

**Independent Auditor's Report on Half yearly and year to date Financial Results of the Company pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

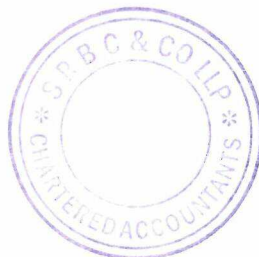
To  
The Board of Directors of  
Gujarat Road and Infrastructure Company Limited

1. We have audited the accompanying Statement of audited financial results of Gujarat Road and Infrastructure Company Limited ('the Company') for the half year ended September 30, 2018 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation'), read with SEBI Circular No. CIR/IMD/DF1/69/2016 dated August 10, 2016 ('the Circular'). This Statement has been prepared on the basis of the audited financial statements for half year ended September 30, 2018, which is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standards ('Ind AS') 34 "Interim Financial Reporting", specified under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and the relevant requirements of the Regulation and the Circular.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards requires that we plan and perform the audit to obtain reasonable assurance as to whether the Statement is free of material misstatement.
3. An audit involves performing procedures to obtain sufficient audit evidences about the amounts and disclosures in the Statement. The procedures selected depend on the auditor's judgement including the assessment of material misstatement of the Statement, whether due to fraud or error. In making those risk assessment, the auditor considers internal controls relevant to the Company's preparation and fair presentation of the Statement 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 the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.
4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
  - i. is presented in accordance with the requirements of the Regulation read with the Circular, in this regards; and
  - ii. gives a true and fair view of the net profit including other comprehensive income and other financial information of the Company for the half year ended September 30, 2018.

For S R B C & CO LLP  
Chartered Accountants  
ICAI Firm Registration Number: 324982E/E300003



per **Sukrut Mehta**  
Partner  
Membership Number: 101974  
Place of Signature: Gandhinagar  
Date: October 25, 2018





# GUJARAT ROAD AND INFRASTRUCTURE COMPANY LIMITED

Registered Office : Office of the Secretary, Roads & Buildings Department, Block 14,  
Second Floor, Sachivalaya, Gandhinagar – 382 010 CIN: U65990GJ1999PLC036086

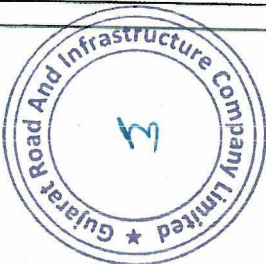
## STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2018

(INR in Lakhs)

Sr No	Particulars	Six months ended		Year ended
		September 30, 2018	September 30, 2017	March 31, 2018
		(Audited)	(Audited)	(Audited)
1	Revenue from operations (Refer note 7(a) and (b))	9,778.51	7,087.08	15,528.19
2	Other income	244.59	293.65	565.26
3	<b>Total income (1+2)</b>	<b>10,023.10</b>	<b>7,380.73</b>	<b>16,093.45</b>
4	<b>Expenses</b>			
	(a) Construction expenses (Refer note 7(b))	2,488.75	-	1,002.64
	(b) Operating expenses	1,545.78	1,513.53	3,524.55
	(c) Employee benefit expenses	153.17	156.91	274.27
	(d) Finance costs	1,577.94	1,361.09	2,766.59
	(e) Depreciation and amortisation	388.71	389.28	664.57
	(f) Other expenses	439.00	431.26	855.97
	<b>Total expenses</b>	<b>6,593.35</b>	<b>3,852.07</b>	<b>9,088.59</b>
5	<b>Profit before tax (3-4)</b>	<b>3,429.75</b>	<b>3,528.66</b>	<b>7,004.86</b>
6	Tax expense (refer note 8)	459.29	1,490.83	2,562.14
7	<b>Profit for the period (5-6)</b>	<b>2,970.46</b>	<b>2,037.83</b>	<b>4,442.72</b>
8	Other Comprehensive Income (net of tax) Item that will not be reclassified to profit & loss - Remeasurements of the defined benefit plans	1.69	(0.03)	1.52
	<b>Total comprehensive income (net of tax)</b>	<b>1.69</b>	<b>(0.03)</b>	<b>1.52</b>
9	<b>Total comprehensive income for the period (net of tax)(7+8)</b>	<b>2,972.15</b>	<b>2,037.80</b>	<b>4,444.24</b>
10	Paid-up equity share capital (face value - Rs. 10 per share)	5,546.23	5,546.23	5,546.23
11	Other equity	14,510.71	11,536.86	12,541.50
12	Basic and diluted earnings per share (EPS) (Face value of Rs 10/- each) (not annualised for six months results)	5.36	3.67	8.01
13	Debt redemption reserve	2,356.00	2,082.00	2,131.00
14	Capital redemption reserve	3,500.00	3,500.00	3,500.00
15	Ratios (refer note 6)			
	(a) Debt/equity ratio (number of times)	1.21	1.54	1.41
	(b) Debt Service Coverage Ratio (DSCR) (number of times)	1.77	2.07	2.05
	(c) Interest Service Coverage Ratio (ISCR) (number of times)	3.17	3.59	3.53
	(d) Asset cover available (ACA) (number of times)	2.34	2.27	2.34

**16 Details of secured Non-Convertible Debenture as follows:**

Sr. No.	Particulars	Previous due dates		Next due date	
		(April 1, 2018 to September 30, 2018)		(October 1, 2018 to March 31, 2019)	
		Principal	Interest	Principal	Interest
1	INE354H07056	30-Sep-18		31-Mar-19	
2	INE354H07064	-		-	
3	INE354H07072	-		-	
4	INE354H07080	-		-	
5	INE354H07098	-		-	
6	INE354H07106	-		-	
7	INE354H07114	-	30-Jun-18 & 30-Sep-18	-	31-Dec-18 & 31-Mar-19
8	INE354H07122	-		-	
9	INE354H07130	-		-	
10	INE354H07148	-		-	
11	INE354H07155	-		-	
12	INE354H07163	-		-	



**SIGNED FOR IDENTIFICATION PURPOSES ONLY**  
  
**SRBC & CO LLP**



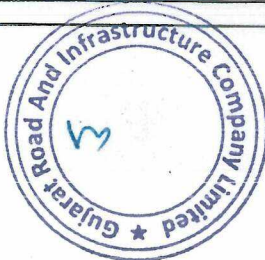
# GUJARAT ROAD AND INFRASTRUCTURE COMPANY LIMITED

Registered Office : Office of the Secretary, Roads & Buildings Department, Block 14,  
Second Floor, Sachivalaya, Gandhinagar – 382 010 CIN: U65990GJ1999PLC036086

## STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2018

(INR in Lakhs)

Particulars	As at	
	September 30, 2018	March 31, 2018
	(Audited)	(Audited)
<b>ASSETS</b>		
<b>Non-current Assets</b>		
Property, plant and equipments	158.53	177.04
Intangible assets	47,984.30	48,349.49
Financial assets		
(i) Other financial assets	14.66	14.27
Other non-current assets	560.57	956.01
<b>Total Non-current Assets</b>	<b>48,718.06</b>	<b>49,496.81</b>
<b>Current Assets</b>		
Financial assets		
(i) Trade receivables	710.00	670.00
(ii) Cash and cash equivalents	3,633.21	5,547.73
(iii) Bank balances other than (ii) above	4,000.00	4,000.00
(iv) Other financial assets	657.86	656.48
Other current assets	174.65	342.68
<b>Total Current Assets</b>	<b>9,175.72</b>	<b>11,216.89</b>
<b>Total Assets</b>	<b>57,893.78</b>	<b>60,713.70</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	5,546.23	5,546.23
Other equity	14,510.71	12,541.50
<b>Total Equity</b>	<b>20,056.94</b>	<b>18,087.73</b>
<b>LIABILITIES</b>		
<b>Non-current Liabilities</b>		
Financial Liabilities		
(i) Borrowings	21,804.56	23,012.73
(ii) Other financial liabilities (refer note 11)	2,935.26	6,157.41
Provisions	774.39	606.99
Deferred tax liabilities (net)	1,562.01	2,199.17
Other non-current liabilities	296.19	210.92
<b>Total Non-current Liabilities</b>	<b>27,372.41</b>	<b>32,187.22</b>
<b>Current liabilities</b>		
Financial liabilities		
(i) Trade payables		
(a) total outstanding dues of micro enterprises and small enterprises (refer note 10)	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	497.76	854.83
(ii) Other financial liabilities (refer note 11)	6,380.51	6,362.58
Provisions	1,616.35	1,252.70
Other current liabilities	1,969.81	1,968.64
<b>Total Current Liabilities</b>	<b>10,464.43</b>	<b>10,438.75</b>
<b>Total Liabilities</b>	<b>37,836.84</b>	<b>42,626.97</b>
<b>Total Equity and Liabilities</b>	<b>57,893.78</b>	<b>60,713.70</b>



SIGNED FOR IDENTIFICATION  
PURPOSES ONLY  
*[Signature]*  
SRBC & CO LLP



## GUJARAT ROAD AND INFRASTRUCTURE COMPANY LIMITED

Registered Office : Office of the Secretary, Roads & Buildings Department, Block 14,  
Second Floor, Sachivalaya, Gandhinagar – 382 010 CIN: U65990GJ1999PLC036086

### Notes:

- 1 The Company is engaged in development, construction as well as operation & maintenance of road infrastructure projects. The Company has undertaken two road infrastructure projects i.e. Vadodara Halol project road and Ahmedabad Mehsana project road under concession agreement.
- 2 The aforesaid audited financial results for the half year ended September 30, 2018 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on October 25, 2018. The statutory auditors have carried out the audit of the same.
- 3 The Company is engaged in the business of setting up of infrastructure facility on BOOT basis. Accordingly, the Company has considered BOOT segment as a single operating segment in accordance with the Indian Accounting Standard (Ind AS) 108 on "Operating Segments".
- 4 The listed non-convertible debenture of the Company amounting to INR 24,219.73 lakhs outstanding as on September 30, 2018 are secured by a pari-passu first charge in favour of the Debenture Trustee on the project assets and all tangible and intangible assets, including but not limited to rights over the project site, project documents, financial assets such as receivables, cash, investments, insurance proceeds, etc.
- 5 The Company's NCDs credit rating are AAA(SO) from CARE and AAA(SO) from ICRA as per their letter dated July 11, 2018 and January 28, 2018 respectively.
- 6 Formula used for the computation of the Ratios:
  - a) Debt/Equity Ratio = Debt / (Equity Share Capital + Reserves & Surplus). Debt means aggregate of non-current borrowings, current maturities of non-current borrowings and current borrowings excluding preference shares.
  - b) Debt Service Coverage Ratio (DSCR) = Profit before Interest Expenses and Tax / (Interest Expenses + Principal Repayment excluding refinancing of loans).
  - c) Interest Service Coverage Ratio (ISCR) = profit before interest expenses and tax / Interest Expenses.
  - d) Assets cover available (ACA) = Net Assets available as defined by the management / NCDs outstanding as at reporting date.
- 7 (a) Government of Gujarat (GoG) issued a letter dated August 12, 2016 informing the Company about its decision to grant exemption of Car/ Jeep/ Van/ 2 Wheeler/ 3Wheeler and passenger buses owned by Gujarat State Road Transport Corporation Ltd. from payment of Toll fee w.e.f. August 15, 2016 for use of the project highways operated by the Company. Till reporting date, the GoG has not formulated policy / modalities of compensating for the loss suffered by the company due to above exemption. However, based on interim approval letter and certainty of receipt from GoG, revenue of INR 2,130.00 lakhs has been recognised during the half year ended September 30, 2018. As at the reporting date, total unpaid claim made by the Company on GoG toward above exemption amounts to INR 23,263.96 lakhs (including current period unpaid claim amounting to INR 6,401.24 lakhs), which has not been recognised as revenue, pending conclusion of modalities of compensation.
- 7 (b) The revenue from Operations includes construction revenue of INR 2,488.75 lakhs related to construction of VUPs executed through Company and accordingly the corresponding amount of construction expenses of INR 2,488.75 lakhs has been recognised in terms of requirement of Ind AS.
- 8 Tax expense includes current tax and deferred tax.
- 9 With effect from April 1, 2018, Ind AS 115 'Revenue from contracts with customers' is applicable to the Company. Application of Ind AS 115 did not have a significant impact on recognition and measurement of revenue and related item in these financial results as well as retained earnings as at April 1, 2018.
- 10 As per information available with the company, there are no micro, small and medium enterprises as defined in the Micro, Small and Medium Enterprise Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest as at reporting date.
- 11 The Board of Directors in their board meeting dated February 20, 2018 approved refund of advance of INR 10,500 Lakhs in three equal instalments viz April 1, 2018, April 1, 2019 and April 1, 2020 which was received towards Capital / debt from promoters i.e. IL&FS Transportation Networks Limited ("ITNL") and Government of Gujarat ("GoG") pursuant to Corporate debt restructuring plan. Accordingly, the Company has repaid first instalment of INR 2,500 lakhs to ITNL and INR 1,000 lakhs to GoG on due date i.e. April 1, 2018.

During the period, the Company has received intimation letter from ITNL dated October 11, 2018 stating that pursuant to the memorandum of understanding entered between ITNL and IL&FS Financial Services Limited ("IFIN") and confirmation letter, the right, title and interest of any nature whatsoever in the above advances toward capital/debts has been legally and irrevocably transferred from ITNL to IFIN with effect from March 31, 2018. Accordingly, the outstanding amount of INR 5,000 lakhs as at September 30, 2018, payable towards dues is considered as payable to IFIN.
- 12 Previous year's figures have been regrouped / rearranged where necessary, to make them comparable with those for the current period.

Date : October 25, 2018  
Place : Gandhinagar

SIGNED FOR IDENTIFICATION  
PURPOSES ONLY

SRBC & CO LLP

For and on behalf of the Board of Directors of  
Gujarat Road and Infrastructure Company Limited

