March 31, 2019	As at March 31, 2018
Weighted average duration (based on discounted cashflows)	8 years	12 years

₹ in Lacs		
Expected Cash flows over the next (Value on undiscounted basis)	As at March 31, 2019	As at March 31, 2018
1 year	1.02	0.02
2 to 5 years	5.50	1.82
6 to 10 years	4.24	0.36
More than 10 years	14.12	9.94

f) Quantitative sensitivity analysis for significant assumption is as below

Increase/(decrease) on present value of defined benefits obligation at the end of the year

Particulars	As at March 31, 2019		As at March 31, 2018	
	Discount rate		Discount rate	
Sensitivity level	1% Increase	1% Decrease	1% Increase	1% Decrease
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
Impact on defined benefit obligations	(0.90)	1.02	(0.43)	0.51

Particulars	As at March 31, 2019		As at March 31, 2018	
	Salary Growth rate		Salary Growth rate	
Sensitivity level	1% Increase	1% Decrease	1% Increase	1% Decrease
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
Impact on defined benefit obligations	1.01	(0.91)	0.51	(0.44)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Attrition rate		Attrition rate	
Sensitivity level	0.5% Increase	0.5% Decrease	0.5% Increase	0.5% Decrease
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
Impact on defined benefit obligations	(0.08)	0.13	(0.01)	0.01

Particulars	As at March 31, 2019		As at March 31, 2018	
	Mortality rate		Mortality rate	
Sensitivity level	0.1% Increase	0.1% Decrease	0.1% Increase	0.1% Decrease
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
Impact on defined benefit obligations	*	*	*	*

\* Figures being nullified on conversion to ₹ in lacs.

**Sensitivity Analysis Method**

The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

g) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	As at March 31, 2019	As at March 31, 2018
Discount rate	7.60%	7.80%
Rate of escalation in salary (per annum)	8.00%	7.00%
Mortality	As per table of sample mortality from India Assured Lives Mortality (2006-08)	As per table of sample mortality from India Assured Lives Mortality (2006-08)
Attrition rate	7.75% for 5 years & below and 7.75% thereafter	10% for 5 years & below and 1% thereafter
Attrition rate - Equal & Above Service of 5 Years	7.75%	1.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(This space has been kept intentionally blank)

29 Related Parties Disclosures

Particulars	Name of Company
Parent Company	Adani Ports and Special Economic Zone Limited
Entities over which major shareholders of the Company are able to exercise significant influence through voting powers.	Adani Bunkering Private Limited
	Adani Foundation
Fellow Subsidiary	Adani Hazira Port Private Limited
	The Dhamra Port Company Limited
	Adani Petronet Dahej Port Private Limited
	Adani Hospitals Mundra Private Limited
	Adani Vizhinjam Port Private Limited
	Adani Kandla Bulk Terminal Private Limited
Key Management Personnel	Mr. Amit Uplenchwar - Director (upto 14.01.2018)
	Mr. Ennarasu Karunesan - Director (upto 04.08.2018)
	Mr. Mukesh Saxena - Director (upto 04.08.2018)
	Mr. Jai Singh Khurana - Director (w.e.f 13.01.2018)
	Mr. Vinod George - Managing Director (w.e.f 03.08.2018)
	Dr. Chitra Bhatnagar - Director (w.e.f 03.08.2018)
	Mr. Ajay Nyati - Chief Financial Officer (w.e.f 03.08.2018)

**Terms and conditions of transactions with related parties**

Outstanding balances of related parties at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

**Notes:**

(i) The names of the related parties and nature of the relationships where control exists are disclosed irrespective of whether or not there have been transactions between the related parties. For others, the names and the nature of relationships is disclosed only when the transactions are entered into by the Company with the related parties during the existence of the related party relationship.

Aggregate of transactions for the year ended with these parties have been given below.

₹ in Lacs

Transactions	Name of Related Party	For the year ended on March 31, 2019	For the year ended on March 31, 2018
Issue of equity shares	Adani Ports and Special Economic Zone Limited	13,500.00	-
Purchase of goods	Adani Bunkering Private Limited	682.20	288.70
	Adani Ports and Special Economic Zone Limited	46.84	358.46
	Adani Hazira Port Private Limited	-	22.42
Credit related to previous year purchase of goods	Adani Bunkering Private Limited	7.78	-
Rendering of services (incl reimb of expenses)	Adani Ports and Special Economic Zone Limited	9,827.98	3,181.43
	The Dhamra Port Company Limited	8,130.24	5,268.87
	Adani Hazira Port Private Limited	2,766.81	1,942.35
	Adani Petronet Dahej Port Private Limited	340.35	67.95
	Adani Kandla Bulk Terminal Private Limited	10.00	-
Services availed (incl reimb of expenses)	Adani Hospitals Mundra Private Limited	1.38	0.39
Services availed (incl reimb of expenses)	Adani Ports and Special Economic Zone Limited	9.01	-
Services availed (incl reimb of expenses)	Adani Petronet Dahej Port Private Limited	1.51	-
Inter-corporate deposit (taken)	Adani Ports and Special Economic Zone Limited	14,345.00	36,623.40
Inter-corporate deposit (repayment)	Adani Ports and Special Economic Zone Limited	33,664.00	9,584.29
Interest expense	Adani Ports and Special Economic Zone Limited	1,033.88	715.91
Reimbursement of expenses	Adani Vizhinjam Port Private Limited	-	3,629.07
	Adani Ports and Special Economic Zone Limited	-	44.05
Acquisition of Maintenance Dredging Undertaking (refer note 33)	Adani Ports and Special Economic Zone Limited	-	9,600.00
Acquisition of Dredging Division (refer note 33)	Adani Hazira Port Private Limited	-	1,900.00
Donation	Adani Foundation	12.00	-
Sitting Fees	Dr. Chitra Bhatnagar	0.24	-
Remuneration	Mr. Ajay Nyati	30.77	-

(This space has been kept intentionally blank)

Balances with these parties have been given below.

₹ in Lacs			
Closing Balances	Name of Related Party	As at March 31, 2019	As at March 31, 2018
Trade payables	Adani Bunkering Private Limited	162.94	42.73
	Adani Hospitals Mundra Private Limited	0.07	-
	Adani Ports and Special Economic Zone Limited	49.10	2.74
	Adani Petronet Dahej Port Private Limited	1.75	-
Advances given	Adani Bunkering Private Limited	-	15.71
Advances received	Adani Ports and Special Economic Zone Limited	-	124.42
Trade receivable	Adani Ports and Special Economic Zone Limited	1,746.02	-
	The Dhamra Port Company Limited	-	1,814.29
	Adani Hazira Port Private Limited	565.41	714.10
	Adani Petronet Dahej Port Private Limited	394.80	78.82
	Adani Kandla Bulk Terminal Private Limited	11.60	-
<b>Borrowings</b>			
Inter corporate deposit	Adani Ports and Special Economic Zone Limited	7,720.12	27,039.12
Interest accrued but not due	Adani Ports and Special Economic Zone Limited	44.49	74.28

**30** Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III of the Companies Act, 2013 for the year ended March 31, 2019. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

₹ in Lacs			
Sr. No.	Particulars	For the year ended on March 31, 2019	For the year ended on March 31, 2018
1	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year. Principal Interest	0.93 Nil	Nil Nil
2	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year.	Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	Nil	Nil

**31 Standard issued but not effective**

The amendments to standards and new standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective. The Ministry of Corporate Affairs ("MCA") has issued new standards / certain amendments to Ind AS through (Indian Accounting Standards) Amendment Rules, 2019. These amendments maintain convergence with IFRS by incorporating amendments issued by International Accounting Standards Board (IASB) into Ind AS and has amended / issued the following standards:

1. Ind AS 116 - Lease
2. Ind AS 12 - Income Taxes (Amended)
3. Ind AS 19 - Plan Amendment, Curtailment or Settlement (Amended)
4. Ind AS 23 - Borrowing Cost (Amended)
5. Ind AS 109 - Prepayment Features with Negative Compensation (Amended)
6. Ind AS 28 - Long-term Interests in Associates and Joint Ventures (Amended)
7. Ind AS 103 - Business Combinations and Ind AS 111 - Joint Arrangements (Amended)

These amendments / new issued standards are effective for annual periods beginning on or after April 01, 2019. Application of these amendments / new issued standards will not have any recognition and measurement impact. However, it will require additional disclosure in the financial statements.

The Company is assessing the potential effect of the amendments / new issued standards on its financial statements. The Company will adopt these amendments, if applicable, from their applicability date.

**32 Unhedged foreign currency exposure**

The details of foreign currency exposures those are not hedged by a derivative instrument or otherwise are as under:

Nature	Currency	As at March 31, 2019		As at March 31, 2018	
		Amount	Foreign Currency	Amount	Foreign Currency
		₹ in Lacs	In Actuals	₹ in Lacs	In Actuals
Foreign currency loan	EUR	67,479.71	8,68,77,225.90	78,003.68	9,65,30,251.00
Trade Payables & Other	EUR	7.66	9,858.00	9.52	11,780.00
Current Liabilities	USD	0.85	1,230.00	-	-
Interest accrued but not due	EUR	127.46	1,64,101.43	139.68	1,72,856.04

**Closing rates as at March 31, 2019:**

INR / EURO =77.6725

INR / USD =69.155

**Closing rates as at March 31, 2018:**

INR / EURO =80.8075

**33** During the previous year ended March 31, 2018, the Company has entered into a business transfer agreement with Adani Ports and Special Economic Zone Limited("APSEZ") & Adani Hazira Port Private Limited("AHPPL") dated April 01, 2017 for acquiring the "Maintenance Dredging Undertaking" and "Dredging Division" respectively. The consideration to be paid is ₹ 96,00,00,000 and ₹ 19,00,00,000 respectively.

Further, the Company being under Common Control in accordance with Indian Accounting Standard 103, Business Combination (Ind AS 103) the accounting for business combination has been done using the pooling of interest method.

The Company has accounted for the Business transfer in accordance with the provisions of the agreement ,whereby the assets and liabilities of the "Maintenance Dredging Undertaking" and "Dredging Divisions" of the Transferor Companies have been recognized at their carrying value in the books of the Transferee Company as at April 01, 2017.

Details of book value of assets and liabilities of the "Maintenance Dredging Undertaking" of APSEZ and "Dredging Division" of AHPPL in the books of Company as on the effective date i.e., April 01, 2017. are as follows:

Particulars	Amount (₹ in Lacs)
<b>Non-Current Assets</b>	
Property, Plant and Equipment	10,956.85
<b>Total Non-Current Assets</b>	<b>10,956.85</b>
<b>Current assets</b>	
Inventories	434.90
<b>Financial Assets</b>	
(i) Trade Receivables and other current assets	142.10
<b>Total Current Assets</b>	<b>577.00</b>
<b>Total Assets (A)</b>	<b>11,533.85</b>
<b>LIABILITIES</b>	
<b>Current Financial Liabilities</b>	
(i) Trade Payables	33.85
<b>Total Current Liabilities</b>	<b>33.85</b>
<b>Total Liabilities (B)</b>	<b>33.85</b>
<b>Net Assets (A-B) (as on appointed date)</b>	<b>11,500.00</b>
<b>Total Net Assets</b>	<b>11,500.00</b>
<b>Less: Purchase Consideration</b>	<b>11,500.00</b>
<b>Capital Reserve</b>	<b>-</b>

**34** The company is in the process of appointing a full time Company Secretary as required under the provision of Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. However, the secretarial work of the company is being managed by Company Secretary of parent Company.

**35 Approval of financial statements**

The financial statements were approved for issue by the board of directors on April 29, 2019.

The accompanying notes form an integral part of financials statements

As per our report of even date.

**For G. K. CHOKSI & CO.**

**Firm Registration No.: 101895W**

Chartered Accountants

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

**Sandip A Parikh**  
Partner  
Membership No. 40727

**Vinod George**  
[Managing Director]  
DIN: 03042601

**Jai Khurana**  
[Director]  
DIN: 05140233

**Ajay Nyati**  
[Chief Financial Officer]

Place : Ahmedabad  
Date : April 29, 2019

Place : Ahmedabad  
Date : April 29, 2019