



REPORT OF THE AUDITORS

To the Shareholders of the Company

on the financial statements for the year ended 31 March 2021

Report on the Financial Statements

We have audited the accompanying financial statements of **ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED (the "Company")**, which comprise the statement of financial position as at 31 March 2021, and statement of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and maintenance of the books of accounts; and presentation and issue of financial statements in accordance with Myanmar Companies Law 2017. Management is also responsible for the preparation and fair presentation of these financial statements in accordance with Myanmar Financial Reporting Standards for small and medium-sized entities. This responsibility includes but not limited to designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit and we conducted our audit in accordance with Myanmar Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

Opinion

In our opinion, the financial statements exhibit, in all material respects, a true and fair view of the financial position of the Company as of 31 March 2021, and of its financial performance and its cash flows for the year then ended in accordance with Myanmar Financial Reporting Standards for small and medium-sized entities.

Report on Legal and Regulatory Requirements

Under the Myanmar Companies Law 2017 Section 280(b), we also report that:

- We have obtained all the information and explanations we have required.
- The financial statements referred to in the report are drawn up in conformity with the law.
- To the best of information and explanations given to us and as shown by the books of the Company, the statement of financial position exhibits, in all material respects, a true and fair view of the state of the Company's affairs.
- The books of account have been kept by the Company as required by Section 258.

DAW NWE YIN WIN

Professional Accountant in Public Practice (Reg. No. 67)

W & Associates Limited – Certified Public Accountants

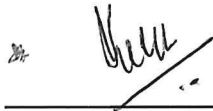
Yangon,

**STATEMENT OF THE DIRECTORS
ON THE FINANCIAL STATEMENTS
For the year ended 31 March 2021**

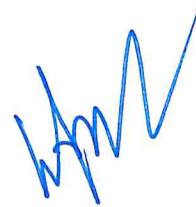
Under **Section 264 of Myanmar Companies Law 2017**, we hereby stated that, in the opinion of the board of directors,

- (i) The financial statements set out in pages 6 to 16 – including statement of financial position (balance sheet) and the related statement of comprehensive income (profit and loss account) – are drawn up so as to give a true and fair view of:
- (a) the state of financial affairs of the company as at 31 March 2021; and
 - (b) of the financial results of the Company for the year then ended; and
- (ii) the books of accounts have been maintained in accordance with the **Section 258** of Myanmar Companies Law 2017.
- (ii) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the board of the directors



Sunil Seth
Director



Anandhan Naga Sayanaraj
Chief Financial Officer

**MR. SUNIL SETH
DIRECTOR
ADANI YANGON
INTERNATIONAL
TERMINAL COMPANY LIMITED.**

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

STATEMENT OF COMPREHENSIVE INCOME for the year ended 31 March 2021

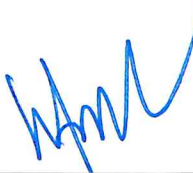
	Note	12 months to 31-Mar-21 Kyat	12 months to 31-Mar-20 Kyat
Revenue		-	-
Cost of sales		-	-
Gross profit (loss)		-	-
Administrative and general expenses		-	-
Personal costs		-	-
Management fees		-	-
Interest expenses		-	-
Depreciation and amortization		-	-
Other income (expenses)		-	-
Profit (loss) before tax		-	-
Income tax expense		-	-
Profit for the year		-	-
Retained earnings at beginning of year			
Dividends		-	-
Retained earning at the end of year		-	-

Authenticated by Directors: -



Sunil Seth
Director

MR. SUNIL SETH
DIRECTOR
ADANI YANGON
INTERNATIONAL
TERMINAL COMPANY LIMITED.




Anandhan Naga Sayanaraj
Chief Financial Officer

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

STATEMENT OF FINANCIAL POSITION as at 31 March 2021

	Note	31 March 2021 Kyat	31 March 2020 Kyat
ASSETS			
Current assets			
		15,318,424,670.38	17,372,666,451.84
Deposits		-	-
Prepayments and advances	4	9,178,650,927.47	12,828,539,253.75
Trade and other receivables	5	5,924.98	782,392.50
Short-term investment		-	-
Cash and cash equivalents	6	6,139,767,817.93	4,543,344,805.59
Non-current assets			
		178,561,995,645.19	138,012,116,053.77
Property, plant and equipment	7	130,680,936,223.70	133,034,966,817.77
Intangible assets	8	5,739,273.57	-
Construction in progress	9	47,875,320,147.92	4,977,149,236.00
Investments		-	-
Total Assets		193,880,420,315.57	155,384,782,505.61
LIABILITIES AND EQUITY			
Current liabilities			
		7,396,657,475.27	1,455,816,076.31
Amount due to bankers		-	-
Trade and other payables	10	7,396,657,475.27	1,455,816,076.31
Current taxation		-	-
Non-current liabilities			
		95,491,234,368.78	62,936,437,957.80
Long term loans	11	95,491,234,368.78	62,936,437,957.80
Total liabilities		102,887,891,844.05	64,392,254,034.11
Equity			
		90,992,528,471.52	90,992,528,471.50
Share capital	12	90,992,528,471.52	90,992,528,471.50
Capital reserves		-	-
Retained earnings (losses)		-	-
Total liabilities and equity		193,880,420,315.57	155,384,782,505.61

Authenticated by Directors: -



 Sunil Seth
 Director

MR. SUNIL SETH
 DIRECTOR
 ADANI YANGON
 INTERNATIONAL
 TERMINAL COMPANY LIMITED.



 Anandhan Naga Sayanaraj
 Chief Financial Officer

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY for the year ended 31 March 2021

	-----Attributable to equity holders of the company-----		
	Share capital	Retained earnings	Total
	MMK	MMK	MMK
2020 - 2021			
Balance at beginning of the year	-	-	-
Exchange difference	-	-	-
Net income recognised directly in equity	-	-	-
Net profit (loss) for the year	-	-	-
Total recognised income	-	-	-
Issue of shares	90,992,528,471.52	-	90,992,528,471.52
Dividend paid	-	-	-
Balance at end of the year	<u>90,992,528,471.52</u>	<u>-</u>	<u>90,992,528,471.52</u>
2019 - 2020			
Balance at beginning of the year	-	-	-
Exchange difference	-	-	-
Net income recognised directly in equity	-	-	-
Net profit (loss) for the year	-	-	-
Total recognised income	-	-	-
Issue of shares	90,992,528,471.50	-	90,992,528,471.50
Dividend paid	-	-	-
Balance at end of the year	<u>90,992,528,471.50</u>	<u>-</u>	<u>90,992,528,471.50</u>

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

STATEMENT OF CASH FLOWS For the year ended 31 March 2021

	31 Mar 2021	31 Mar 2020
	Kyats	Kyats
Cash flows from operating activities		
Net profit (loss)	-	-
Adjustments for:	-	-
Depreciation	-	-
Amortization	-	-
Loss on disposals of property, plant and equipment	-	-
Investment income	-	-
Interest expense	-	-
Change in working capital, net of effects from acquisition and disposal of subsidiaries	-	-
Adjustments for change of working capital	-	-
Inventories and construction work-in-progress	-	-
Prepayments and advance	3,649,888,326.28	(12,828,539,253.75)
Trade and other receivables	776,467.52	(782,392.50)
Trade and other payables	5,940,841,398.96	1,455,816,076.31
Cash (used in)/generated from operations	9,591,506,192.76	(11,373,505,569.94)
Interest expense	-	-
Income tax paid	-	-
Net cash provided by (used in) operating activities	9,591,506,192.76	(11,373,505,569.94)
Cash flows from investing activities		
Payments for property, plant and equipment	(425,284,655.19)	(135,362,489,509.00)
Proceeds from disposal of property, plant and equipment	-	-
Payments for construction in progress	(40,124,594,936.23)	(2,649,626,544.77)
Interest received	-	-
Net cash provided by (used in) investing activities	(40,549,879,591.42)	(138,012,116,053.77)
Cash flows from financing activities		
Proceeds from issuance of share capital	0.02	90,992,528,471.50
Proceeds from borrowings	32,554,796,410.98	62,936,437,957.80
Dividend paid	-	-
Net cash provided by (used in) financing activities	32,554,796,411.00	153,928,966,429.30
Net (decrease)/increase in cash and cash equivalents	1,596,423,012.34	4,543,344,805.59
Cash and cash equivalents at beginning of year	4,543,344,805.59	-
Effects of currency translation on cash and cash equivalents	-	-
Cash and cash equivalents at end of year	6,139,767,817.93	4,543,344,805.59

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

1 **General**

Adani Yangon International Terminal Company Limited, Reg. No. 118856724 (22.2.2019) is a company incorporated in Myanmar Companies Law 2017 with its registered office at Unit 15, Level 10, Tower 2, HAGL Myanmar Centre, No. 192, Kaba Aye Pagoda Road, Bahan Township, Yangon, Myanmar.

The principal activities of the Company in the year are relating to the business of developing, operating and maintaining of Ahlon International Port Terminal (2) and container yard on build, operate and transfer basis. The company obtained the investment permit issued by the Myanmar Investment Commission on 26 April 2019 (Permit No. 155/2019) for the year of 50 years and extendable for 2 times for 10 years each totaling 70 years with a construction year of 30 months.

2 **Basis of Financial Statements Presentation**

The accompanying financial statements of the Company are prepared under historical cost convention in accordance with Myanmar Companies Law 2017 and Myanmar Financial Reporting Standards for Small and Medium-sized Entities and presented in reporting currency Myanmar Kyats (Kyat).

3 **Summary of Significant Accounting Policies**

3.1 **Foreign Currency Translation**

The Company maintained its accounting records in local currency Myanmar Kyats (Kyat) as Kyat is considered as its functional currency. The financial statements were also presented in Kyat.

Transactions denominated in foreign currency, United States Dollars (USD) are recorded into Kyat with the rates of exchange approximating those ruling at the date of transactions. Monetary assets and liabilities denominated in USD are translated into Kyat at the rates ruling at the reporting dates. Non-monetary assets and liabilities that are measured at fair value in USD are translated into the Kyat at the exchange rate when the fair value was determined.

Foreign exchange differences arising from settlement and translation of such assets and liabilities denominated in USD at reporting date are generally recognised in income statement.

3.2 Property, plant and equipment (Continued)

When assets are sold or retired, their cost and accumulated depreciation are removed from the accounts.

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in the income statement. Any amount in revaluation reserve relating to that asset is transferred to retained earnings directly.

3.3 Depreciation

Freehold land and property are not depreciated. Depreciation on other items of property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

Land	50 years
Building and Structure	20 years
Computer and accessories	3- 5 years
Office equipment	5-16 years
Furniture and fixture	16 years
Machinery and equipment	5 years

3.4 Intangible assets

Intangible assets are purchase computer software that is stated at cost less accumulated depreciation and any accumulated impairments losses. It is amortised over its estimated life using the straight-line method. If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible assets, the amortisation is revised prospectively to reflect the new expectations.

Intangible assets	5 years
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3.5 Impairment of assets

At each reporting date, property, plant and equipment, intangible assets, and investments in associates are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset (or group of related assets) is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

Similarly, at each reporting date, inventories are assessed for impairment by comparing the carrying amount of each item of inventory (or group of similar items) with its selling price less costs to complete and sell. If an item of inventory (or group of similar items) is impaired, its carrying amount is reduced to selling price less costs to complete and sell, and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset (or group of related assets) is increased to the revised estimate of its recoverable amount (selling price less costs to complete and sell, in the case of inventories), but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset (group of related assets) in prior periods. A reversal of an impairment loss is recognised immediately in profit or loss.

3.6 Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment. An allowance for impairment of trade and other receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. The amount of the allowance is the differences between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The amount of the allowance is recognised in the income statement.

3.7 Cash and cash equivalents

For the purpose of the cash flow statements, cash and cash equivalents consists of cash in hand and cash at bank balances. Fixed deposits pledged to secure banking facilities and secured bank overdraft are excluded as they are used by the Company for its financial activities.

3.8 Trade and other payables

Trade and other payable are initially measured at fair value, and subsequently measured at amortised cost, using the effective interest method.

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

4 **Prepayments and advances**

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Prepayment: Import duty	112,998,292.54	153,101,347.41
Advances	9,065,652,634.93	12,675,437,906.34
	<u>9,178,650,927.47</u>	<u>12,828,539,253.75</u>

5 **Trade and other receivables**

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Accrued interest income receivables	5,924.98	782,392.50
	<u>5,924.98</u>	<u>782,392.50</u>

6 **Cash and cash equivalent**

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Cash at bank	5,997,507,157.36	580,222,369.84
Term deposits with a maturity of 3 months or less	142,260,660.57	3,963,122,435.75
	<u>6,139,767,817.93</u>	<u>4,543,344,805.59</u>

It was made up of:

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
In local currency, Kyat	68,292,392.76	42,480,187.00
In foreign currency, US\$	6,071,475,425.17	4,500,864,618.59
	<u>6,139,767,817.93</u>	<u>4,543,344,805.59</u>

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

7 **Property, plant and equipment (Schedule -1)**

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Cost		
Balance at beginning of the year	135,362,489,509.00	-
Additions	418,158,563.22	135,362,489,509.00
Adjustment/ Transfer	(48,000.00)	-
Disposals / write-off	-	-
Balance at end of the year	<u>135,780,600,072.22</u>	<u>135,362,489,509.00</u>
Accumulated depreciation		
Balance at beginning of the year	2,327,522,691.23	-
Charge for the year	2,772,149,157.29	2,327,522,691.23
Adjustment/ Transfer	(8,000.00)	-
Disposals / write-off	-	-
Balance at end of the year	<u>5,099,663,848.52</u>	<u>2,327,522,691.23</u>
Book value		
Balance at end of the year	<u>130,680,936,223.70</u>	<u>133,034,966,817.77</u>
Balance at beginning of the year	<u>133,034,966,817.77</u>	<u>-</u>

8 **Intangible asset (Schedule -2)**

	31 Mar 2021	31 Mar 2020
	(Kyat)	(Kyat)
Cost		
Balance at beginning of the year	-	-
Additions	7,174,091.97	-
Disposals / write-off	-	-
Balance at end of the year	<u>7,174,091.97</u>	<u>-</u>
Accumulated depreciation		
Balance at beginning of the year	-	-
Charge for the year	1,434,818.40	-
Disposals / write-off	-	-
Balance at end of the year	<u>1,434,818.40</u>	<u>-</u>
Book value		
Balance at end of the year	<u>5,739,273.57</u>	<u>-</u>
Balance at beginning of the year	<u>-</u>	<u>-</u>

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

9 Construction work in progress

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Construction work in progress	47,875,320,147.92	4,977,149,236.00
	<u>47,875,320,147.92</u>	<u>4,977,149,236.00</u>

10 Trade and other payables

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Trade payables	1,672,949,354.27	218,493,688.09
Financial liabilities	5,403,294,474.34	899,532,510.78
Other payables	320,413,646.66	337,789,877.44
	<u>7,396,657,475.27</u>	<u>1,455,816,076.31</u>

11 Long-term Liabilities

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Shareholders' Loans	95,491,234,368.78	62,936,437,957.80
	<u>95,491,234,368.78</u>	<u>62,936,437,957.80</u>

Shareholders' loans represent borrowings from holding company Adani International Terminals Pte Ltd, Singapore, unsecured with on interest rate of 3months libor+3.25% repayable starting from 2024.

12 Share capital

	31 Mar 2021	31 Mar 2020
	Kyat	Kyat
Ordinary shares, USD 1/- per value		
Issued and fully paid-up		
Balance at beginning of year		
1.4.2021: - shares; 1.4.2020: - shares	-	-
Shares issued during the year ending		
31.3.2021: 0 shares; 31.3.2020: 60,000,876 shares	90,992,528,471.52	90,992,528,471.50
Balance at end of year		
31.3.2021: 60,000,876 shares; 31.3.2020: 60,000,876 :	<u>90,992,528,471.52</u>	<u>90,992,528,471.50</u>

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

13 Related party transactions

For the purposes of these financial statements, parties are considered to be related to the company if the company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the company and the party are subject to common control. Related parties may be individuals or other entities.

Transactions between the Company and its related parties during the financial year and at the reporting date were as follows.

Related Party	Relationship		
		31 Mar 2021	31 Mar 2020
		Kyat	Kyat
ADANI INTERNATIONAL TERMINALS PTE LTD Incorporated in Singapore	Holding company which owned 100% equity interest of the Company		
SHANTI SAGAR INTERNATIONAL DREDGING LTD Incorporated in India	Subsidiary of the Adani Ports and SEZ Limited		
ADANI INTERNATIONAL TERMINALS PTE LTD			
<u>Transactions during the year</u>			
Receipts of funds for issue of shares		-	90,992,528,471.52
Receipts of shareholder's loans		32,554,796,410.98	62,936,437,957.80
Interest		2,860,787,195.27	898,966,590.12
<u>Balance at end of year</u>			
Issued and paid-up capital		90,992,528,471.52	90,992,528,471.52
Shareholder's loans		95,491,234,368.78	62,936,437,957.80
Accrued interest payables		3,759,753,785.39	898,966,590.12
SHANTI SAGAR INTERNATIONAL DREDGING LTD			
<u>Transactions during the year</u>			
Dredging service costs		645,827,600.00	637,550,550.00
<u>Balance at end of year</u>			
Trade payables and provisions		113,790,800.00	56,048,400.00

14 Comparative figures

Certain comparative figures were re-classified to be in accordance with current year's financial statements presentation.

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

SCHEDULES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

Schedule - 1 : Property, Plant and Equipment

Description	Cost				Dep Rate	Accumulated Depreciation				Book Value
	1.4.2020	Additions	Retired	31.3.2021		1.4.2020	For the year	Retired	31.3.2021	31.3.2021
	Kyat	Kyat		Kyat		Kyat	Kyat		Kyat	Kyat
Land	135,301,200,000.00	132,319,128.27	-	135,433,519,128.27	2%	2,321,561,573.77	2,711,663,711.89	-	5,033,225,285.66	130,400,293,842.61
Building and Structure	-	136,868,133.77	-	136,868,133.77	5%	-	5,699,714.07	-	5,699,714.07	131,168,419.70
Computer and accessories	48,000.00	197,578,868.76	48,000.00	197,578,868.76	33%	8,000.00	40,054,658.79	8,000.00	40,054,658.79	157,524,209.97
Office equipment	1,144,800.00	46,298,517.63	-	47,443,317.63	6.25%-20%	71,315.41	6,270,904.67	-	6,342,220.08	41,101,097.55
Furniture and fixture	-	37,413,043.06	-	37,413,043.06	6.25%	-	1,947,528.26	-	1,947,528.26	35,465,514.80
Machinery and equipment	60,096,709.00	-	-	60,096,709.00	20%	5,881,802.05	12,022,915.64	-	17,904,717.69	42,191,991.31
Total	135,362,489,509.00	418,158,563.22	48,000.00	135,780,600,072.22		2,327,522,691.23	2,772,149,157.29	8,000.00	5,099,663,848.52	130,680,936,223.70

ADANI YANGON INTERNATIONAL TERMINAL COMPANY LIMITED

SCHEDULES TO FINANCIAL STATEMENTS for the year ended 31 March 2021

Schedule - 2 : Intangible asset

Description	Cost			Dep Rate	Accumulated Depreciation			Book Value
	1.4.2020	Additions	31.3.2021		1.4.2020	Additions	31.3.2021	31.3.2021
	Kyat	Kyat	Kyat		Kyat	Kyat	Kyat	Kyat
Software	-	7,174,091.97	7,174,091.97		-	1,434,818.40	1,434,818.40	5,739,273.57
	-	7,174,091.97	7,174,091.97		-	1,434,818.40	1,434,818.40	5,739,273.57