HDC Bulk Terminal Limited

Financial Statements for the FY - 2022-23

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RAVINDRA B. MEHTA & ASSOCIATES

CHARTERED ACCOUNTANTS

8, Ramkrupa Apartment, Panchwati 1st Lane, Ellisbridge, Ahmedabad-380006

Independent Auditor's Report

To the Members of HDC Bulk Terminal Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **HDC Bulk Terminal Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the period then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, the loss and total comprehensive loss, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 27 of the accompanying financial statements, regarding the ongoing investigations of Securities and Exchange Board of India and the committee constituted by Hon'ble Supreme Court in respect of the matters more fully described in aforesaid note. Our opinion is not modified in respect of this matter.

Other Information

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Director's Report but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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Management's Responsibility for the Standalone Financial Statements

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

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

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

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

Auditor's Responsibility

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

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

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

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Independent Auditor's Report
To the Members of HDC Bulk Terminal Limited (Continue)

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

2. 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, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;

e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 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 B";

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g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

A. The Company does not have any pending litigations which would impact its financial position.

B. The Company does not have any long-term Contract including derivative contracts for which there were any material foreseeable losses;

C. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

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

(iii) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

E. The company has not declared or paid any dividend during the period.

F. The Ministry of Corporate Affairs (MCA) has amended the Rule 3 of Companies (Accounts) Rules, 2014 by way of notification dated 31st March 2022. Accordingly requirement to have accounting software with a feature of recording audit trail is extended till 1st April, 2023. Therefore, nothing is required to be reported under this para for the period under review.

3. **With respect to the matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended**:
According to the information and explanations given to us and on the basis of our examination of the records of the Company, managerial remuneration has not been paid /provided. Accordingly, reporting under section 197(16) of the Act is not applicable.

Place : Ahmedabad
Date : April 27, 2023

For **Ravindra B. Mehta & Associates**
Chartered Accountants
Firm Registration No. 118543W

R. B. Mehta
Proprietor
Membership No. 010260
UDIN: 23010260BGZCMZ6370

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Annexure - A to the Independent Auditor's Report
RE: HDC Bulk Terminal Limited

(Referred to in Paragraph 1 of our Report of even date)

The Annexure referred to in our Independent Auditor's Report to the members of the Company on the Standalone Financial Statements for the period ended 31st March, 2023, we report that:

(i) The company does not hold any Property, Plant and Equipment. Accordingly, the provisions of paragraph 3 (i) (a) to (f) of the Order are not applicable.

(ii) a) The Company is yet to commence commercial activities and hence it does not carry any Inventory. Accordingly the provisions of paragraph 3 (ii) (a) of the Order is not applicable.

b) According to the information and explanation given to us and the records produced to us for our verification, The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any point of time during the period, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) In our Opinion and according to the information and explanation given to us and the records produced to us for our verification the company has not granted any loan or made any investment or provided any guarantee or security to companies, firms, Limited Liability Partnership or any other party. Accordingly, the provisions of paragraph 3(iii)(a) to 3(iii)(f) of the Order are not applicable.

(iv) In our opinion and according to information and explanations given to us and representations made by the Management, the Company has not granted any loans, given any guarantees or provided any securities to the parties covered under section 185 and 186 of the Act. Accordingly the provisions of 3(iv) of the Order are not applicable to the Company.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

(vi) As informed to us, the maintenance of cost records as prescribed by the Central Government under section 148(1) of the Act are not applicable to the company for the period under review.

(vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Income-Tax, Goods and Service Tax (GST) and other material statutory dues have generally been deposited regularly during the period by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Provident Fund, Employee's State Insurance, Duty of Customs and Duty of Excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of statutory dues mentioned above were in arrears as at 31st March 2023 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no disputed statutory dues as referred in sub clause (a) as at 31st March 2023, which have not been deposited with the appropriate authorities on account of any dispute.

Annexure - A to the Independent Auditor's Report
RE: HDC Bulk Terminal Limited (Continue)

(Referred to in Paragraph 1 of our Report of even date)

(viii) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961, as income during the period.

(ix) a) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority or any other lender.

c) In our opinion and according to the information and explanations given to us, the company has not received any money by way of term loans during the period. Accordingly, the provisions of clause 3(ix) (c) of the Order are not applicable to the Company.

d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that the company has not used any funds raised on short term basis for long-term purposes.

e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not raised loans during the period on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the period. Accordingly, the provisions of clause 3(x)(a) of the Order are not applicable to the Company.

b) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not made any preferential allotment or private placement of shares or debentures except for initial subscription of equity shares during the period under review. Accordingly, the provisions of clause 3(x)(b) of the Order is not applicable to the company.

(xi) a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practice in India, and according to the information and explanation given to us, we have neither come across any instance of fraud by the company or on the company by its officers or employees which has been noticed or reported during the period.

b) No report on any matter under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) As represented to us by the management, there are no whistle blower complaints received by the company during the period.

Annexure - A to the Independent Auditor's Report
RE: HDC Bulk Terminal Limited (Continue)

(Referred to in Paragraph 1 of our Report of even date)

(xii) In our opinion, the Company is not a Nidhi Company. Accordingly, the provisions of Clauses 3 (xii) (a) to (c) of the Order are not applicable.

(xiii) As per information and explanation given to us and on the basis of our examination of the records of the Company, all the transaction with related parties are in compliance with section 177 and 188 of Companies Act 2013, wherever applicable and all the details have been disclosed in Standalone Financial Statements as required by the applicable Indian Accounting Standards.

(xiv) In our opinion and based on our examination, the company is not required to have an internal audit system as per provisions of the Companies Act 2013. Accordingly, the provisions of Clauses 3 (xiv) (a) & (b) of the Order are not applicable.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions, within the meaning of Section 192 of the Act, with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, paragraph 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the provisions of paragraph 3(xvi) (c) & (d) of the Order is not applicable to the Company.

(xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has incurred cash losses of Rs. 0.56 Lacs during the current financial period.

(xviii) According to the information and explanations given to us, there is no resignation of the statutory auditors during the period.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

Annexure - A to the Independent Auditor's Report
RE: HDC Bulk Terminal Limited (Continue)

(Referred to in Paragraph 1 of our Report of even date)

(xx) According to the information and explanations given to us and based on our examination of the records of the Company, it was not required to spend any amount during the period in terms of section 135 of the Act. Accordingly, the provisions of paragraph 3(xx) of the Order are not applicable to the Company.

Place : Ahmedabad
Date : April 27, 2023

For **Ravindra B. Mehta & Associates**
Chartered Accountants
Firm Registration No. 118543W

R. B. Mehta
Proprietor
Membership No. 010260
UDIN: 23010260BGZCMZ6370

Annexure – B to the Independent Auditor's Report
RE: HDC Bulk Terminal Limited

(Referred to in Paragraph 2(f) of our Report of even date)

Report on the Internal Financial Controls 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 **HDC Bulk Terminal Limited** ("the Company") as of 31st March, 2023 in conjunction with our audit of the Standalone Financial Statements of the company for the period ended on that date.

Management's Responsibilities for Internal Financial Controls
The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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.

Auditor's 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) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting
A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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

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(Referred to in Paragraph 2(f) of our Report of even date)

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion the company has, in all material aspects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, 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.

Place : Ahmedabad
Date : April 27, 2023

For **Ravindra B. Mehta & Associates**
Chartered Accountants
Firm Registration No. 118543W

R. B. Mehta
Proprietor
Membership No. 010260
UDIN: 23010260BGZCMZ6370

HDC Bulk Terminal Limited

Balance Sheet as at March 31, 2023

₹ in Lacs

Particulars	Notes	As at March 31,2023
Assets		
Non-current assets		
Capital work-in-progress	3	63.66
Other non-current assets	5	3.27
Total Non-current Assets		**66.93**
Current assets		
Financial assets		
Cash and cash equivalents	6	1.17
Other financial assets	4	0.39
Other Current assets	5	4.30
Total Current Assets		**5.86**
Total Assets		**72.79**
Equity And Liabilities		
Equity		
Equity share capital	7	5.00
Other equity	8	(0.56)
Total Equity		**4.44**
Liabilities		
Non-current liabilities		
Financial liabilities		
Borrowings	9	40.17
Total Non-current Liabilities		**40.17**
Current liabilities		
Financial liabilities		
Trade payables	12	
- total outstanding dues of micro enterprises and small enterprises		-
- total outstanding dues of creditors other than micro enterprises and small enterprises		0.54
Other financial liabilities	10	26.31
Other current liabilities	11	1.33
Total Current Liabilities		**28.18**
Total Liabilities		**68.35**
Total Equity and Liabilities		**72.79**

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

For Ravindra B. Mehta & Associates
Chartered Accountants
Firm Registration No.: 118543W

Ravindra Mehta
Proprietor
Membership No. 010260

Place: Ahmedabad
Date- April 27, 2023

For and on behalf of Board of Directors of
HDC Bulk Terminal Limited

Kalpesh Pathak
Director
DIN : 02843406

Capt. Unmesh Abhyankar
Director
DIN : 03040812

Place: Ahmedabad
Date- April 27, 2023

HDC Bulk Terminal Limited

Statement of Profit and Loss for the period ended March 31, 2023

₹ in Lacs

Particulars	Notes	For the period from March 7th 2022 to March 31st 2023
INCOME		
Revenue from operations		-
Total income		**-**
EXPENSES		
Other expenses	13	0.56
Total expenses		**0.56**
Loss before exceptional items and tax		(0.56)
Exceptional items		-
Loss before tax		**(0.56)**
Tax expense:		
Current tax		-
Deferred tax		-
Total tax expenses		**-**
Loss After Tax	**A**	**(0.56)**
Other comprehensive income		
Other comprehensive income not to be reclassified to profit or loss in subsequent		
Re-measurement gains (losses) on defined benefit plans		-
Income tax effect (charge)		-
		-
Net gain / (loss) on FVTOCI equity investment		-
Income tax effect		-
		-
Total Other comprehensive Income (net of taxes)	**B**	**-**
Total Comprehensive Loss for the period (Net of Tax)	**(A+B)**	**(0.56)**
Basic and diluted earnings per equity shares (in ₹) face value of ₹ 10 each	15	**(1.12)**

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

For Ravindra B. Mehta & Associates
Chartered Accountants
Firm Registration No.: 118543W

For and Behalf of Board of Directors of
HDC Bulk Terminal Limited

Ravindra Mehta
Proprietor
Membership No. 010260

Kalpesh Pathak
Director
DIN : 02843406

Capt. Unmesh Abhyankar
Director
DIN : 03040812

Place: Ahmedabad
Date- April 27, 2023

Place: Ahmedabad
Date- April 27, 2023

HDC Bulk Terminal Limited

Statement of Cash Flows for the period ended March 31, 2023

₹ in Lacs

	Particulars	For the period from March 7th 2022 to March 31st 2023
A.	**Cash flow from operating activities**	
	Loss before tax	(0.56)
	Adjustments for:	
	Operating loss before working capital changes	**(0.56)**
	Movements in working capital :	
	(Increase) in Financial Assets	(0.39)
	(Increase) in Other Non-Current Assets	(3.27)
	Increase in Trade Payables	0.54
	(Increase) in Other Current Assets	(4.30)
	Increase in Other Liabilities	1.33
	Increase in Financial Liabilities	26.18
	Cash (used in) business Operating Activities	**19.53**
	Direct taxes paid (net)	-
	Net Cash (used in) Operating Activities (A)	**19.53**
B.	**Cash flows from investing activities**	
	Increase in Capital work in progress	(63.51)
	Net Cash generated from / (used in) Investing Activities (B)	**(63.51)**
C.	**Cash flows from financing activities**	
	Proceeds from Inter Corporate Deposit	40.17
	Interest Paid	(0.02)
	Proceeds from Issuance of Share Capital	5.00
	Net cash (used) in Financing Activities (C)	**45.15**
D.	**Net (Decrease) in Cash & Cash Equivalents (A + B + C)**	**1.17**
E.	Cash and cash equivalents at the beginning of the period	-
F.	**Cash and cash equivalents at the end of the period (D + E) (Refer note-6)**	**1.17**
	Component of Cash and Cash equivalents	
	Balances with scheduled bank	
	in current accounts (Refer note-6)	1.17
	Total cash and cash equivalents	**1.17**

(1) The Statement of Cash flows has been prepared under the Indirect method as set out in Ind AS 7 – 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 with regards to changes in liabilities arising from Financing activities as set out in Ind AS 7 – Statement of Cash flows is presented under note 16.

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

For Ravindra B. Mehta & Associates
Chartered Accountants
Firm Registration No.: 118543W

For and on behalf of Board of Directors of
HDC Bulk Terminal Limited

Ravindra Mehta
Proprietor
Membership No. 010260

Kalpesh Pathak
Director
DIN : 02843406

Capt. Unmesh Abhyankar
Director
DIN : 03040812

Place: Ahmedabad
Date- April 27, 2023

Place: Ahmedabad
Date- April 27, 2023

HDC Bulk Terminal Limited

Statement of Changes in Equity for the period ended March 31, 2023

₹ in Lacs

Particulars	Equity Share Capital	Other Equity: Reserves and Surplus – Retained Earnings	Other Equity: Other Comprehensive income FVTOCI Reserve	Total
Balance as on March 7th, 2022	-	-	-	-
Issued during the period	5.00	-	-	**5.00**
(Loss) for the period	-	(0.56)	-	**(0.56)**
Other Comprehensive Income	-	-		-
Balance as on March 31, 2023	**5.00**	**(0.56)**	-	**4.44**

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

For Ravindra B. Mehta & Associates
Chartered Accountants
Firm Registration No.: 118543W

For and on behalf of Board of Directors of
HDC Bulk Terminal Limited

Ravindra Mehta
Proprietor
Membership No. 010260

Kalpesh Pathak
Director
DIN : 02843406

Capt. Unmesh Abhyankar
Director
DIN : 03040812

Place: Ahmedabad
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Date- April 27, 2023

1 **Corporate information**

HDC Bulk Terminal Limited ("HBTL" or "the Company") was incorporated on March 07, 2022 as a 100% subsidiary of Adani Ports and Special Economic Zone Limited (Parent Company or "APSEZL") with an objective for mechanization of Berth no. 2 at Haldia Port, West Bengal. The Registered office of the company is situated at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, SG Highway, Khodiyar , Ahmedabad, Gujrat.

The financial statements were authorised for issue in accordance with the resolution of directors on April 27, 2023

2 **Basis of preparation**

2.1 The financial statements of the Company has 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 (including derivative instruments) which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

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

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 the accounting policy hitherto in use.

New Standards, Interpretations and amendments adopted by the company

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended March 31, 2022, except for amendments to the existing Indian Accounting Standards (Ind AS). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. The Company applies, for the accounting periods beginning on or after 1 April 2022, that do not have material impact on the financial statements of the Company.

1.Accounting for proceeds before intended use (Ind AS 16, Property, Plant and Equipment):-

The excess of net sale proceeds of items produced over the cost of testing, if any, should not be recognised in the statement of profit or loss but deducted from the directly attributable costs considered as part of cost of an item of Property, Plant and Equipment.

2.Determining costs to fulfil a contract (Ind AS 37, Provisions, Contingent Liabilities and Contingent Assets)

The 2022 amendments clarify the types of costs a company can include as the 'costs of fulfilling a contract' while assessing whether a contract is onerous as under:

• The incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts

3.Reference to the Conceptual Framework for Financial Reporting (Ind AS 103, Business Combinations)

The 2022 amendments have substituted the reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards with the reference to the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework), without changing the accounting requirements for business combinations.

4.Subsidiary as a first-time adopter of Ind AS (Ind AS 101, First-time Adoption of Indian Accounting Standards)

If a subsidiary, joint venture of associate (together termed as subsidiary) adopts Ind AS later than its parent and applies paragraph D16(a) of Ind AS 101, then the subsidiary may elect to measure cumulative translation differences for all foreign operations at amounts included in the consolidated financial statements of the parent, based on the parent's date of transitions to Ind AS.

5.Fees in the '10 per cent test' for derecognition of financial liabilities (Ind AS 109, Financial Instruments)

For the purpose of performing the '10 per cent test' for derecognition of financial liabilities, in determining fees paid, the borrower includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf

6.Taxation in fair value measurements (Ind AS 41, Agriculture)

The amendment removes the requirement to exclude cash flows for taxation when measuring fair value and thereby aligns the fair value measurement requirements in Ind AS 41 with those in Ind AS 113, Fair Value Measurement

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; or
- Held primarily for the purpose of trading; or
- 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 treated as current when:
- It is expected to be settled in normal operating cycle; or
- It is held primarily for the purpose of trading; or
- 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) 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,

c) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying 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. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

d) Functional and presentation currency

The financial statements are presented in Indian Rupee (INR), which is entity's functional and presentation currency.

e) Capital Work in Progress

Capital Work in Progress comprises of construction and procurement cost of infrastructure (project). Cost of Capital work in progress includes direct cost in the nature of Engineering, Procurement and Construction charges (EPC Charges) paid/payable to contractors and other direct and indirect cost incurred during the construction phase which are attributable to development of the project.

f) Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is possible that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes. Contingent assets are not recognised in the financial statements. The nature of such assets and an estimate of its financial effect are disclosed in notes to the Financial Statements.

g) Earnings per share (EPS)

The Basic earning per share has been computed by dividing the income available 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 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.

h) Fair value measurement

The Company measures financial instruments, such as, derivatives 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.

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 categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

> 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 recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (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 and for non recurring fair value measurement, such as an assets under the scheme of business undertaking.

At each reporting date, the management 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.

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 the relevant notes.
Financial instruments (including those carried at amortised cost)

i) 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 case of financial assets not recorded at fair value through profit and loss, transaction cost that are attributable to the acquisition of the financial assets

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:
> Debt instruments at amortised cost
> At Fair Value through Other Comprehensive Income (FVTOCI)
> At Fair Value through Profit and 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.

At Fair Value through Other Comprehensive Income (FVTOCI)

A financial asset is classified as at the FVTOCI if both of the following criteria are met:
(a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the Other Comprehensive Income (OCI) and on derecognition, cumulative gain or loss previously recognised in OCI is reclassified to Statement of Profit and Loss. For equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment.

At Fair Value through Profit & Loss (FVTPL)

FVTPL is a residual category for debt instruments and default category for equity instruments. Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss:

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch')

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 financial assets and credit risk exposure that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balances.

For recognition of impairment loss on other financial assets and risk exposure, the 12 Month ECL is used to provide if credit risk has not increased significantly and 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.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables 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:

1) At amortised cost

This is the category most relevant to the Company. After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and 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.

2) At fair value through profit or loss (FVTPL)

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as such. Subsequently, any changes in fair value are recognised 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

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. 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 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 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.

2.3 Amended standard adopted by the company

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended March 31, 2022, except for amendments to the existing Indian Accounting Standards (Ind AS). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. The Company applies, for the accounting periods beginning on or after April 01, 2021, that do not have material impact on the financial statements of the Company.

2.4 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 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. 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.

Recognition and measurement of other provisions

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

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

adani Ports and Logistics

Note-3 Capital Work In Progress

₹ in Lacs

Particulars	March 31, 2023
Opening	-
Addition during the period	63.66
Capitalised during the period	-
Closing	**63.66**

Capital Work-in-Progress (CWIP) Aging Schedule as at March 31, 2023

₹ in Lacs

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	63.66	-	-	-	**63.66**
Total	**63.66**	**-**	**-**	**-**	**63.66**

(This Space has been intentionally left blank)

		As at March 31, 2023 ₹ in Lacs
4	**Other Financial assets**	
	Current	
	Security deposits (Unsecured, considered good unless otherwise stated)	0.39
		0.39

			As at March 31, 2023 ₹ in Lacs
5	**Other Assets**		
	Non Current		
	Capital Advances		3.27
		(A)	**3.27**
	Current		
	Balances with Government authorities		4.30
		(B)	**4.30**
		(A+B)	**7.57**

		As at March 31, 2023 ₹ in Lacs
6	**Cash and cash equivalents**	
	Balances with banks:	
	Balance in current account	1.17
		1.17

		As at March 31, 2023 ₹ in Lacs
7	**Equity Share capital**	
	Authorised share capital	
	200,00,000 Equity Shares of ₹ 10/- each	2,000.00
		2,000.00
	Issued, subscribed and fully paid up share capital	
	50,000 Equity Shares of ₹ 10/- each fully paid up	5.00
		5.00

(a) Reconciliation of the number of the shares outstanding as the beginning and end of the period:

	As at March 31, 2023	
	Nos	**₹ in Lacs**
As the beginning of the period	-	-
New shares issued during the period	50,000	5.00
As the end of the period	**50,000**	**5.00**

(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 holding company

Out of equity shares issued by the Company, shares held by its holding company is as below

	As at March 31, 2023 ₹ in Lacs
Adani Ports and Special Economic Zone Limited, the holding company and its nominee 50,000 equity shares of ₹ 10 each	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, 2023**
Adani Ports and Special Economic Zone Limited, the holding company and its nominee	Nos	50,000
	% Holding	100

e) Details of shareholding of Promoters as at March 31, 2023

Sr. No	Promoter name	No. of Shares	% of total shares	% Change during the period
1	Adani Ports and Special Economic Zone Limited and its nominee	50,000	100.00%	100.00%
	Total	**50,000**	**100.00%**	**100.00%**

8	**Other Equity**	**As at March 31, 2023 ₹ in Lacs**
	Retained Earnings	
	Opening Balance	-
	Add : (Loss) for the period	(0.56)
	Closing Balance	**(0.56)**

Note: The portion of profits not distributed among the shareholders are termed as retained earnings. The Company may utilise the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher return for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

9	**Borrowings**	**As at March 31, 2023 ₹ in Lacs**
	Long term borrowings	
	Inter Corporate Deposit (refer note a) (Unsecured)	40.17
	Total borrowings	**40.17**

Note:
(a) Inter corporate deposit is received from Adani Ports and Special Economic Zone Limited., the parent Company, at the interest rate of 9%.

10	**Other financial liabilities**	**As at March 31, 2023 ₹ in Lacs**
	Current	
	Interest accrued but not due on borrowings	0.13
	Capital creditors, retention money and other payable	26.18
		26.31

11	**Other Liabilities**	**As at March 31, 2023 ₹ in Lacs**
	Current	
	Statutory liability (TDS and GST)	1.33
		1.33

12	**Trade payables**	**As at March 31, 2023 ₹ in Lacs**
	Total outstanding dues of micro enterprises and small enterprises (refer note 21)	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	0.54
		0.54

Trade Payables ageing schedule as at March 31, 2023 is as below ₹ in Lacs

Sr No	Particulars	Not Due	Outstanding for following periods from due date of Payment				Total
			Less than 1 year	1-2 years	2-3 Years	More than 3 years	
1	MSME	-	-	-	-	-	-
2	Others	0.48	0.06	-	-	-	0.54
	Total	**0.48**	**0.06**	**-**	**-**	**-**	**0.54**

13	Other Expenses	For the period from March 7th 2022 to March 31st 2023 ₹ in Lacs
	Legal and Professional Expenses	0.31
	Payment to Auditors (refer Note (a))	0.25
	Miscellaneous Expenses	-
		0.56

a)	Payment to Auditor	For the period from March 7th 2022 to March 31st 2023 ₹ in Lacs
	As Auditor:	
	Audit fee	0.25
	Limited review	-
	In other Capacity	
	Certification and other fees	-
	Reimbursement of expenses	-
		0.25

14 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

14.1 a) Category-wise Classification of Financial Instruments : ₹ in Lacs

Particulars	Refer note	As at March 31,2023			
		Fair Value through other Comprehensive Income	Fair Value through Profit or Loss	Amortised Cost	Carrying Value
Financial Asset					
Cash and Bank Balances	6	-	-	1.17	1.17
Others Financial Assets	4	-	-	0.39	0.39
		-	**-**	**1.56**	**1.56**
Financial Liabilities					
Borrowings	9	-	-	40.17	40.17
Trade payables	12	-	-	0.54	0.54
Other Financial Liabilities	10	-	-	26.31	26.31
		-	**-**	**67.02**	**67.02**

14.2 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 values that would eventually be received or settled.

14.3 Financial Risk objective and policies

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

The Company's risk management activities are subject to the management, direction and control of Central Treasury Team of the Adani Group under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Company. The Company'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.

(i) Market risk

The Company has limited market risk as it is funded by the Parent Company.

ii) 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.

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.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively.

Presently, the Company does not have significant concentration of credit risk.

iii) 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 asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

Currently the finances are taken care by APSEZL, the Parent Company.

The table below analysis the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.The table has been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will be paid on those liabilities upto the maturity of the instruments, ignoring the refinancing options available with the Company. The amounts included above for variable interest rate instruments for non derivative liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

As at March 31 ,2023 ₹ in Lacs

Contractual maturities of financial liabilities	Note No.	Less than 1 year	1 to 5 years	Over 5 year	Total	Carrying Value
Borrowings	9	-	-	40.17	40.17	40.17
Interest on Borrowings		-	14.47	21.53	36.00	0.13
Trade payables	12	0.54	-	-	0.54	0.54
Other Financial Liabilities	10	26.31	-	-	26.31	26.31
Total		**26.85**	**14.47**	**61.70**	**103.02**	**67.15**

14.4 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 bank balances) divided by total capital plus net debt.

₹ in Lacs

Particulars	As at March 31,2023
Total Borrowings (refer note 9)	40.17
Cash and bank balance (refer note 6)	1.17
Net Debt (A)	**39.00**
Total equity (B) (refer note 7 & 8)	**4.44**
Total equity and net debt (C= A+B)	**43.44**
Gearing ratio	89.78%

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 period ended March 31, 2023.

		As at March 31,2023
15	**Earnings per share**	
	(Loss) attributable to equity shareholders of the Company	(0.56)
	Weighted average number of equity shares (in Nos)(Basic and Diluted)	50,000
	Basic and Diluted earning per share (in ₹)	(1.12)

16 Disclosure under Para 44A as set out in Ind AS 7 on cash flow statement under Companie (indian accounting standard) rule, 2018

Particulars of Liabilities arising from Financing activity	March 07, 2022 (₹ in Lacs)	Changes from financing cash flows (net)	Non Cash changes	March 31, 2023 (₹ in Lacs)
Borrowings	-	40.17	-	40.17
Interest accrued but not due	-	-	0.13	0.13
Total	**-**	**40.17**	**0.13**	**40.30**

17 Capital commitments and other commitment.

Capital commitments

₹ in Lacs

Particulars	**March 31, 2023**
Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided for	95.95

18 Contingent liabilities not provided for

Based on the information available with the Company, there is ₹ Nil contingent liability for the period ended March 31, 2023.

19 Personnel Cost

The Company does not have any employee. The management and administrative functions of the Company are being managed by the holding Company, Adani Ports and Special Economic Zone Limited.

20 Segment information

The Company is primarily engaged in the business of developing, operating and maintaining the port based terminal infrastructure facilities. The entire business has been considered as a single segment in terms of Ind AS - 108 on Segment Reporting as determined by chief operational decision maker. There being no business outside India, the entire business has been considered as single geographic segment.

21 Details as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).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**	**March 31, 2023**
1	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	
	Principal	Nil
	Interest	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
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
4	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	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 the MSMED Act 2006.	Nil

22 Ratio Analysis

Sr.No.	Ratio Name	Formula	March 23
1	Current	Current Assets / Current Liabilities	0.21
2	Debt-Equity	Total Debt / Shareholder's Equity	9.05
3	Debt Service Coverage	Earnings available for debt service (PAT + Interest cost + Foreign Exchange Loss or (Gain) (net) + Depreciation) / Debt Service (Interest cost & lease payments + repayment of non current debt made during the period excluding refinanced loans))	NA
4	Return on Equity	Net Profit after Taxes / Avg Equity Shareholder's Fund	-25.23%
5	Inventory Turnover	NA	NA
6	Trade Receivables Turnover	Revenue from operations / Average Accounts Receivable	NA
7	Trade Payable Turnover	Operating exp & Other expense/ Average Trade Payable	2.07
8	Net Capital Turnover	Revenue from Operation / Working Capital	NA
9	Net Profit	Profit After Tax / Revenue from Operations	NA
10	Return on Capital Employed	Earnings before Interest and Taxes / Capital Employed (Tangible Networth+Total Debt)	-1.26%
11	Return on Investment	NA	NA

Note : Either numerator or denominator is not avaiable, hence NA mentioned

23 Recent Pronouncements

The amendments to 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, as and when they become effective. The Ministry of Corporate Affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2023 on 31st March, 2023. These amendments maintain convergence with IFRS by incorporating amendments issued by International Accounting Standards Board (IASB) into Ind AS and has amended the following standards;-

1. Ind AS 101 - First-time adoption of Ind AS
2. Ind AS 102 - Share Based Payment
3. Ind AS 103 – Business Combinations
4. Ind AS 107 – Financial Instruments - Disclosures
5. Ind AS 109 – Financial Instruments
6. Ind AS 115 – Revenue from Contracts with Customers
7. Ind AS 1 – Presentation of Financial Statements
8. Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors
9. Ind AS 12- Income Taxes
10. Ind AS 34- Interim Financial Reporting

These amendments shall come into force with effect from April 01, 2023

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

24 Related party disclosures

The management has identified the following entities and individuals as related parties of the company for the peiod ended March 31, 2023 for the purposes of reporting as per Ind AS 24 – Related Party Transactions, which are as under:

Particulars	Name of Company
Parent Company	Adani Ports and Special Economic Zone Limited
Key Managerial Personnel	Mr. Kalpesh Ajitkumar Pathak
	Mr. Sandeep Mehta (Upto April 07, 2022)
	Mr. Sudip Dasgupta (w.e.f April 07, 2022)
	Capt. Unmesh Abhyankar

Terms and conditions of transactions with related parties

Outstanding balances of related parties at the period-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

Notes:

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.

Transactions with Related Parties

₹ in Lacs

Particulars	Relationship	Name of Related Party	For the period from March 7th 2022 to March 31st 2023
Interest Expense	Parent Company	Adani Ports and Special Economic Zone Limited	0.15
Loan Taken		Adani Ports and Special Economic Zone Limited	40.17

Balances with Related Parties

₹ in Lacs

Particulars	Relationship	Name of Related Party	March 31, 2023
Borrowings	Parent Company	Adani Ports and Special Economic Zone Limited	40.17
Other Financial Liabilities		Adani Ports and Special Economic Zone Limited	0.13

Terms and Conditions of transactions with related parties :

(a) Transactions with Related Parties are shown net of taxes.

(b) The Company's material related party transactions and outstanding balances are with related parties with whom the Company routinely enters into transactions in the ordinary course of business and at arm's length basis.

25 Statutory Information:-

(i) The Company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.

(ii) The Company was not required to file quarterly statement/returns of current assets with the banks or financial institutions w.r.t secured working capital borrowings.

(iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or,

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries..

(iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding Party (Ultimate Beneficiaries) or,

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(v) Based on the Information available with the Company, there are no transaction with Struck off Companies.

26 The Company was incorporated on March 07,2022 and this being the first financial statements of the Company for the period March 07,2022 to March 31,2023, accordingly, no comparative financials numbers are presented.

27 During the quarter ended March 31, 2023, a short seller had issued a report making allegations involving Adani Group companies including APSEZ Group, which have been duly denied by Adani Group. To uphold the principles of good governance, Adani Group had undertaken review of transactions referred in the short seller's report (including that of the Company) through an independent law firm. The report confirms the Company's compliance of applicable laws and regulations.

Further, in context of the short seller's report, there is petition filed in the Hon'ble Supreme Court, and SEBI is examining compliance of laws and regulations by conducting inquires to the Group's listed companies. Based on the foregoing and pending outcome of the investigations mentioned above, the financial statements do not carry any adjustments.

28 Event occurred after the Balance Sheet Date

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approved financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As at March 31, 2023 there were no subsequent events to be recognised or reported that are not already disclosed.

For Ravindra B. Mehta & Associates
Chartered Accountants
Firm Registration No.: 118543W

Ravindra Mehta
Proprietor
Membership No. 010260

Place: Ahmedabad
Date- April 27, 2023

For and on behalf of Board of Directors of
HDC Bulk Terminal Limited

Kalpesh Pathak
Director
DIN : 02843406

Capt. Unmesh Abhyankar
Director
DIN : 03040812

Place: Ahmedabad
Date- April 27, 2023